

By-Laws of Montgomery County Multisport Club, Inc.

This is the current version of the By-Laws of the Montgomery County Multisport Club, Inc.

These By-Laws are enacted by unanimous vote of membership December 13, 2008.

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By-Laws of Montgomery County Multisport Club, Inc.

ARTICLE I. NAME

The name of the association shall be "Montgomery County Multisport Club, Inc." herein after referred to as MOCO.

ARTICLE II. PURPOSES

The purposes of MOCO shall be:

1. To educate the community, promote and encourage health and physical development through the practice of multisport and its respective athletic disciplines, which include but are not limited to swimming, bicycling, and running.
2. To foster athletic competition, hold championships, races, social workouts; sponsor lectures, demonstrations and social events; print and publish books, magazines and newsletters; make awards; and do these and such other things as may be conducive to the promotion of health and encouragement of multisport athletics.
3. To engage in community activities, publicize by appropriate means the benefits of multisport and to coordinate with other organizations advocating multisport athletics as a means of physical fitness.
4. To further the principles of Ohana, Kokua, and Aloha (as codified by State of Hawaii Revised Statutes Section 5-7.5).
 - A. Ohana: the welcoming of other persons into our circle of aloha. Ohana is comprised of all the persons with whom we connect in our pursuit of multisport athletics, and includes, but is not limited to, our fellow club members, athletes, spectators, volunteers, officials.
 - B. Kokua: the duty to aid and assist others without expectation or obligation.
 - C. Aloha: the spirit of goodwill to be projected into the world.
5. To engage in such other lawful and charitable purposes available to it as defined by applicable federal, state, or local law or Internal Revenue Service regulations.

ARTICLE III. AFFILIATION

MOCO shall be affiliated with USA Triathlon or such successor national governing body of multisport athletics as defined under the Amateur Sports Act, and all measures adopted by that body must be considered by this organization.

ARTICLE IV. MEMBERSHIP (Ohana)

Section 1. Eligibility

Membership is open to all persons and becomes effective upon completion of the Application for Membership and the payment of the prescribed membership dues in accordance with the dues structure currently in force.

Section 2. Types of Membership

A. There shall be two types of paid membership -- individual and family. MOCO may award free membership(s) at any time (e.g., for Athlete of the Year).

B. The first name listed on a family membership application shall be considered the prime member. The prime member shall be the addressee on MOCO correspondence, newsletters, etc. Family members shall have the same rights and responsibilities as individual members.

C. The third type of membership shall be a Lifetime (Kahuna) membership. Kahuna membership shall be a specific honor bestowed by MOCO for exceptional and unique contributions to multisport and to MOCO. There shall be no more than two individual honorees in any single calendar year. The Board of Directors shall establish the criteria and the rules under which such honorary lifetime membership may be awarded. The Board may also establish procedures for awarding Kahuna membership to persons making outstanding contributions to MOCO in its inception phase.

Section 3. Responsibilities of Membership

All members are expected to further the purposes of MOCO as stated in Article II, and contribute to MOCO goals and activities through participation in club events.

Section 4. Termination of Membership

Membership shall be terminated for failure to pay the prescribed dues at time of renewal. A sixty day grace period will be permitted before deletion from the membership rolls.

ARTICLE V. FINANCES

Section 1. Dues

The dues structure shall be determined by a majority of the Board of Directors and shall not be increased more than once per year.

Section 2. Fiscal Policies

A. Fiscal Year - The fiscal year shall run from January 1 to December 31.

B. Non-Profit Status - MOCO is a non-profit organization. Dues, entry fees, and other monies received by the organization will be spent entirely for carrying out the stated purposes of the organization. No part of the net earnings of the club shall inure to the benefit of any individual member.

C. Accounting for Expenditures - Members using MOCO funds for any purpose shall give a full accounting of expenditures to the Treasurer.

D. Fund Raising - MOCO shall be empowered to participate in fund raising activities.

E. Check Signatures - Checks and/or electronic debits issued for over \$500 by MOCO shall require the written documented approval (e-mail or otherwise) and/or signature of two officers.

G. Annual Budget - The Board of Directors shall, at the Annual Budget Meeting, present for membership approval a proposed budget for the next fiscal year.

Section 3. Dissolution

In the event of dissolution of MOCO, the funds in the treasury, after all creditors have been paid, shall be distributed to one or more not-for-profit Section 501(c)(3) organizations.

ARTICLE VI. MANAGEMENT AND ORGANIZATION

Section 1. Management

The management of MOCO shall be vested in a Board of Directors which has the responsibility and authority to conduct the business of MOCO as provided for in the Constitution and By-Laws.

Section 2. Composition of the Board of Directors

The Board of Directors shall consist of the officers President, Vice-President, Secretary, Treasurer, and one member at large.

Section 3. Election of Board Members and Term of Office

Members of the Board shall be elected in accordance with the procedures contained in Article VIII, Elections. They shall take office at the conclusion of the Annual Business Meeting at which they are elected and shall hold office until successors have been duly elected and take office or until a Member resigns or is removed. The term of office shall be one year, and an Officer shall not be elected to the same office more than three consecutive terms.

Section 4. Qualifications of Directors

Directors must be members of MOCO and be at least 18 years of age.

Section 5. Vacancies

If any position on the Board shall become vacant for any reason, the President with the approval of the Board of Directors shall appoint a person to fill the unexpired portion of the term.

Section 6. Removal of an Officer or Director

The Board of Directors may remove from office an officer or director who in its judgment is not performing the duties of the office and/or assigned responsibilities or whose conduct has been judged to be prejudicial to the best interests of MOCO. The board member under consideration for removal shall be given written notice by an officer at least 30 days prior to the meeting at which time the removal is to be voted upon together with a written statement detailing the reasons upon which the removal is proposed. This statement shall be signed by at least three members of the Board then in office. The member in question shall be permitted to present a rebuttal before the Board. The member in question shall be removed upon a majority vote of the remaining total membership of the board.

Section 7. Duties of Officers

A. President - shall preside at meetings, represent MOCO in USA Triathlon and other organizations, call special meetings, appoint committees and chairpersons thereof.

B. Vice President - shall assume the powers of the President in his or her absence and take on special assignments as requested by the President.

C. Secretary - shall record the minutes of meetings and keep a file of such minutes and, when requested by the President, accept assignments involving correspondence and the keeping of records.

D. Treasurer - shall administer all MOCO finances, maintain a current status of accounts, disburse funds as directed in accordance with requirements of Article V, Section 2, Paragraph G, and prepare an annual financial report and annual budget for presentation at the Annual Budget Meeting.

Section 8. Committees

A. Committees necessary for the management of MOCO shall be determined by the Board of Directors, and their respective chairpersons shall be appointed by the President in consultation with the other Members of the Board. Members of such committees may be named by the President or the designated chairperson.

Section 9. Miscellaneous Terms

"Notice" under this and all other sections of these bylaws may be by email or any other electronic means as determined by the Board.

ARTICLE VII. MEETINGS

Section 1. Annual Business Meeting

An Annual Business Meeting of the members shall be held prior to December 1 each year at a date, time and place determined by the Board of Directors. At the Annual Business Meeting the members present shall elect officers and directors and shall transact such other business as properly may be brought before the meeting, including those items defined in Section 2 below under Business Meetings.

Section 2. Annual Budget Meeting

An Annual Budget Meeting of the members shall be held prior to December 1 each year at a date, time and place determined by the Board of Directors. The Board of Directors shall present for membership approval a proposed budget for the next fiscal year and shall transact such other business as may be properly brought before the meeting, including those items defined in Section 3 below under Meetings. In the event of inclement weather forcing cancellation of the meeting, the meeting shall be rescheduled as soon as practicable.

Section 3. Meetings

Items of business that may only be transacted at the Annual Budget Meeting, Annual Business Meeting or Special Meeting include modification to the By-Laws as specified in Article X, changes in the dues structure, and proposed expenditures that would likely cause MOCO to exceed the approved total budget for the fiscal year.

Section 4. Board Meetings

Meetings of the Board of Directors shall be held on a bi-monthly basis unless a majority of the Board waive the requirement for a specific month. Board meetings shall be called by the President. The Board may act on all club business except for those items of business reserved for The Annual Business Meeting, Annual Budget Meeting, or a Special Meeting.

Section 5. Special Meetings

Special Meetings may be called by the President, by petition to the President in writing and signed by three members of the Board of Directors, or by petition to the President in writing and signed by ten club members age 18 or over or one-half of the current membership, whichever is fewer. The written petition must list the subject or subjects of the meetings and the rationale for calling a Special Meeting. At a Special Meeting the discussion can only pertain to the subjects for which the meeting was called.

Section 6. Meeting Notification

Members will be give fifteen days notice of the Annual Business Meeting, Annual Budget Meeting, and Special Meetings. The subject or subjects of a Special Meeting shall also be included in the notification.

Section 7. Quorum

The greater of three members or 15% of all eligible members age 18 or over shall constitute a quorum at the Annual Business Meeting, Annual Budget Meeting or Special meetings of MOCO. Three directors constitute a quorum at a Board of Directors meeting.

Section 8. Voting on Proposals

For any proposal to be brought to a vote a motion by a member must be made and seconded. To be adopted, a motion must receive a majority of votes of those members present and voting. Only members age 18 and over are eligible to vote.

Section 9. Parliamentary Authority

Robert's Rules of Order Newly Revised shall be the parliamentary authority of MOCO except where superseded by these by-laws or by special rules of order which may be adopted by MOCO.

ARTICLE VIII. ELECTIONS

Nominations shall be accepted from the floor from any member who has notified the president at least seven days prior to the Annual Business Meeting that he or she wishes to run. This nomination does not require to be seconded.

Section 3. Voting

Members age 18 years and older who are present at the meeting are eligible to vote. Election shall be by plurality of the members voting. A secret ballot shall be used.

ARTICLE IX. PUBLICATIONS

The Board of Directors shall exercise general policy control and direction of any publications, editorial, or advertising which MOCO may issue.

ARTICLE X. AMENDMENTS TO THE BY-LAWS

These By-Laws may be amended by a two-thirds vote of the members present and voting at the Annual Business Meeting, Annual Budget Meeting or Special Meeting providing that at least fifteen days written notice of the proposed change is given to the members.

ARTICLE XI. EFFECTIVE DATE

This Constitution and By-Laws, as amended, are effective as of their date of enactment.