

THE ORANGE RUNNERS CLUB, INC.  
P. O. Box 2144  
Middletown, NY 10940

## **BY-LAWS OF THE ORANGE RUNNERS CLUB, INC**

### **I. TITLE**

The name of the association shall be the “**ORANGE RUNNERS CLUB, INCORPORATED,**” hereafter referred to as “this organization” or “this association.”

### **II. MISSION**

The mission of this organization shall be the promotion and encouragement of running and walking and the education of the public to its benefits.

### **III. OBJECTIVES**

- A. This organization may hold championships, races on the road or track, trail runs, fun runs, training runs, track workouts, lectures, educational activities, demonstrations, clinics and social events. This organization may print/publish books, magazines and will produce a monthly running club newsletter. Awards and presentations may be made as part of the total program conducive to promoting running in the community.
- B. Other objectives are to engage in community activities as to promote and publicize the positive benefits of running as a means of achieving a degree of physical fitness. Community activities may include finish line support for local community service groups and the coordination of local area track workouts for the general public.

### **IV. AFFILIATION**

The organization will be included as a member of the U. S. A Track and Field Association.

### **V. MEMBERSHIP**

Individuals who wish to participate in the activities of this organization and its benefits shall submit the annual dues required and a completed membership application. Unless otherwise noted, a paid membership will run for a standard calendar year cycle. Continued membership is contingent upon being up-to-date on membership dues.

### **VI. MANAGEMENT**

- A. The management of this organization shall be vested in a Board of Directors consisting of a president, vice-president(s), secretary and treasurer. The Board of Directors shall appoint chairpersons and committees. The Board of Directors meet once per month prior to the monthly membership meeting. Select committees need to meet as needed prior to the Board of Directors' monthly meeting. The Board will make the decision on what committee will attend a Board meeting.

## B. DUTIES OF THE OFFICERS:

1. President – to preside over meetings, to represent this organization in USATF, to act as representative to the USATF, and to call any special meetings.
2. Vice President(s) – to assume the powers of the president in their absence, and to take on special assignments as requested by the Board of Directors.
3. Secretary – to record minutes at the meetings and to keep a file of such minutes, and, when requested by the president, to accept assignments involving correspondence and the keeping of the organization's records.
4. Treasurer – to administer all financial responsibilities, and to have the authority to disburse necessary appropriations as directed by the Board.
5. Chairpersons and Committees – By-Laws, Finance, Membership, Track Workouts [to be decided-please give input]

## C. ELIGIBILITY

Officers may be elected to succeed themselves with no limitations to number of terms in office.

## D. TERM OF OFFICE

1. The term of office shall be one year beginning with or at the close of the first meeting held within the calendar year, and in no case beginning later than March 31.
2. Offices filled upon resignation shall also expire at the time of the first meetings of the calendar year.

## E. PROCEDURAL REQUIREMENTS

1. Parliamentary procedure will be carried on at the meetings, and every effort will be made to discuss any measures coming before the group.
2. A majority vote of the members present is necessary to pass ordinary measures. All measures shall be deemed ordinary except those proposing a constitutional amendment.
3. A quorum shall consist of twice the number of elected officers present plus one. No official meeting shall be held without a quorum present.
4. By-Laws Amendment.
  - i. By-Law amendment may be accomplished by a two-thirds vote of the members present at the meeting.

- ii. Only those who have been members of this organization for 30 days prior to the proposal of such amendment may vote upon such.
  - iii. All members shall be notified via email and/or newsletter at least 30 days prior to voting that by-laws amendments will be discussed and vote on.
5. Meetings will be held monthly. In the event a meeting must be postponed or cancelled, this is a decision of the Board.

## VII. FINANCES

- A. Dues shall be determined by the Board of Directors and vote on by a majority vote of the members present at a business meeting.
- B. This is a not-for-profit organization. Dues, entry fees and other moneys received by the organization will be spent entirely for carrying out the stated purpose of the organization.
- C. No part of the net earnings of the Club shall inure to the benefits of its individuals.
- D. This organization shall be empowered to participate in fund raising activities.
- E. This organization will submit a portion of the annual dues (described in A supra) to the USATF as membership in that body shall require.

## VIII. DISSOLUTION

In the event of the dissolution of this organization, the funds in the treasury, after all creditors have been paid, shall be disbursed to USATF or other 501c(3) organizations