

BYLAWS: GIRLS ON THE RUN OF THE HIGH COUNTRY

ARTICLE I

NAME

This organization shall be known as “Girls on the Run of the High Country” hereinafter referred to as “GOTR- HC.”

ARTICLE II

STATEMENT OF PURPOSE

It is the purpose of GOTR-HC to educate and prepare girls for a lifetime of self-respect and healthy living through an interactive learning program that combines training for a running event with life-changing, self-esteem-enhancing, confidence-building lessons and activities that encourage emotional, social, mental and physical development.

AFFILIATION. GOTR-HC is a program of Appalachian State University (the “University”), and all policies and guidelines adopted by the University must be complied with by GOTR-HC. Additionally, all budgetary and legal matters must strictly adhere to the policies of the University and the State of North Carolina.

TERRITORY. GOTR-HC is approved by Girls on the Run International (“GOTRI”) to operate the program in Alleghany, Ashe, Avery, Wilkes and Watauga Counties. Expansion into other counties requires an application and approval from GOTRI.

ARTICLE III

ADVISORY BOARD

GENERAL. The Advisory Board (the “Board”) is the governing authority of GOTR-HC and has oversight over the management of the affairs of GOTR-HC. It provides leadership by setting policies, financial oversight, strategic planning, fundraising, monitoring program delivery, elevating GOTR-HC’s public image, and making suggestions regarding staffing.

Any actual hiring of employees will be made by the Director of GOTR-HC in compliance with University policies.

ELECTION. Each Board member shall serve a two-year term and may serve up to three consecutive terms. New members shall be elected by a majority vote at a meeting with a quorum of the Board members serving at the time of the election. Each Board member shall hold office until the election and her respective successor begins or until her resignation or removal, except as otherwise provided. (*Please note: Feminine pronouns used herein shall be construed to include either gender.*) Election of officers will take place at the May Advisory Board meeting and appointments will begin with the August meeting.

NUMBER. The number of Board members of GOTR-HC shall be at least nine but no more than twelve with the goal of achieving the maximum number. However, in the event of a vacancy, if necessary to maintain the nine-member minimum, the remaining Board members may continue to conduct business until such time as the vacancy is filled by a majority vote at a meeting with a quorum of Board members.

RESIGNATION/VACANCIES. Any Board member may resign at any time by giving written notice of such resignation to the Board. Vacancies in the Board for the unexpired portion of the term of the member resigning, must be filled if necessary to maintain the nine-member minimum of Board members.

CONTRACTS AND SERVICES. The Chairperson, Vice Chairperson, or Treasurer may recommend contracts for approval by the University on behalf of GOTR-HC. No individual member or officer may enter into contracts or otherwise legally bind GOTR-HC. Any contracts or services will be entered into by the person designated by the University to have signature authority for GOTR-HC.

REMOVAL OF A BOARD MEMBER. At any meeting, with the notice required under these bylaws to all members, any member may be removed from the Board by the affirmative vote of 75% of the members present at a meeting with a quorum, whenever, in their judgment, the best interest of GOTR-HC will be served. The member proposed to be removed shall not vote and shall not be considered as part of the quorum.

DIVERSITY AND GEOGRAPHIC DISTRIBUTION. It is the goal of the GOTR-HC to be as inclusive as possible in both the Board and the organization as a whole, and there shall be no discrimination based on race, color, national origin, religion, sex, gender identity and expression, political affiliation, age, disability, veteran status, genetic information or sexual orientation. All attempts will be made to have representative geographic distribution of Board members to align with the GOTR-HC territory.

ARTICLE IV

OFFICERS and REPRESENTATIVES

ELECTION. Each officer shall be elected at the May Advisory Board meeting and serve one 2 year term. At the end of their term, officers are eligible for re-election.

NUMBER. There shall be four officers of the Board: a Chairperson, Vice-Chairperson, Secretary, and Treasurer. The same person may not hold two offices.

REMOVAL OF AN OFFICER. At any meeting, with notice required under these bylaws to all members, any officer may be removed from their position by the affirmative vote of 75% of the members present at a meeting with a quorum, whenever, in their judgment, the best interest of GOTR-HC will be served thereby. The member proposed to be removed shall not vote and shall not be considered as part of the quorum.

VACANCIES. If any office of the Board of GOTR-HC becomes vacant by death, resignation, retirement, removal, disqualification, or any other cause, the majority of the members present at a meeting with a quorum may elect an officer to fill such vacancy for the remainder of the term.

CHAIRPERSON. The Chairperson of the Board shall preside at all regular and special meetings and shall be generally responsible for the efficient administration of all Board activities. In order to be elected as Chairperson, a candidate must have served at least one term as a Board member. If a Chairperson resigns or is removed from position, a new Chairperson can be elected by majority vote of the members present at a meeting with a quorum.

VICE-CHAIRPERSON. At the request of the Chairperson, or in the event of her absence or disability, the Vice-Chairperson shall temporarily perform the duties and possess the powers of the Chairperson. The Vice-Chairperson shall solicit nominations for officer positions and present a list of potential candidates at the May Advisory Meeting for election.

SECRETARY. The Secretary shall be responsible for maintaining proper records of all Board business. She shall assure that the minutes of all meetings are recorded and distributed and shall keep a record of all meeting minutes. She may officially correspond and receive correspondence on behalf of the members.

TREASURER. The Treasurer shall have oversight of all funds, property, and securities of GOTR-HC, subject to such regulations as may be imposed by the University. The Treasurer shall have direct and frequent contact with the assigned Budget Officer for the University and must reconcile funds prior to Board meetings.

EX OFFICIO-We will have three designated ex-officio positions including, but not limited to: Council Director, Program Director, and Director of the Blue Cross of North Carolina Institute of Health and Human Services.

COUNTY REPRESENTATIVES AT LARGE. In order to meet fundraising, advocacy and special interest needs of the entire Board, we will strive to have one Board member that resides in each of the counties aligned with the GOTR-HC territory. The county representatives will help elevate and promote the GOTR-HC presence in their respective locations.

ARTICLE V

COMMITTEES

The Board has the authority to create committees and task forces, appoint members to such committees and task forces, and dissolve committees and task forces as it deems appropriate to carry out the mission of GOTR-HC. The Board will recommend the duties and responsibilities and outcomes of the committees. Each committee shall have at least one member of the Board as a member of the committee and may appoint other committee members that are not members of the Board.

Committees currently in place are the following:

- **5K:** The ZAP Fitness GOTR-HC 5K is a non-competitive 3.1 mile running event to celebrate the program participants' completion of the GOTR-HC 12 week curriculum. This bi-annual event is held in the spring and fall at the conclusion of the GOTR-HC program.

The committee is responsible for coordinating two 5K runs each year, one in December and one in May. This committee will meet September to December and February to May to plan these events.

- **Program Delivery:** The Program Delivery committee shall be responsible for assisting in securing new locations, coaches and participants for GOTR-HC. It shall ensure the lessons of the GOTR-HC curriculum are delivered effectively to each site. In order to ensure this, the committee shall have a close working relationship with the GOTR-HC Director, Site Coordinator and other necessary affiliates of GOTR-HC. The Program Delivery committee will meet approximately 6 times throughout the year.
- **Luck o' the Lassie (LOL):** This committee shall be responsible for organizing and conducting the annual event associated with the St. Patrick's Day Holiday. The

purpose shall be to raise funds to support GOTR-HC and increase awareness of GOTR-HC in the community. The committee shall assist in determining location and details of the event, soliciting donations, selling tickets, recruiting necessary volunteers and any other duties necessary for the event and will meet monthly from November to March.

- **High Country Triple Crown (HCTC):** The High Country Triple Crown is an adult running race series that benefits GOTR-HC. The HCTC consists of three races varying in difficulty and terrain. The series includes the Cub (7miles), the High Country Half Marathon (13.1 miles) and the Knob (2 miles). All races are open to the general public to participate. Each race recruits volunteers from the University and surrounding community.

This committee is responsible for coordinating the races in the HCTC race series, these races are in June, August, and October each year. This committee will meet March to October to plan these events.

- **Philanthropy/marketing:** In order to be able to offer the GOTR-HC program to participants at a reduced cost, it is necessary to insure that private funding is secured through donations and gifts. This committee will meet quarterly. The philanthropy committee strives to:
 - Seek out new possible sponsorship opportunities.
 - Develop a list of prospective sponsors to contact and then determine who will contact that business or individual.
 - Create and maintain a strong relationship with sponsors throughout the year.
 - Make certain that all potential sponsors and prior sponsors are contacted early enough to get the most recognition, either on the website, media and or newsletter.
 - Track all sponsorships and donations throughout the year.
 - Timely send Thank you letters and other recognition to sponsors for their contributions etc.

ARTICLE VI

AMENDMENTS TO BYLAWS

The Board may consider by motion of any member a proposal to amend any provision of these bylaws. Any such proposal shall be made in writing. A majority vote of the Board at a meeting with a quorum may approve and adopt a proposed amendment.

ARTICLE VII

MEETINGS

SCHEDULE. Meetings of the Advisory Board shall be held in the months of January, March, May, August and November. The date and time will be determined by the Board during the August Board meeting.

QUORUM. The presence of not less than 60% of the members shall constitute a quorum and shall be necessary to conduct the business of the Board.

SPECIAL MEETINGS. Special meetings of the Board may be called by the Chairperson when she deems it to be in the best interest of the Board. Notices of such meetings shall be sent to all members at their email addresses as they appear in the membership list at least (10) ten days before the scheduled date set for such special meetings. The Board meetings are open to anyone with an interest in GOTR-HC. Closed meetings can be called at the discretion of the Chairperson if it is deemed to be in the best interest of the Board.

ARTICLE VIII

ORDER OF BUSINESS

1. Roll Call
2. Approval minutes from preceding meeting
3. Committee Reports
4. Officer Reports
5. Other/New Business

Amended by the Board of Directors pursuant to a majority vote this _____ day of _____, 2018

Chairperson

Date

Secretary

Date