

# CONSTITUTION

## MID-PACIFIC ROAD RUNNERS CLUB

### ARTICLE I

#### NAME

The organization shall be known as the Mid-Pacific Road Runners Club, hereinafter called the Club.

### ARTICLE II

#### PHILOSOPHY

The members of the Club firmly believe that long distance running, properly practiced, contributes significantly to health and happiness. The Club is therefore committed to active participation and cultivation of long distance running as a community service. Accordingly, the Club is devoted to the vigorous, rational promotion of its sport and long distance competition.

### ARTICLE III

#### MEMBERSHIP

Any person, regardless of age, may be a member of the Club. Any person may be a life member of the Club upon meeting the requirements established by the By-Laws.

### ARTICLE IV

(As amended January 22, 1986, January 10, 1997, February 29, 2008)

#### OFFICERS AND THEIR ELECTION

Section 1. The officers of the Club shall be: (1) President, (2) 1<sup>st</sup> Vice President for Race Operations, (3) 2<sup>nd</sup> Vice President for Administration, (4) 3<sup>rd</sup> Vice President for Public Affairs, (5) 4<sup>th</sup> Vice President for Volunteer Support and Equipment, (6) Secretary, (7) Treasurer (8) Immediate Past President, and (9) President-Elect. The officers shall perform the duties hereinafter specifically provided, those specified by the By-Laws, and such other duties as are usually incident to their offices.

Section 2. The Executive Committee shall consist of the elected officers of the Club.

Section 3. At least two months prior to the annual meeting of the Club, the President shall appoint a nominating committee of three members of the Club who shall present in writing at least two weeks prior to the annual meeting the names of two or

more candidates for each office. Additional nominations for any office may be made from the floor at the annual meeting. Election shall be by paper ballot and the person receiving the highest number of votes for each office shall be declared elected. Votes will be counted from members present. "Members present" at the annual meeting is defined to include absentee voting from members who are unable to attend the meeting. Officers shall take office after the election of all officers and serve for one year beginning the day of their election and until their successors are duly elected.

Section 4. Any vacancy which may occur in an office shall be filled by appointment by the President or remaining members of the Executive Committee.

Section 5. The Presidential cycle will be for a three year period as President-Elect, President and as Immediate Past President.

## ARTICLE V

(As amended October 8, 1986, January 10, 1997, February 29, 2008)

### OFFICERS' RESPONSIBILITIES AND DUTIES

Section 1. The President of the Club may take any action not contrary to the Constitution and By-Laws of the Club.

Section 2. The Vice-Presidents shall be responsible for supervising Committee Chairpersons and performing such other duties as are directed by the President and which are not contrary to the Constitution and By-Laws of the Club.

Section 3. The Secretary shall record minutes as all meetings and keep a file of such minutes, receive, distribute, prepare and file correspondence, and perform such other duties as are directed by the President and which are not contrary to the Constitution and By-Laws of the Club.

Section 4. The Treasurer and/or paid accountant shall maintain financial records as specified by the Executive Committee and appropriate authority, shall have fiduciary responsibility for Club funds, and shall prepare recurring financial reports as required by the Executive Committee, and perform such other duties as are directed by the President and which are not contrary to the Constitution and By-Laws of the Club. If there is a paid accountant, then the Treasurer shall be the supervisor. The paid accountant is not a member of the Executive Committee.

Section 5. The immediate Past President will provide continuity and advise the President and Executive Committee, based on institutional memory and experience.

Section 6. The President-Elect will assist the President and Executive Committee, learning policy and procedures for institutional memory and transition into his/her term of office.

ARTICLE VI  
(As amended January 10, 1997, February 19, 2010)

REVIEW BOARD

Section 1. The President shall appoint an Auditor from the general membership on an annual basis.

Section 2. The Auditor shall review the financial records of the Club at the end of each Club year and upon completion of the review shall make a report to the Executive Committee. At the discretion of the Executive Committee, the Auditor may also be asked to review specific transactions, agreements or other matters relating to the Club.

ARTICLE VII  
(As amended January 10, 1997, February 29, 2008)

FINANCES

Section 1. The Club is a nonprofit organization and all dues, entry fees and other moneys received by the Club shall be used to carry out the purposes of the Club, namely the instruction, training, and furthering of long distance running competition in the community.

Section 2. The Club shall have a bank account into which all moneys collected or received by the Club shall be deposited. All expenses shall be paid for by cash receipt, account debit card or check signed by the President, the President-Elect, the Secretary, the Treasurer or the paid accountant, with a second signature on checks greater than \$300.00.

ARTICLE VIII  
(As amended January 10, 1997, February 29, 2008, February 19, 2010)

MEETINGS

Section 1. An annual meeting of the Club shall be held at the beginning of each year, the exact date to be determined by the President and conducted in accordance with Roberts Rules of Order.

Section 2. The President shall further call such quarterly general meetings and such general meetings as deemed necessary. Special meetings may be called by the President, or the Executive Committee. The only business to be considered at a special meeting shall be that for which the special meeting is called.

Section 3. All Club business requiring a vote, other than amendments to this Constitution, and as otherwise directed as provided by the By-Laws, shall be determined by a majority vote of the members present at a meeting if a quorum of ten paid-up

members is present. "Members present" is defined to include absentee ballots, when proposed vote is announced prior to the meeting.

Section 4. Meetings of the Executive Committee shall be called by the President and generally conducted on a regular monthly basis. Special interim meetings may be called by the President, or other members of the Executive Committee, in the event of urgent business. All Club business requiring a vote shall be determined by a majority vote of the Executive Committee members if a quorum of half the Committee members is present. All meetings shall be conducted in accordance with Roberts Rules of Order. Executive Committee meetings are open to Club members.

## ARTICLE IX

(As amended January 10, 1997)

### AMENDMENTS

This Constitution may be amended at the Annual Meeting or any general or special meeting of the Club by a two-thirds vote of the members present, provided two weeks written notice of the proposed amendments has been given to the members. "Members present" is defined to include absentee ballots, when proposed vote is announced prior to the meeting. Amendments shall be proposed by the President or Executive Committee on its own motion, or the Review Board on its own motion, or on written request of any ten members of the Club.

## ARTICLE X

(As amended January 10, 1997)

### BY-LAWS

By-Laws for the Club may be passed, amended or repealed at the annual meeting or any general or special meeting of the Club by a majority vote of the members present, provided ten days written notice of the proposed change has been given to the members. "Members present" is defined to include absentee ballots, when proposed vote is announced prior to the meeting. Changes shall be proposed by the President or Executive Committee on its own motion, or by the Review Board on its own motion, or on the written request of any ten members of the Club.

## ARTICLE XI

(As amended October 17, 1979)

### DISSOLUTION

In the event of dissolution of the Club, the moneys in the treasury of the Club, after all creditors have been paid, shall be paid to a similar organization, or organizations, on Oahu which is interested in long distance running or as determined in the final general membership meeting.