VALLEY WOMEN’S RUNNING TEAM

**BYLAWS**

Created May 1998—Revised August 1999, 2003, 2010, January 2015

ARTICLE 1: **Purpose**

The purpose of the Valley Women’s Running Team (VWRT) (Team) is to provide an educational and recreational running program for people of the Mat-Su Valley. It is the responsibility of the organization to provide a healthy and fun running program for people of all abilities. Maintaining a women’s-only running group is a primary mission of VWRT, in addition to any other running groups formed under VWRT.

ARTICLE 2: **Liability and Protection**

This organization is of a recreational nature and, as such, those who participate shall acknowledge the hazards attendant in their participation. They shall in no way hold VWRT, its agents or representatives, liable for any injury that occurs as a result of their participation. The VWRT does not discriminate against people with regards to race, color, religion, or gender.

ARTICLE 3: **Administration**

The VWRT shall have a Board consisting of a President, Vice-President, Secretary, Treasurer, and three (3) members-at-large (voting members of the Board). A majority of the members of the Board constitutes a quorum for the transaction of business at any Board meeting. However, if less than the majority of the Board is present at a meeting, a majority of the directors present may adjourn or reschedule the meeting.

1. Board positions

**President:** The President shall be chairman of the Board of Directors and shall preside at all meetings of the Board and of VWRT. The President shall appoint members of standing or ad hoc committees. Committees may include members of VWRT. The President shall perform those other duties that may be assigned by the Board of Directors.

**Vice President:** In the absence of the President, or in case of inability to act, the duties of the President shall be performed by the Vice President. If the President is removed from office or resigns, the Vice President automatically becomes President for the balance of the President's term. In that event, the Board of Directors shall elect a member of the Board in good standing to fill the office of Vice President. The Vice President shall perform those other duties that may be assigned by the President or Board of Directors.

**Secretary:** The Secretary shall keep the minutes of the Board of Directors meetings and of VWRT meetings. The Secretary shall perform those other duties that may be assigned by the President or Board of Directors.

**Treasurer:** The Treasurer shall receive the membership dues, have custody of all funds belonging to VWRT, make disbursements and keep the necessary financial records. The Treasurer shall perform those other duties that may be assigned by the President or Board of Directors.

1. The Board has the authority to set up policies and procedures for VWRT.
2. Membership is required in order to be a Board Member of VWRT.
3. The Board shall be responsible for all budgeting and financial management of VWRT.
4. The VWRT Board members shall be elected by majority vote of all registered members in attendance at a designated meeting or by electronic vote. The method of voting will be determined, as needed, by the Board.
5. Each Board member shall serve a two-year term, with a limit of three (3) consecutive terms. Terms will be staggered so that three (3) members are elected each year.
6. Board members serve in a volunteer position and are not paid.
7. If a Board member resigns, the remaining Board members will appoint a member to serve out the remainder of his or her term. The appointed Board member will be eligible to serve up to three full terms in addition to completing the resigning member’s term.
8. Board officers will be elected by Board members.
9. The Coaching Staff will be responsible for providing the educational program for team members. The Coaches shall be hired by the Board on a yearly basis. A contract will be signed yearly by a VWRT Board member and the coach/coaches.
10. Coaching salaries will be negotiated, on an annual basis, with the coaching staff by the Board. Payment will be made by September 1 of each year.
11. All Board members are voting members.

ARTICLE 4: **Committees**

The Board may create standing (permanent) and/or ad hoc committees (temporary and special in nature that cease when an activity is completed) as deemed necessary by the Board for specific purposes or projects. The committees, under the direction of the Board, shall administer their specific programs.

1. At least one Board member will sit on a committee.
2. Non-Board volunteers can be members of a committee.
3. Committees may recommend policy for approval by the Board but will not participate as voting members on the Board.
4. Committees may request additional input from the Board.
5. Committees may meet at a rate that seems appropriate to accomplish work required. Minutes should be recorded for all committee meetings and submitted to the Board within one week after the date of the meeting.
6. Committee representatives are encouraged to attend and participate in Board meetings to report on the committee's work since the past Board meeting. If a committee member cannot be present at the Board meeting all committee business must be reported to the Board prior to the Board meeting.

ARTICLE 5: **Registration**

Any person, age 18, or older, interested in VWRT shall submit a signed Release Form designating his or her intent to participate in the program. At such time a Release Form is received, the prospective member may participate in two (2) practices before making a commitment to join and pay the non-refundable, non-transferable membership fee. Youth aged 16 and older may join and participate with their parent/legal guardian.

ARTICLE 6: **Membership**

Membership in VWRT will be based upon a fee that is established yearly by Board. This non-refundable, non-transferable fee is to cover educational (i.e. coaching) and administrative expenses. Membership in VWRT entitles all members to the following:

* Receipt of whatever offerings made available to team members.
* Access to information from the Coaches and Board regarding the time and location of VWRT activities.
* Allows members to vote on appropriate subjects that affect VWRT.
* Allows participants to fill a seat on the Board of Directors.
* Allows participation in VWRT committees.

Members are required to pay, in full, the required membership dues after two (2) free practices or will be dismissed from further participation in VWRT - unless previous arrangements are made with the Treasurer.

ARTICLE 7: **Meetings**

Written notice stating the place, day, and hour of any meeting of the Board of Directors or of VWRT membership shall be delivered personally, by mail, by electronic mail, or by telephone to each Director and member no less than three nor more than 15 days before the date of that meeting. Placement of the notice on the VWRT webpage constitutes written notice. Special or emergency meetings of the Board may be held upon 24 hours notice.

1. Annual Meetings: At least one meeting of the Members will be held each year. The purpose of the annual meeting will be to transact any and all business of VWRT including, but not limited to, the election of Board Members, changes to the Bylaws, maintaining existing or creating new committees, etc.
2. Regularly-scheduled Board Meetings: Board meetings will be held in February, June, and September of each year.
3. Additional Board Meetings: Additional meetings of the board may be scheduled as needed.
4. Board Meetings: Special meetings of the Board may be requested by the membership. Such a request must come from a minimum of 10% of the membership in order to schedule a special meeting. Such a request will be responded to within 3 to 15 days; a meeting will then be held within a month of the request.

ARTICLE 8: **Conduct**

**Board:** A officer of the Board may be removed from that office for unethical, dishonest, or other improper conduct by a vote of the members of the Board of Directors, only if the officer or director is given notice of the proposed removal from office and has an opportunity to be heard before the Board.

**Members:** Unsportsmanlike conduct, as deemed by the Board, will result in the potential removal from VWRT.

**Committees:** A committee may be terminated by the Board for failure to perform specific duties. Committee members may be removed from their position for unethical, dishonest, or other improper conduct.

ARTICLE 9: **Bylaws Changes**

Changes to the Bylaws must be approved by a majority vote of the members present at a designated meeting or who return ballots by mail or electronically prior to the designated meeting.

ARTICLE 10: **Finances**

The VWRT is a non-profit organization. Membership dues and other monies received by the organization will be spent entirely for carrying out the stated purpose of the organization. No part of the net earnings of VWRT shall inure to the benefit of its individuals.

ARTICLE 11: **Dissolution**

Unless otherwise provided by law, or the Articles of Incorporation, dissolution may occur by vote of three-fourths of the members of the Team in good standing in attendance at a regular team meeting, or at a special meeting called for that purpose. If the Team is dissolved by one of the procedures set out in this Article, then the property of the Team, after all obligations are met, shall be donated to the entity selected by the Board and approved by vote of three-fourths of the membership in attendance at the aforementioned meeting.