

Tuscaloosa Triathletes Constitution and Bylaws

(Adopted 11/06/05)

ARTICLE I: CLUB NAME

The official name of the club is "Tuscaloosa Triathletes" (herein referred to as "Tuscaloosa Triathletes" or "the club").

ARTICLE II: CLUB PURPOSE

Section 1: The Tuscaloosa Triathletes is a nonprofit club dedicated to the pursuit of triathlon, general physical fitness, and the representation of the sport of triathlon within the community. The club offers support to people who train for and participate in the sport of triathlon, and works to increase the variety of training and racing options in west-central Alabama. The club welcomes people of all levels of interest, experience and ability in the sport of triathlon.

ARTICLE III: CLUB MEMBERSHIP

Section 1: Membership shall be open to any individual who shares in the common purpose of the Tuscaloosa Triathletes. Membership shall be granted without discrimination upon basis of race, creed, color, religion, age, sex, national origin, and physical or mental handicap.

Section 2: All members are required to sign a club waiver.

Section 3: Each member shall be required to pay annual dues which shall expire on December 31 of the year following payment. Dues are non-refundable. Dues are subject to change upon recommendation of the Treasurer and voted on by the Board.

Section 4: Tuscaloosa Triathletes events, meetings and activities may generally be limited to club members and guests.

Section 5: All members must display ethical conduct and sportsmanship at all times and agree to abide by the Rules of Conduct for Swimming, Cycling, and Running as outlined in Articles IV, V, and VI of the USAT Rule Book (http://www.usatriathlon.org/Rules_Officials/rules.htm) as they apply to club activities.

ARTICLE IV: CLUB OFFICERS

Section 1: Four officers and a maximum of seven Board members-at-large, as elected by the general membership of the club, shall comprise the club Executive Board. Terms of office and qualification requirements are set forth in Article VII.

Section 2: The officers are:

- a) President – official contact person and representative for the club; presides over meetings; may appoint to fill Board vacancies until the next meeting of the Board; issues call for special meetings when necessary; and has such other powers and duties as may be prescribed by the Board.
- b) Vice President – acts as president in the absence of the president.
- c) Secretary – keeps accurate minutes at officer's meetings; keeps all members informed of club developments; prepares special announcements, flyers, and other communications on behalf of the club.

- d) Treasurer – collects club member’s dues, pays club debts, approves club expenditures, responsible for club bank account, keeps accounting records, and provides financial report to the Board upon request.
- e) Members-at-large – participate in Board meetings and vote on club policies. Other duties to be determined by the Board.

Section 3: The Executive Board can appoint committees and committee chairman as needed for club business or activities.

Section 4: The Executive Board has the power to use club funds in a discretionary manner. All club expenditures are subject to the approval of a majority of the club officers.

Section 5: The Executive Board is authorized to contract with an approved licensed insurance authority for club liability or officer and director insurance.

ARTICLE V: INCOME AND FISCAL YEAR

Section 1: No part of the net income or net assets of the club shall inure to the benefit of, or be distributable to, its directors, officers, members or other persons. However, the club is authorized to pay reimbursement for services actually rendered and to make payment and distributions in furtherance of its tax-exempt purposes.

Section 2: Tuscaloosa Triathletes shall operate on a calendar year basis, commencing on January 1 and ending on December 31 of the same calendar year.

ARTICLE VI: MEETINGS

Section 1: Executive Board Meetings shall be held at least quarterly and may be combined with general membership meetings. Dates, times and locations shall be determined by the Board. There must be at least four Board members present to have a quorum. All Board meetings are open to the membership and shall be announced at least seven days prior to the meeting.

Section 2: General Membership Meetings shall be held at least quarterly and may be combined with Board meetings or club events. Dates, times and locations of general membership meetings are to be announced at least seven days in advance.

ARTICLE VII: ELECTIONS

Section 1: The President shall establish a nominating committee at the September Executive Board meeting. The nominating committee shall consist of one Executive Board member and one current club member at large. The committee shall ask for nominations from the floor of the September and October meetings. The committee shall prepare a slate of officers for presentation at the November meeting and request final nominations from the membership. The slate of officers will be presented to the membership at the December meeting for approval from the membership.

Section 2: To be considered as a candidate for president, the individual must have been an active club member for the previous year and have actively served either on a club committee or on the Board. Candidates for any board position, other than president, must have been active members of the club for a minimum of one year and should be able to attend a majority of Board meetings and club events.

Section 3: The term of office for all Board members is from January 1 until December 31 of the calendar year. These Board members may be re-elected without limitation on the number of terms served and may serve consecutive terms.

Section 4: Board members may be removed, with or without cause, at a meeting by a majority vote of the Executive Board members then in office, subject to a veto by a petition of a majority of current club members submitted within 30 days of a removal. Board members may also resign.

Section 5: A vacancy in any office, or new board positions that are created, may be filled by Board appointment for the unexpired portion of the term.

ARTICLE VIII: AMENDMENTS

The Constitution and Bylaws may be amended or repealed, and new bylaws may be adopted. Proposed amendments will be recommended by the Board, and shall be voted on by the members present at the meeting and shall pass upon a simple vote of a majority of the members present.

ARTICLE IX: NON-PROFIT DESIGNATION

Section 1: No part of the income or profit of the Tuscaloosa Triathletes is distributable to its members, directors, or officers.

Section 2: The Board shall apply for 501(c)(3) tax-exempt status prior to January 2006.

Section 3: In the event of dissolution of the Tuscaloosa Triathletes, the net assets of the club shall not inure to the benefit of any private shareholder, individual or corporation but shall, after all creditors have been paid, be distributed to one or more organizations organized and operated exclusively for charitable, educational, or other purposes as shall at the time qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, as determined by the Board.

ARTICLE X: MISCELLANEOUS

Section 1: This Constitution and Bylaws shall comply with all applicable state and federal regulations.

Section 2: This Constitution and Bylaws will take effect November 7, 2005, and shall take precedence over any and all previous Constitution and Bylaws of the club. All former Constitution and Bylaws are hereby repealed.

As amended, November 7, 2005.