

BY-LAWS OF KETCHIKAN RUNNING CLUB

ARTICLE I. NAME

The name of this organization shall be "KETCHIKAN RUNNING CLUB" herein after referred to as the "organization."

ARTICLE II. PURPOSE

The purpose of this organization shall be to improve the physical fitness and mental well-being of its members through the promotion and encouragement of running and other related activities. In furtherance of this purpose, this organization may engage in any activity not prohibited for charitable organizations qualified as tax-exempt pursuant to Section 501(c)(3) of the Internal Revenue Code, including but not limited to conducting road and track races, time trials, fun runs, and social runs; sponsoring lectures and demonstrations; publicizing the benefits of running and jogging; publishing books, magazines, and newsletters; hosting social events; making awards; and generally coordinating activities with any other agency or entity which shares or endorses this purpose.

ARTICLE III. AFFILIATION

The organization shall be affiliated with the Road Runners Club of America and shall be subject to the by-laws and policy of that organization.

ARTICLE IV. MEMBERSHIP

Section 1. Regular Members. Regular membership in this organization shall be open to any person who accepts the purpose of this organization.

Section 2. Other Classes. This organization may have such other classes of membership as may be established from time to time by the Board of Directors.

Section 3. Privileges. The privilege of serving as an officer of this organization or as the chair of a committee shall be reserved to regular members.

ARTICLE V. DUES

Regular members shall pay annual dues in such amount as shall be established by the Board of

Directors.

ARTICLE VI. OFFICERS

Section 1. Designation. The officers of this organization shall be President, Vice-Presidents, Secretary, and Treasurer, and Race Directors.

Section 2. Duties. Each officer shall perform the duties normally associated with that office in addition to those duties assigned by the Board of Directors from time to time and those duties prescribed by the parliamentary authority of this organization.

Section 3. Election. The officers shall be elected by majority vote of the membership at the annual meeting. Nominations may be made from the floor. A secret ballot shall be conducted for any contested election.

Section 4. Term. The term of office for Board Members shall commence March First and shall be two years.

Section 5. Vacancy. A vacancy in any office shall be filled by the Board of Directors.

ARTICLE VII. MEETINGS

Section 1. Annual Meeting. This organization shall have general meetings the 3rd Thursday of each month.

Section 2. Other Meetings. Other meetings of the general membership may be called by the President or by the Board of Directors. A meeting shall be called upon the written request of fifteen members of the organization. Matters considered at the meeting shall be limited to those specified in the request.

Section 3. Quorum. A quorum shall consist of twice the number of Directors plus one.

Section 4. Designation and Notice. The Board of Directors shall designate the date, time, and place of each membership meeting and shall provide reasonable, but not less than fourteen days, prior notice thereof to the membership.

ARTICLE VIII. BOARD OF DIRECTORS

Section 1. Management. The Board of Directors shall be vested with the general supervision and management of the affairs and property of this organization.

Section 2. Composition. The officers of this organization together with the Race Director and the director of each major race conducted by the organization shall constitute the Board of Directors.

Section 3. Meetings. The Board of Directors shall meet monthly. Special meetings of the Board may be called by the President at any time but shall be called upon written request of three members of the Board.

Section 4. Executive Committee. The President, Vice-President, Treasurer, Race Director, and the director of each major race, during the sixty day period immediately preceding the race, shall constitute the Executive Committee of the Board of Directors. The Executive Committee may meet formally or informally between the monthly meetings of the Board of Directors. The Executive Committee shall ensure that the operations of the organization are being carried out in an expeditious manner, shall supervise the implementation of the policies adopted by the Board, shall review the agenda for the succeeding meeting of the Board, and shall fulfill any other directions given to it by the Board. At the succeeding Board meeting, the Executive Committee shall report any action it has undertaken since the preceding Board meeting.

ARTICLE IX. COMMITTEES

Section 1. Running. A Race Director shall be selected by the Board-elect in March of each year for a term of one year commencing April first. The Race Director shall supervise the running events of this organization and shall appoint such event directors, subject to the approval of the Board of Directors, as are necessary to fulfill the duties of the Race Director.

Section 2. Other Committees. This organization shall have such other committees, appointed by the President, as the Board of Directors shall from time to time deem necessary.

ARTICLE X. PARLIAMENTARY AUTHORITY

Robert's Rules of Order Newly Revised shall be the parliamentary authority of this organization except where superseded by these by-laws or by special rules of order which may be adopted by this organization.

XI. FINANCES

Section 1. 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 purpose to the organization.

Section 2. No part of the net earnings of the club shall inure to the benefit of its individuals.

Section 3. This organization shall be empowered to participate in fund-raising activities.

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

XII. 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.

ARTICLE XIII. AMENDMENTS

These by-laws may be amended by a two-thirds vote at any general membership meeting of this organization provided reasonable, but not less than fourteen days, prior notice of the terms and proposed consideration of the amendment shall have been given to the membership.