

CONSTITUTION AND BY-LAWS PARADISE RUNNING CLUB

ARTICLE ONE: TITLE

- The name of the club shall be Paradise Running Club.

ARTICLE TWO: PURPOSES and OBJECTIVES

- The prime object of this Club shall be the promotion and encouragement of physical fitness through running.
- To provide training and coaching for Club members.
- The Club will provide opportunities for non-competitive running, education, road races, newsletters and social events which will be conducive to the encouragement of running.
- To organize and maintain Newfoundland and Labrador Athletics Association (NLAA) sanctioned running race(s).
- To organize fun run/ walk events for Basics for Babies NL.
- The Club shall seek to be affiliated with regional, provincial and/ or national amateur athletic bodies as the Executive considers appropriate in order to carry out the objectives of the Club.

ARTICLE THREE: MEMBERSHIP

- Membership of the Club shall be open to persons 16 years of age and over.
- Children under the age of 16 attending training, races or any Club activity/ event must be accompanied, at all times, by their parent or guardian who shall be entirely responsible for them. That is, any child under **age 16** has to be accompanied by a parent or guardian.
- The requirement for membership shall be payment of dues and membership with Newfoundland and Labrador Athletics Association (NLAA). The appropriate forms must accompany the payment of all dues and fees.
- By payment of all dues and fees the individual shall be a Club member from January 1st to December 31st.
- Individuals joining after the 15th November shall be deemed to have paid their Club membership for the following year.
- The Club will keep membership fees at levels that will not pose a significant obstacle to participation.
- Annual memberships shall become due for payment on January 1st each year, with the amounts being determined at the AGM.

ARTICLE FOUR: DUTIES OF A MEMBER

- A member shall be responsible, insofar as he/ she is capable, to serve the Club from time to time in some capacity when requested to do so, and to conduct himself/ herself in such a manner as to further the purpose and reputation of the club.

ARTICLE FIVE: TERMINATION OF MEMBERSHIP

- A member may resign or leave the Club at any time. No refund of paid dues or fees will be granted.
- If a member fails to pay his/her dues and fees by March 1st, membership shall end.
- If in the opinion of the Executive, a member has conducted him/ herself in a manner detrimental to the purposes/ objectives of the Club, and/or the welfare and reputation of its members, his/her name may be brought up for a vote of dismissal. Such a vote will require a ¾ majority of the Executive to be effective. A refund of dues/ fees will not be granted if such a vote is passed.

ARTICLE SIX: AFFILIATION

- The Club **will** affiliate with the Newfoundland and Labrador Athletics Association (NLAA) and may affiliate with other local, regional or national organization or organizations which the Executive approves by a majority vote at a business meeting.

ARTICLE SEVEN: MANAGEMENT OR GOVERNMENT

- The management of this Club shall be the President, Vice President, and Treasurer (the most recent past president) and will also include up to 6 additional Directors.
- The Executive shall be elected by a majority vote of Club members present at an annual general meeting. The President shall become Past-President, the Vice President shall become President, and a new Vice President shall be elected in that same year.
- The term of office shall be two years, from the date of the annual meeting at which he/ she was elected. For continuity of experience and fluidity of transition, 2-year terms will be implemented with alternating elections (i.e., half of the board positions are up for election on staggered years).
- The Vice President and Race Director will be elected in December of odd-numbered years.
- Director positions will be elected in December of even-numbered years.
- Five elected Executive members are required for a quorum for an Executive meeting to take place providing the President or Treasurer is also present.
- If a vacancy in these positions through resignation or other circumstances occurs, a Club member shall be chosen as a replacement by the Executive for the completion of the remaining term.
- The Executive shall also have the power to establish any sub-Committee deemed appropriate to assist in meeting the objectives of the Club, and to delegate to these sub-Committees such duties as may be considered appropriate.
- The Executive shall have the power to appoint individuals to perform specific duties on behalf of the Executive, and to delegate to those individuals such duties as they consider appropriate.

ARTICLE EIGHT: COMMITTEES

- The Club shall have standing committees to further the objectives and purposes of the Club. Namely, these standing committees shall be (i) Race Director Committee; (ii) Membership Committee; (iii) Group Leader Committee; and (iv) Social Committee.

- The Club, at its Executive's discretion, may form other committees or sub-committees from time to time if deemed appropriate to advance the objectives and purposes of the Club.
- The Duties of Executive Officers, including standing committee chairs, are outlined in Appendix A.

ARTICLE NINE: ANNUAL GENERAL MEETING

- The AGM shall be held in the month of December as dictated by the practical circumstances applicable at that time.
- At the AGM the meeting will:
 - i Receive the annual report of the President.
 - ii Receive the financial statements and the Treasurer's report.
 - iii Elect the Executive positions that will become vacant for the ensuing year. All positions, except President, are eligible for re-election after their term in office (the President will assume the role of Past President).
 - iv Consider any amendment to the constitution of which due notice has been given to all members. Any proposed change to the constitution must be received by the Secretary at least 14 days preceding the meeting in order that all members shall have sufficient notice of the proposal.
 - v Transact any other notified business.
- At least 21 days' notice shall be given to Club members of the date, venue and agenda items for the AGM.
- All registered members of the Club at the meeting who are aged 19 years or more shall have one vote. In the case of an equality of votes the President will have a second, casting, vote. Voting shall be by a show of hands except where the President decides voting shall be by ballot.

ARTICLE TEN: SPECIAL MEETINGS AND PROCEDURAL REQUIREMENTS

- All Special Meetings will be called by the President by notifying the Club members two weeks in advance whenever possible.
- A majority vote of the Club members present is necessary to pass ordinary measures. All measures shall be deemed ordinary except those proposing a constitutional and/or bylaw amendment.
- A quorum shall consist of 5% of the Club membership. The Club membership number used shall be the latest number provided by the membership coordinator. No official meeting shall be held unless a quorum is present.
- A constitutional and/or by-law amendment may be accomplished by $\frac{3}{4}$ vote of the Club members present at an official meeting. Notification must be given to publishing the proposed changes in a newsletter at least 10 days prior to an official meeting.

ARTICLE ELEVEN: EXECUTIVE MEETINGS

- The Executive of this Club shall meet once per month at a time deemed most convenient or as deemed desirable or necessary.

ARTICLE TWELVE: FINANCES

- Dues shall be determined by a majority of the Club members present at the AGM and shall not be changed more often than once a year.
- The fiscal year shall start on January 1st and end on December 31st.
- This is a non-profit organization. Dues and other monies received by the organization will be spent entirely for the operation and stated purpose of the organization.
- All funds belonging to the Club shall be deposited with a bank in an account that shall carry the Club title. The account shall operate on two signatories, one of whom will be the Treasurer and the other the President.
- Club members using Club funds for any purpose shall give a full and detailed record of expenditures to the Treasurer. The Treasurer shall be satisfied with such report before acceptance.
- Fees required for affiliation in a local, regional, or national organization or organizations, other than NLAA, shall be voted upon by the membership at the AGM.
- Other expenditures shall be approved by the Treasurer or as voted at an Executive and/or special meeting.
- A written fiscal statement of the club's assets, liabilities and other expenditures shall be reported to the Club membership at the AGM.

ARTICLE THIRTEEN: DUTIES OF THE EXECUTIVE

- The duties of the Executive shall be:
 - a. To conduct all club business between meetings.
 - b. To carry out functions, activities, and resolutions voted on by the club membership.

ARTICLE FOURTEEN: DISSOLUTION

- In the event of dissolution of this Club, the funds in the treasury, after settling all liabilities of the Club, shall be contributed to Basics for Babies NL or to another Club with similar sports purposes which is a member in good standing with NLAA, at the discretion of the Executive.

ARTICLE FIFTEEN: ALTERATIONS to the CONSITUTION

- The Constitution may be altered but only by a resolution passed by two-thirds of those present and voting at an AGM or a Special Meeting called for that purpose.

ARTICLE SIXTEEN: RATIFICATION

- These articles containing the constitution and by-laws shall be passed by a ¾ majority of the Executive present at the Executive meeting held on May 10th 2012.

Adopted May 10th 2012