

**BYLAWS  
OF THE RESERVOIR DOGS RUNNING CLUB**

**I. TITLE**

The name of this Club shall be "The Reservoir Dogs" (hereafter referred to as "TRD" or the "Club")

**II. OBJECTIVES**

- A. The prime objective of the Club shall be the promotion and encouragement of distance running by fostering a running community that organizes weekly group running activities that will be posted publicly, including minimum standards, as well as frequent casual and formal social events.
- B. In furtherance of objective "II.A," the Club may hold, sponsor or participate in competitive races, lectures, fun runs, workouts, other athletic activities, educational activities, demonstrations, clinics and social events; may print and publish books, magazines, websites, articles and newsletters; and may present awards; and in addition, may do all such other things as may be conducive to the encouragement of distance running.
- C. Other objectives of the Club are to engage in community activities, and to publicize by appropriate means the benefits of distance running as a means of physical fitness.

**III. AFFILIATION**

This Club shall be a member club of the New York Road Runners Inc. ("NYRR") and the USA Track & Field Inc. ("USATF") including submission of annual dues and the club will adopt all measures as stated in the agreement between this Club and the NYRR as well as the USATF.

**IV. MEMBERSHIP**

After a brief trial period, individuals who wish to continue to participate in the activities of the Club shall submit an application for membership along with a waiver, in addition paying annual dues (paid every January 1). Membership shall not be restricted on the basis of race, creed, color, gender, sexual orientation or national origin. No person deemed to be a youth (under the age of eighteen in the state of New York) shall be permitted to become a Member. The Club reserves the right to deny membership to any prospective member who has previously violated the rules and

laws outlined in the Code of Conduct in section VII., at the discretion of the Club President. Individuals who have fulfilled all these requirements, including full and up-to-date payment of all annual dues, are referred to hereinafter as “Members”.

## **V. MANAGEMENT OR GOVERNMENT**

- A. The management of this Club shall be vested in a Board of Directors consisting of the following Appointed Officers (AO) and Elected Officers (EO), collectively referred to as “Officers” or “Club Council”. All candidates must obtain a plurality vote to become an Officer regardless of whether they are an AO or EO.

The President will appoint the Vice President (VP) and Treasurer, and the Club Council will conduct a vote to confirm or reject the selection, with a plurality vote needed for confirmation. In the case of staggered terms the understanding is that the VP would take over for the President when their term expires unless a majority of the Club Council votes that the VP should not become the next President. If both leave simultaneously or the VP is not approved as successor, then the Club Council will have a plurality vote to determine the newly opened positions.

Vacant EO positions will be announced publicly. Members will be encouraged to submit their names if interested in serving as an EO. The Club Council will review all interested Members and conduct a plurality vote on them. The Club Council has the ability to consider, recruit, and/or nominate candidates prior to any vote. The Club will not open the voting to general Members nor have candidates run campaigns against one another.

### **B. Appointed Officers and Duties:**

1. President - to preside over meetings, represent this club in the NYRR and USATF and to represent the club in all dealings.
2. Vice-President - to assume the powers of the President in their absence, and to take on special assignments as requested by the President.
3. Treasurer - to administer all financial dues and to have authority to sign or disburse necessary appropriations, as directed by the President or VP. The Treasurer will always act with a fiduciary duty in all financial dealings with the club and will ensure the Club maintains its not-for-profit status and objectives.

### **C. Elected Officers:**

1. Elected Officers may include, but are not limited to:
  - a. Speed Coordinator and Leaders
  - b. Weekly Run Coordinators (Currently Monday, Thursday and Saturday but subject to change)
  - c. Memberships and Social Media Coordinators
  - d. Social Event Coordinators
  - e. Website/Technology Coordinators
  - f. Marathon Training Program Coordinators
  - g. Any other officer positions the President deems necessary and the Club Council votes upon

#### D. Eligibility

1. Elected Officers may be elected or appointed to unlimited successive terms in any single role.
2. Only those who have been Members of this Club for at least six months prior to appointments or elections may become Officers of the Club.

#### E. Term of Officers

1. Terms of Officers shall expect to be, but not necessarily required to be a minimum of two years.

#### F. Bylaws Amendments

- a. An amendment of these bylaws may be accomplished by a two-thirds vote of the Officers present at the meeting at which the Club shall vote on such bylaw amendment.
- b. All Members must be notified of meetings at which the Club will vote on bylaw amendments at least seven calendar days prior to such meetings. A notice on the Club's website or message board will be considered sufficient notification of such a meeting.

## G. Officer Meetings

1. Meetings will be held at least semiannually and more frequently if called by the President.

## VI. FINANCES

- A. Dues shall be as determined by a majority of the Officers present at an official meeting and shall not be changed more often than once per year.
- B. The Club will not seek to earn a profit. Dues, entry fees, and other monies received by the Club will be spent entirely for carrying out the stated purposes of the Club.
- C. No part of the net earnings of the club shall inure to the benefit of any individual Officer or Member of the Club.
- D. This Club shall be empowered to participate in fundraising activities in accordance with section 501(c)(3) of the Internal Revenue Code.
- E. All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Club are signed by authorized officers or employees and in accordance with policies and procedures adopted by the Board. All monies for the Club are deposited to the credit of the Club in banks that are members of or whose deposits are insured by the Federal Deposit Insurance Corporation or other government insurance agency.
- F. No Club funds may be deposited in the personal account of a member of the Board.
- G. The treasurer reviews the status of the general fund at least quarterly. At the same time, he/she reviews a forecast of estimated deposits and disbursements for the succeeding quarters. If the president and the treasurer determine that the balance of general funds exceeds the amount required for routine operating expenses, then the excess funds may be invested as authorized by the Board.

## VII. CODE OF CONDUCT

All members will be required to follow all rules of the NYRR, USATF, and any race or event in which they participate including local traffic/pedestrian laws. Members shall always reflect positively on the Club by acting in a positive, respectful and safe manner to team members, all other participants, and all race employees, volunteers, spectators and passersby. Runners who join the Club are attesting that they are legally an adult, which in the state of New York is eighteen, and that they have agreed to the terms and conditions of joining which are located here:

<http://thereservoirdogs.com/terms/>.

Members shall create and maintain a hospitable and comfortable environment for their teammates and guests. Members are expected to respect the race, creed, color, gender, sexual orientation or national origin of all other runners. Any act whether physical, verbal, or visual that can be construed as harassment or discrimination will not be tolerated.

Members are responsible to ensure that this Code of Conduct is followed and are expected to report any inappropriate action(s) or behavior(s) to a Club Officer. Violations of this Code of Conduct can result in a written warning and/or a temporary or permanent ban from the Club by a majority vote of the club officers. The Club Council will allow the accused member(s) an opportunity to be heard in person or in writing, prior to the levy of any sanctions.

## **VIII. TAX STATUS AND DISSOLUTION**

No part of the net earnings of the Club inures to the benefit of, or is distributable to, its members, trustees, officers, or other private persons; except that the Club may pay reasonable compensation for services rendered and may make payments and distributions in furtherance of the objectives set forth in Article II. No substantial part of the Club's activities can be the carrying on of propaganda or otherwise attempting to influence legislation. The Club may not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of any candidate for public office.

Regardless of any other provision of these articles, the Club may not carry on any other activities not permitted to be carried on by a corporation (a) that is exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or (b) contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

In the event of dissolution of the Club, the funds in the treasury, after all creditors have been paid, shall go to 501(c)(3) nonprofit organizations with a similar purpose to the Club's as determined by a majority vote of the Officers.