

BYLAWS OF THE ROCKFORD ROAD RUNNERS CLUB

I. TITLE

The name of this organization shall be “Rockford Road Runners,” (RRR) hereafter referred to as “this club” or “this organization.”

II. OBJECTIVES

- A. The prime objective of this organization shall be the promotion and encouragement of running and walking and the education of the public as to their benefits.
- B. In furtherance of objective “A,” this club may sponsor or conduct races, educational activities and social events; publish newsletters and coordinate electronic communications; present awards; and do all such other things as may be conducive to the encouragement of running and walking.
- C. Other objectives are to participate in community activities, publicize by appropriate means the benefits of running and walking, and cooperate with other agencies advocating physical fitness.

III. MEMBERSHIP

Membership shall be open to any individual, without regard to race, color, religion, age, gender, national origin or physical condition, who agrees with the purposes of this club and pays appropriate dues in a timely manner.

IV. AFFILIATION

- A. This club shall be a chapter of the Road Runners Club of America, and all measures adopted by that body must be adopted and/or amended by this organization.
- B. This organization may be a member club of other organizations as it benefits the club.

V. MANAGEMENT

- A. The management of this club shall be vested in an Executive Board consisting of a president, vice-president, secretary, treasurer, chairs of standing committees for race coordination, communications and membership (elected positions), Past Executive Board Member, Member-At-Large, and chairs of the standing committees for Rockford Wildcats and Annie’s Locker (Non-Elected Positions)
- B. Duties of the officers:
 1. President – to preside over meetings, represent this organization to the RRCA, the Media, the Community, and other Organizations, and call any special meetings, appoint committee chairperson(s) and Staff Positions and assume other related duties as necessary.
 2. Vice-President – (expected) to succeed the president, assume the powers of the president in his/her absence, assume special assignments as requested by the president or as assigned by the Executive Board.
 3. Secretary – to record, maintain and archive club meeting minutes, provide these minutes to the newsletter and web site; accept assignments involving correspondence and the keeping of records when requested by the president; and assume other related duties as necessary or as assigned by the Executive Board. The secretary shall serve as head election judge during the election of officers, and notify candidates of their election to office.
 4. Treasurer – to bill, collect and receive monies on behalf of the club and pay properly due and invoiced expenses; balance bank statements; provide a monthly itemized financial report; maintain financial records in a format approved by the executive board; complete required government forms; prepare an annual budget and assume other related duties as necessary or as assigned by the executive board. It is preferable, though not mandatory, for the treasurer to have accounting or bookkeeping experience.
 5. Communications Chair – to edit and publish a monthly newsletter, maintain oversight of the club’s web site and social media and assume other related duties as necessary or as assigned by the Executive Board. Chair should solicit others to assist as part of the Communications Committee.
 6. Membership Chair – to send out annual membership dues and cards; collect and record membership dues payments; maintain an official roster of current members; issue membership reports at least

quarterly; maintain membership records in a format approved by the executive board and assume other related duties as necessary or as assigned by the Executive Board. Chair should solicit members to assist as part of the Membership Committee.

7. Race Coordinator –serve as liaison between club and circuit race directors; establish circuit requirements and fees with approval of the Executive Board; issue circuit race contracts; authorize and publicize circuit races; serve as a member of the circuit committee; help coordinate and publicize races sponsored by the club and maintain insurance and waivers of club races; and assume other related duties as necessary or as assigned by the Executive Board.

8. Wildcats Chair – chair is designated by the Wildcat’s board of directors and serves as a liaison between the youth group and the club, provides quarterly itemized financial statements to RRR treasurer and annual itemized statements for all Wildcat financial activities.

9. Annie’s Locker – chair is designated by Annie’s Locker board as a liaison between Annie’s Locker and the club, provides quarterly itemized statements to RRR treasurer of all Annie’s Locker financials with annual itemized statements for all financial activities.

10. Past Executive Board Member – to be designated by the Executive Board at the first meeting of the year.

11. Member-At-Large – to be designated by the executive board at the first meeting held in the year.

12. Additional officers or standing committee chairs may be named by the Executive Board in proportion to the growth of club membership.

C. Committees

1. Circuit – annually establish or review circuit standards, races and fees; tabulate circuit results, review past circuit races annually and decide on club awards and present such awards at the annual meeting.

2. Wildcats youth running club – committee includes Wildcat board of directors which includes parents and coaches per Wildcats By-Laws. Chair to be designated by the Wildcat committee and must be an RRR member in good standing. Wildcats will maintain financial records in the club’s approved format.

3. Annie’s Locker – committee collects and distributes new and gently used running and fitness gear to people who are in need. Annie’s Locker will maintain financial records in the club’s approved format.

4. Membership - to assist with club promotion, membership recruitment and retention.

5. Communication – to assist chair with communication projects.

6. Other committees may be established by the Executive Board.

D. Staff Positions

1. Historian – keeps files of club minutes, publicity and other materials deemed to be of historic value. Oversees electronic filing of historic materials.

2. Equipment Manager – to store equipment, establish equipment rental procedure and maintain a schedule, submit billing form to treasurer in order to collect fees for equipment use.

3. Club Race and Event Directors

4. Other staff positions may be established by the Executive Board.

E. Eligibility for Office

1. Any club member in good standing is eligible to run for the Executive Board or any other office.

2. Executive Board Officers may be elected to succeed themselves.

3. Non-Elected Board Members must be in good standing.

F. Term of office

1. Term of office shall run concurrently for two years, beginning January 1ST AND ENDING ON December 31.

2. Offices filled per Policy and Procedure section II Governance subsections-A.B.C.D.(1.2.) .

3. If a vacancy arises, the Executive Board will appoint a replacement.

G. Removal from office

1. An elected officer, committee chair or staff member may be removed from office by the Executive Board for non-performance of duties, neglect of duties, unlawful acts or other reasons the Executive Board deems appropriate.
2. An officer, committee chair or staff member may be removed from office by a voice or balloted vote of the membership. An officer may be removed as follows:
 - a. By a two-thirds vote of the members present at a meeting with a quorum and a subsequent majority vote at the next regularly scheduled meeting with a quorum.
 - b. Only those who have been members of this organization for 30 days prior to the proposal of such action may vote.
 - c. All members shall be notified by the Secretary and/or the Communications Chair at least 7 (seven) days prior to the second vote that such action will be discussed and voted on.

H. Elections

1. At the September meeting the President shall appoint a nominating committee consisting of a chairperson and at least one other member. Only one member may be a current officer.
2. The nominating committee shall present a slate of officers at the November meeting. Nominations may also be made from the floor at the November meeting. The Secretary and/or the Communications Chair will notify members of the nominations through the newsletter and/or the club web site.
3. Elections shall take place at the December meeting for those positions that are contested. This will be done by sealed ballots to be opened at the election meeting. Absentee ballots may be filed at least 10 days before the December meeting by contacting the Secretary.

I. Procedural Requirements

1. Parliamentary procedure (Roberts Rules of Order) will be followed at meetings, and every effort will be made to discuss subjects coming before the group.
2. A majority vote of the members present at a meeting with a quorum is necessary to pass ordinary measures. All measures shall be deemed ordinary except those proposing a By-Law amendment or removal from office.
3. A quorum shall consist of fifteen (15) members including a majority of Executive Board Members present. No official meeting shall be held unless a quorum is present.
4. Bylaw Amendments:
 - a. A Bylaw amendment may be accomplished by a two-thirds vote of the members present at a meeting with a quorum and a subsequent majority vote at the next regularly scheduled meeting with a quorum.
 - b. Only those who have been members of this organization for 30 days prior to the proposal of such amendment may vote upon such.
- c. All members shall be notified by the Secretary and/or Communications Chair in the newsletter, web site or by direct mail at least 7 (seven) days prior to the second voting that constitutional amendments will be discussed and voted on.
5. Meetings:
 - a. Meetings shall be held on a monthly basis with the Executive Board having the authority to suspend, postpone or add meetings. Meetings must be held at least quarterly.
 - b. The Executive Board shall designate one meeting as the Annual Meeting, generally the last meeting of the calendar year.
 - c. Dates for the regularly scheduled meetings shall be established at the January meeting.

VI. FINANCES

- A. Dues shall be recommended by the Executive Board and voted on by a majority of the members present at the meeting. Dues shall not be changed more often than once per year.

B. Rockford Road Runners is a nonprofit 501c3 organization. Dues, entry fees and any other monies received will be spent entirely for carrying out the stated purpose of the organization. No part of the net earnings of the club shall inure to the benefit of its individual members.

C. Members using club funds for any purpose shall provide a full record/receipt of expenditures to the treasurer within 60 days of the conclusion of the event. No personal accounts may be used for club activities.

D. The Board may authorize the President and/or any Officer to enter into any contract or execute and deliver any instrument in the name of and on behalf of the club with approval of the Executive Board majority. All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the club are signed by authorized officers or employees and in accordance with policies and procedures adopted by the executive board. All monies for the club are deposited only in Executive Board approved and authorized club accounts to the credit of the club in banks that are members of or whose deposits are insured by the Federal Deposit Insurance Corporation or other government insurance agency.

VII. Tax Status and Dissolution

- A. No part of the net earnings of the club inures to the benefit of, or is distributable to, its members, trustees, officers, or other private persons; except that the club may pay reasonable compensation for services rendered and may make payments and distributions in furtherance of the purposes set forth in article ii. No substantial part of the club's activities can be the carrying on of propaganda or otherwise attempting to influence legislation. The club may not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of any candidate for public office.
- B. Regardless of any other provision of these articles, the club may not carry on any other activities not permitted to be carried on by a corporation (a) that is exempt from federal income tax under section 501 c3 of the internal revenue code or (b) contributions which are deductible under section 170c2 of the Internal Revenue Code, or corresponding section of any future federal tax code.
- C. Upon dissolution of the club, the funds in the treasury, after all creditors have been paid, shall go to the Road Runners Club of America or other 501c(3) non-profit organization with a similar purpose to the club's.

Adopted:

November 2, 2005

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