

BYLAWS OF THE NITTANY VALLEY RUNNING CLUB (2011)

ARTICLE I. NAME AND OBJECTIVES

Section 1: The name of the association shall be the Nittany Valley Running Club, previously known as the Nittany Valley Track Club. It will be hereafter referred to as “the Club,” and may be abbreviated NVRC.

Section 2 (Statement A): The purpose of the Club is to establish a sound continuing program of youth and adult fitness, to promote development and competition for all age groups, and to conscientiously plan and prepare athletes for competition.

Section 3 (Statement B): The Club shall also promote and encourage long distance running and help educate the public about its benefits.

Section 4: To fulfill its purposes stated in Statements “A” and “B” the Club may hold championships, races on the road or track, lectures, fun runs, other educational activities, demonstrations, clinics and social events; print and publish books, magazines and communicate via a web site and social media; make awards; engage in community activities; and do all such other things as may be conducive to the encouragement of running.

ARTICLE II. MEMBERSHIP

Individuals who wish to be members of this organization shall submit dues and an application for membership.

ARTICLE III. AFFILIATION

This Club shall be a chapter of the Road Runners Club of America, and all measures adopted by that body must be considered by this organization.

ARTICLE IV. EXECUTIVE BOARD

Section 1: There shall be an Executive Board that shall have the power and authority to manage the Club’s property and govern its affairs. The Board shall determine policies within the limits of the Bylaws of the Club and shall take such actions as it considers necessary to carry out the objectives of the Club.

Section 2: The Board shall consist of a president, a secretary/archivist, a treasurer, a membership manager, and a communications director, all elected by the membership.

Section 3: The Board may also form committees and appoint Committee Chairpersons as deemed necessary for carrying out the objectives of the Club.

Section 4: Board Meetings

- a. The Board shall hold at least one meeting annually and may hold additional meetings upon call of the president or upon written request of any Board member.
- b. Three members of the Board shall constitute a quorum.
- c. Board meetings shall be open to all members of the Club, unless determined otherwise by affirmative vote of three members of the Board.

Section 5: Duties of officers

- a. President: To be the chief executive officer of the Club; to preside over meetings and to recommend to the Board such measures considered desirable to further the objectives and broaden the effectiveness of the Club; to sign all contracts and other legal documents; to represent the Club in the RRCA. The president shall also serve as a member ex-officio of all committees.
- b. Secretary/archivist: To keep a record of all meetings of the Club and of the Executive Board; to sign contracts and other legal documents along with the president; and to perform such other duties as the President may assign. The Secretary, as the Club's archivist, shall also be responsible for maintaining a viable and accurate record of the Club's history by collecting, selecting, sorting, arranging, and filing the archival material of the Club.
- c. Treasurer: To have custody of the Club funds; sign all checks drawn upon Chapter funds unless determined otherwise by the Executive Board; and to furnish financial statements as required by the Executive Board.
- d. Membership Manager: To compile information provided by members on membership applications; keep current membership lists; and receive, record and deposit membership dues. The membership manager will monitor the current status and contact information of members, and is responsible for indicating when renewal is required.
- e. Communications Director: To report and communicate, via the Club web site and email lists, the coming and past activities of the Club, including race schedule, race results, group runs, meetings and meeting minutes, treasurer's reports, sponsored activities, etc. To disseminate information about Club activities to the media, including print, broadcast, and internet media, and social networks.

Section 6: All officers must be members of the NVRC, and all members of the NVRC are eligible to serve on the Board. Officers may be elected to succeed themselves.

Section 7: Elections

- a. Nominations for each office will be accepted from August 1 until a date set by the communications director and communicated to the Club via email and the Club web site.

b. Names of nominees will be published on a ballot sent to the Club membership by email and published on the Club web site. Only those nominees who have accepted their nomination will be allowed on the ballot. Nominees may accept their nominations by phone, email or in writing.

c. The president will appoint a person, who shall not be a member of the current Board, to tally the votes and report results to the membership. The elected officers will be determined by a majority vote of the voting members.

d. The new officers will assume duties effective January 1 of the upcoming calendar year.

Section 8: Term of Office

a. Term of office shall be one year from January 1 to December 31.

b. Offices filled upon resignation shall also expire December 31 of the current calendar year.

c. Upon termination of office, the terminating officer shall deposit with his/her successor all records, correspondence, and properties of the Club or shall make other disposition of them as the Executive Board shall direct.

d. A vacancy in the Executive Board, except in the office of president, shall be filled by majority vote of the remaining members of the Board. Should a vacancy occur in the presidency, the secretary/archivist shall become president immediately, and the Executive Board shall choose an acting secretary/archivist to serve until the next election.

ARTICLE V: MEMBER MEETINGS

Section 1: There will be at least five member meetings held during the calendar year.

Section 2: A majority vote of the members present is necessary to pass ordinary measures. All measures shall be deemed ordinary except those proposing a bylaws amendment.

Section 3: All members attending a duly announced meeting of the Club shall constitute a quorum, provided that the number in attendance shall be in excess of the Executive Board. No official meeting shall be held unless a quorum is present.

Section 4: An agenda for the member meetings shall be published on the Club web site prior to the upcoming meeting. Members will contact the president to add an item to the agenda.

ARTICLE VI: BYLAWS AMENDMENT

Section 1: Any proposed bylaw amendment must be published by email to the Club. Voting will be conducted by email or internet polling available only to Club members.

Section 2: A bylaw amendment may be passed by an affirmative vote of 2/3 of the voting members.

ARTICLE VII: FINANCES

Section 1: Dues shall be determined by a majority of the members present at a member meeting and shall not be changed more often than once per year.

Section 2: This is a non-profit organization. Dues, entry fees, and other monies received by the organization will be spent entirely for carrying out the stated purposes of the organization.

Section 3: Any agreement or contract entered into by the Club shall have advance approval of the Executive Board. All affiliate and contractual relationships shall be directed toward the best interests of the Club and shall protect its property and identity.

Section 4: This organization will submit a portion of the annual dues (described in A supra) to the RRCA as membership in that body shall require.

Section 5: Purchase of property by the Club shall have the written approval of the Executive Board. Purchases of recurring Club supplies or small equipment replacement, with cost less than \$200, or affiliation membership renewals, do not need prior approval but should be reported to the Treasurer. If the cost is over \$750, it shall have the advance approval of the Club members, determined by a majority vote at a Club meeting. Members will be apprised of the upcoming vote at least one week in advance of the meeting.

ARTICLE VIII: DISSOLUTION

In the event of dissolution of this association, the funds in the treasury, after all creditors have been paid, shall go to the Road Runners Club of America or other 501(c)(3) non-profit organization as decided by a majority vote of the membership.