

Constitution of the Mid-Florida Milers Walking Club

10 December 2005

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Updated and Revised August 2011

Updated and Revised August 2016

Updated and Revised October 2019



**CONSTITUTION
OF THE
MID-FLORIDA MILERS WALKING CLUB**

ARTICLE I. NAME

Section 1. The name of the organization shall be the Mid-Florida Milers Walking Club, hereinafter referred to as The Club.

Section 2. The Club shall be a member of the American Volkssport Association (AVA) which is in turn a member of the Internationaler Volkssportverband e.V. (International Federation of Popular Sports) a.k.a. IVV.

Section 3. Nothing in the following articles of this Constitution or its By-Laws is designed to be in conflict with existing rules of the AVA and IVV. If an article is construed as being in conflict with or in direct violation of an existing or new regulation published by the governing bodies, the directives from the higher body shall take precedence.

ARTICLE II. OBJECTIVE

Section 1. The objective of The Club shall be to promote and encourage walking and related activities for the improved morale, welfare, and physical condition of its members and all other interested persons.

Section 2. The Club shall be a non-profit organization.

ARTICLE III. AUTHORITY

Section 1. The Club shall operate under this Constitution and its By-Laws.

Section 2. The Club shall function in accordance with the rules and regulations established by the IVV, AVA, and their respective Executive Councils. All meetings of The Club shall be conducted in accordance with Robert's Rules of Order.

ARTICLE IV. MEMBERSHIP

Section 1. Membership in The Club is open to all persons, 18 years of age or older, who are interested in the purpose of The Club and desire to participate in its activities, provided they pay the appropriate annual dues.

Section 2. No discrimination shall be made concerning sex, race, age, color, ethnic origin, sexual preferences or religious preferences of members, any prospective members or any participant in Club sponsored activities

Section 3. Members whose dues are current (i.e. members in good standing) may vote, hold office, propose motions and petitions or otherwise participate in the business affairs of The Club.

All members of The Club are encouraged to:

- a. Promote to the best of their abilities the objectives of The Club;
- b. Participate in the activities of The Club on a regular basis, to the extent they are able;
- c. Obey the provisions of the Constitution and the By-Laws.
- d. Pay annual dues as well as any special assessments approved by the general membership

ARTICLE V. DUES

Section 1. Annual dues shall be paid by all members on a fiscal basis, dues being payable by the beginning of the fiscal year. First time members paying dues other than at the beginning of the fiscal year will pay a prorated amount.

Section 2. There will be no initiation fee assessed.

ARTICLE VI. OFFICERS AND DIRECTORS

Section 1. The elected officers shall consist of: President, Vice-President, Secretary, and Treasurer. Duties and responsibilities of these officers shall be as delineated in the By-Laws.

- a. The term of office for each position shall be two years, with the President and Secretary elected in even numbered years and the Vice-President and Treasurer in odd numbered years.
- b. Nominations for these offices shall be presented at the yearly general membership meeting of the appropriate election year.
- c. Elections shall be the first order of new business at the yearly general membership meeting. The membership present at the meeting shall elect new officers by a simple majority vote of members in good standing
- d. All elected officers shall take office at the next scheduled board meeting. The meeting should be held within two months of the election.
- e. In the case of the vacancy of the Presidency, the Vice-President shall automatically succeed to the office of the President. In such case, the office of Vice-President shall be filled by appointment by the Board of Directors until the next scheduled election is called. The Board of Directors shall similarly fill vacancies in other elective offices.

Section 2. The Board of Directors shall consist of the four elected officers.

- a. Meetings of the Board of Directors shall be held at the call of the President but not less than quarterly.
- b. A quorum of the Board of Directors shall consist of 50%+one member of the Board.
- c. A majority of a quorum of the Board of Directors must approve any motion at a Board meeting.
- d. A decision of the Board of Directors may be overridden only upon a vote of 2/3 of those eligible voting members present at a general membership meeting or from those not present but who have filed a proxy vote with the President prior to the meeting.
- e. The authority of the Board of Directors shall be commensurate with their responsibilities, except as otherwise stated or prohibited in this Constitution and By-Laws.

Section 3. Standing Committees/Volunteers and their possible respective responsibilities are as provided for in the By-Laws. Chairpersons of Standing Committees shall be appointed by and be responsible to the President during the term of office of that elected official.

Section 4. Any elected officer may be removed by a recall petition instituted by any voting member and signed by at least 20% of the voting membership. To become effective, the petition must be approved by 2/3 of the voting membership attending a special or general meeting of the membership when the petition is presented.

ARTICLE VII. MEETINGS

Section 1. A meeting of the General Membership shall be held at least once a year, before 31 May, at a time and place agreed upon by the Board.

Section 2. Special meetings of the general membership may be called by the Board of Directors or voting members who present a petition signed by at least 15 members to the President. At least two weeks notification to the voting membership must be made by email or U.S. Mail. The subject of the meeting must be addressed in the petition.

Section 3. A quorum is 25% of the memberships (family and individual memberships have one vote). The Secretary, using the most current membership information will determine the number of eligible members at any general or special meeting to determine the voting requirements.

ARTICLE VIII. AMENDMENTS/REVISIONS

Section 1. This Constitution may be amended or revised by a majority vote of voting members comprising a quorum at a general membership meeting. No amendments or revisions shall be voted on without at least two weeks advance notice by email or U.S. Mail being given to all voting members along with directions for obtaining a copy of the proposed amendment or revisions. A copy of the proposed amendment or revisions will be placed prominently on the club website for members review or sent via email or regular mail, if requested.

Section 2. The By-Laws, which implement this Constitution, may be amended or revised by a majority vote of the entire Board of Directors providing such amendment does not conflict with this Constitution. A copy of the amendment or revisions shall be provided to all voting members at the earliest opportunity.

ARTICLE IX. GENERAL PROVISIONS

Section 1. The membership is responsible and accountable for the authorized expenditures of any moneys received into or generated by The Club's Treasury and special activities. This authority is vested in the Treasurer who will act on behalf of the membership unless such action is not upheld by the membership.

Section 2. All liabilities shall be satisfied if and when The Club is dissolved. The membership shall not be financially liable for the organization's obligations, which cannot be covered by The Club's treasury, as directed in ARTICLE X.

ARTICLE X. DISSOLUTION

Section 1. The club may be dissolved at any time upon the recommendation of a majority of the Board of Directors and with the approval of at least 2/3 of the voting membership present at a meeting announced specifically for that purpose. The Board of Directors will call a special dissolution meeting to take place at least 30 days prior to the proposed dissolution date. Members will be notified by email or US Mail of the dissolution meeting no less than 2 weeks prior to the meeting date.

Section 2. Prior to final dissolution, all funds and properties in excess of liabilities and expenses of dissolution shall be distributed as determined by the Board of Directors and approved by a majority of the voting members present at the last meeting of The Club.

ARTICLE XI. ADOPTION AND EFFECTIVE DATE

This Constitution shall become effective upon adoption of an affirmative vote of a majority of the voting members comprising a quorum at the first general meeting following their publication.

APPROVED BY THE GENERAL MEMBERSHIP ON: October 5, 2019

AUTHENTICATED BY: *Rosemary S. Berna*
Rosemary Berna, President