

## BYLAWS OF THE HILL COUNTRY TRAIL RUNNERS

### Article I. TITLE

The name of the association shall be Hill Country Trail Runners, hereinafter referred to as "this association" or "this organization".

### Article II OBJECT

Section 2.1 The prime object of the association shall be the promotion and encouragement of trail and long distance running and the education of the public to the benefits of same.

Section 2.2 In furtherance of club objectives, this association may hold championships, races on the road, trails or track, fun runs, other educational activities, demonstrations, clinics and social events; print and publish books, magazines and newsletters; make awards; and do all such other things as may be conducive to the encouragement of running.

Section 2.3 Other objectives are to engage in community activities, provide service to the trail running community and other organizations that support trail running, and to publicize by appropriate means, the benefits of long distance running as a means of physical fitness.

### Article III. AFFILIATION

Section 3.1 This association shall be a chapter of the Road Runners Club of America, and all measures by that body must be considered by this organization.

Section 3.2 This association may affiliate with other organizations.

### Article IV. MEMBERSHIP

Section 4.1 Individuals who wish to participate in the activities of the organization shall submit dues and an application for membership.

Section 4.2 The period of membership will be for one 12month period from the time the application is processed.

### Article V. MANAGEMENT OR GOVERNMENT

Section 5.1 The management of this association shall be vested in a Board of Directors consisting of a President, Vice-president, Secretary, Treasurer and Information Design Director.

Section 5.2 Duties of officers:

(a) President - to preside over meetings, represent the association in the RRCA, to call any special meetings, and to appoint committees and chairpersons thereof.

(b) Vice-President-to assume the powers of the President in his/her absence, and to take on special assignments as requested by the President

(c) Secretary - to record minutes at meetings, to keep a file of such minutes, and, when

requested by the President, to accept assignments involving correspondence and the keeping of records.

(d) Treasurer - to administer all financial dues and to have authority to sign or disburse necessary appropriations, as directed.

(e) Information Design Director - to administer the club's website, provide advice and guidance on the maintenance of the website, manage and update the website and email electronic communications and member database, perform other duties as assigned.

### Section 5.3 Eligibility

(a) All club members in good standing are eligible to be elected to club office.

(b) Officers may be elected to succeed themselves.

### Section 5.4 Term of office

(a) Terms of office for President, Vice President, Secretary and Treasurer shall be approximately one year, beginning with or at the close of the fourth meeting held within the calendar year, and in no case beginning later than May 1.

(b) Term of office for the Information Design Director shall be one year beginning no later than 30 days from the fourth meeting held within the calendar year, and in no case beginning later than June 1.

(c) Offices filled upon resignation shall also expire at the time of the fourth meeting of the calendar year.

### Section 5.5 Elections

(a) The President shall appoint a nominating committee comprised of members in good standing at the second meeting each year. The nominating committee shall offer a slate of proposed nominees at the third meeting each year; provided, however, that at least one such nominee shall be an incumbent officer for the current year.

(b) President, Vice President, Secretary and Treasurer shall be elected by a majority vote of those present at the fourth meeting of the calendar year.

(c) Office of Information Design Director shall be board-elected by majority vote based on the qualification and expertise of the individual.

### Section 5.6 Procedural Requirements

(a) Parliamentary procedure will be carried on at meetings, and every effort will be made to discuss any measures coming before the group.

(b) 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.

(c) A quorum shall consist of twice the numbers of elected officers plus one. No official meeting shall be held unless a quorum is present.

(d) Bylaws amendment

(i) A bylaw amendment may be accomplished by a two-thirds vote of the members present at the meeting.

(ii) Only those who have been members of the organization for 30 days prior to the proposal of such amendment may vote upon such.

(iii) All members must be notified at least 7 days prior to voting that bylaw amendments will be discussed and voted upon.

(e) Meetings will be held at least once each quarter and more frequently if called by the President.

#### Article VI. NONPROFIT ORGANIZATION

This is a non-profit organization. Dues, entry fees, and other monies received by the organization will be spent entirely for carrying out the state purposes of the organization.

#### Article VII. FINANCES

Section 7.1 Dues shall be determined by a majority of the members present at a business meeting and not be changed more often than once per year.

Section 7.2 No part of the net earnings shall inure to the benefit of its individuals.

Section 7.3 This organization shall be empowered to participate in fund-raising activities.

Section 7.4 This organization will submit a portion of the annual dues to the RRCA as membership in such amounts as the RRCA shall require.

#### Article IX. 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.

Date originally approved: April 1, 2003 as amended at General Meeting on April 4, 2006.