

San Marcos Runners Club
BY-LAWS

Article I - Name

Section 1.1. This organization shall be known as the “San Marcos Runners Club” (hereinafter referred to as “the SMRC” or “the Club.”)

Article II - Purpose

Section 2.1. The objective of the SMRC is to promote the local running community and the benefits of running as healthful exercise; to promote and conduct races or other running activities; and to disseminate information on running through newsletters, meetings or other activities.

Section 2.2. The SMRC will provide advertisement, organization and/or administration of races by local sponsors if such services are requested and funded, and approved by the officers of the Club.

Article III - Membership

Section 3.1. Membership in the SMRC shall be open to all persons interested in running or healthful exercise, regardless of sex, age, creed or religious beliefs.

Section 3.2. All members shall pay annual dues, which is the only requirement for membership. Dues are applied per calendar year (January through December). Membership shall provide members with full voting privileges.

Section 3.3. All members have all the privileges of the Club.

Section 3.4. Membership dues shall be determined by the majority of the members present at the business meeting, and shall not be changed more often than once per year.

Section 3.5. The SMRC is a nonprofit organization. Dues, entry fees or other monies received by the SMRC shall be spent entirely for carrying out its stated purpose.

Section 3.6. No part of the Club’s net earnings shall inure the benefit of any of its members.

Article IV - Officers and Directors

Section 4.1. There shall be a minimum of five (5) and up to nine (9) Directors on the Board. The Officers of the SMRC, who shall be among the Directors, shall consist of a President, Vice President, Secretary, and Treasurer. Any current member is eligible to hold any office in the SMRC.

Section 4.2. Directors shall be elected by simple majority of members present at the January meeting. Elections will be conducted by means of an anonymous, majority vote, with each current member having one vote.

Section 4.3. The term of office shall be for one year, with no limit to successive reelections to the office.

Section 4.4. Vacancies of Officers shall be filled by appointment by the Board of Directors until the next

annual election. If for any reason the President is unable to complete their term, or is otherwise removed from office, the Vice President will serve as President until the next Annual Meeting.

Section 4.5. The removal or replacement of any Director shall be by majority vote of Club members present at the scheduled meeting.

Article V - Duties of Officers

Section 5.1. The President shall be the presiding officer at all meetings of the SMRC. The President shall perform such duties applicable to the office including organization, leadership, and management of the Club's activities. Duties may also include the appointment of committees and the promotion of Club activities. The President shall maintain accountability of activities and actions with other officers. The President, or an appointee, shall maintain responsibility of an up-to-date list of paid members.

Section 5.2. The Vice President shall act as an assistant to the President in carrying out the duties of the office. The Vice President shall carry out the duties of the President in the absence or inability of the President to fulfill the role. The primary duties of the Vice President involve the organization and planning of the Club's meetings, races, and special events or activities.

Section 5.3. The Secretary shall be responsible for the recording of minutes of Club meetings. The minutes of the last Club meeting shall be read by the Secretary, or an appointee, to open each meeting. The office of secretary may be held by the same person as the office of President, Vice President, or Treasurer.

Section 5.4. The Treasurer shall maintain an accurate record of the Club's finances and present a report at Club meetings or upon request. The Treasurer and President shall be authorized to establish and manage a checking account for the Club. The Board of Directors, or any eligible appointee, shall be entitled to have individual access to the Club's checking account to handle the Club's expenses and financial matters.

Article VI – Board of Directors

Section 6.1. The Officers and Directors shall comprise the Board of Directors of the SMRC. The Board of Directors has the responsibility for formulating policy and making decisions on Club matters.

Section 6.2. The Board of Directors shall meet periodically as necessary.

Section 6.3. In order for any vote by the Board of Directors to be valid, a quorum of fifty (50) percent of the members must be present to cast votes. The President may only vote to break a tie.

Article VII - Meetings

Section 7.1. The SMRC shall meet on a regularly scheduled time frame, at least on a bimonthly basis. A meeting calendar shall be made available to all members in advance to provide adequate notice of the meeting schedule. The meetings are open to all paid members or any individuals joining the Club.

Article VIII - Amendments

Section 8.1. The Constitution and Bylaws may be amended by a majority vote of members present at a regularly scheduled meeting. The President, or Vice President serving in the President's absence, shall present the proposed amendments to the Club for discussion and voting.

Section 8.2. Any Club member may present recommendations for amendments to the Constitution and Bylaws at any time. The recommendations must be in writing to the President, or a designated appointee, in accordance with Article VIII, Section 1.

Article IX - Dissolution

Section 9.1. In the event of dissolution of the SMRC, the funds in the treasury, after all creditors and debts have been paid, as determined by the Club's Directors, shall go to the Road Runners Club of America or any other 501(c)(3) nonprofit organization recognized by the United States Internal Revenue Service.

Article X - Parliamentary Procedure

Section 10.1. Robert's Rules of Order will be the authority for all questions of procedure at any meetings of the SMRC. The Board of Directors, or other small groups or committees, may conduct business with an Informal Chair.

The SMRC Constitution and Bylaws was amended and approved by majority vote at the scheduled club meeting on January 23, 2020.