

# Bayou City Road Runners

## Bylaws



### Article 1. General

#### **1.01 Purpose**

The **Bayou City Road Runners Club** (“the Club”) is organized as a not-for-profit club to promote general fitness, running and other multi-sport events.

### Article 2. Officers & Committees

#### **2.01 Number; Qualification; Elections.**

(a) The Club shall have:

- (1) A President, a Vice President, a Secretary and a Treasurer; and
- (2) Such other officers and committee chairmen as the Executive Committee deem necessary.

(b) Officers named in paragraph 2.01(a) (1) shall be elected by the membership at a general meeting held for that purpose in May of each year.

(c) Candidates for each office shall be nominated at the general meeting one month prior to the elections. Each office shall be filled by the person receiving a majority of the votes cast for that office.

## **2.02 Vacancies.**

Any vacancy occurring in any office or committee shall be filled by appointment of the successor or by the Executive Committee.

## **2.03 President.**

The President shall be the chief executive officer of the Club; shall preside at all meetings of the Executive Committee and all general meetings, shall have general and active management of Club affairs, and shall see that all orders and resolutions of the Executive Committee are carried into effect. The President shall perform such other duties and have such other authority and powers as the Executive Committee may from time to time prescribe.

## **2.04 Vice President.**

The Vice President shall, in the absence or disability of the President, perform the duties and have the authority and exercise the powers of the President. The Vice President shall perform such other duties and have such other authority and powers as the Executive Committee may from time to time delegate.

## **2.05 Secretary.**

The Secretary shall attend all meetings of the Executive Committee and all general meetings and record all votes, actions and minutes of all proceedings, and shall perform like duties for other committees when required. The Secretary shall give, or cause to be given, notice of all meetings of the Executive Committee to the Club membership. The Secretary shall perform such other duties and have such other authority and powers as the President of the Executive Committee may from time to time prescribe.

## **2.06 Treasurer.**

The Treasurer shall have the custody of the Club funds and shall keep full and accurate accounts of receipts and disbursements of the Club and shall deposit all monies and other valuables in the name and to the credit of the Club in depositories designated by the Executive Committee. The Treasurer shall disburse the funds of the Club as ordered by the Executive Committee, and prepare financial statements as they direct. The Treasurer shall perform such other duties as the Executive Committee may from time to time prescribe or as the President may from time to time delegate.

## **Article 3. Executive Committee**

### **3.01 Number; Qualifications.**

The Executive Committee shall consist of the Club officers hereinabove described in 2.01 (a) (1) and three (3) members elected by the Club membership at the May general meeting each year.

### **3.02 Authority.**

The Executive Committee shall manage the business and affairs of the Club.

### **3.03 Vacancies.**

Any vacancy occurring in the Executive Committee shall be filled by the affirmative vote of a majority of the remaining members of the Executive Committee. A member of the Executive Committee elected to fill a vacancy shall be elected for the unexpired term of the member's predecessor in office.

### **3.04 Regular Meetings.**

Regular meetings of the Executive Committee shall be held at least once each calendar quarter. Special meetings of the Executive Committee may be called by any Committee member.

### **3.05 Quorum; Majority Vote.**

At meetings of the Executive Committee a majority of the number of members fixed by these Bylaws shall constitute a quorum for the transaction of business. The act of a majority of the Executive Committee members present at a meeting at which a quorum is present shall be the act of the Executive Committee, except as otherwise specifically provided by these Bylaws. If a quorum is not present at a meeting of the Executive Committee, the members present may adjourn the meeting from time to time, without notice other than an announcement at the meeting, until a quorum is present.

### **3.06 Minutes.**

The Club Secretary shall keep regular minutes of the Executive Committee proceedings.

## **Article 4. Membership**

### **4.01 Qualifications.**

Any person interested in the Club and who has paid the required dues can become a member of the Club. To vote on the Club business a member must be at least eighteen (18) years old.

### **4.02 Regular Meetings.**

Regular meetings of the membership shall be held at least once each quarter. Special meetings may be called by the Executive Committee.

### **4.03 Dues.**

Annual Club dues shall be set by the Executive Committee and can be changed from time to time as necessary.

### **4.04 Quorum; Majority Vote.**

The act of the majority of the membership present at a general meeting of the membership shall be the act of the membership, except as otherwise specifically provided by these Bylaws.

## **Article 5. General Provisions**

### **5.01 Books and Records.**

The Club shall keep correct and complete books and records of account. The Treasurer shall submit a full and clear statement of the financial position of the Club to the Executive Committee as soon as possible at the end of each calendar year or fiscal year as requested by the Executive Committee.

### **5.02 Club Account(s).**

All Club checks shall be signed by the Treasurer or the President. Club checks in excess of five hundred dollars (\$500) shall be signed by the Treasurer and the President.

### **5.03 Dissolution.**

If the Club dissolves or otherwise becomes defunct, the funds of the Club, if any, shall inure to the benefit of the Houston Area Road Racing Association (HARRA). No net earnings of the Club shall inure to any individual members of the Club.

### **5.04 Amendment of the Bylaws.**

These Bylaws may be amended at any meeting of the membership, by affirmative vote of two-thirds (2/3) of the members present at such a meeting, provided the proposed amendment has been approved by the Executive Committee for presentation to the membership.