



# CONSTITUTION OF THE CALIFORNIA VOLKSSPORT ASSOCIATION, INC.

## ARTICLE I - NAME

The name of the corporation shall be the California Volkssport Association, Inc. The abbreviated name shall be CVA and such abbreviated name shall hereinafter refer to the corporation in this constitution and the bylaws.

## ARTICLE II - RESIDENCE

The CVA is organized under the nonprofit laws of the State of California and shall have its registered office in the city of Clearlake, County of Lake, State of California. (In accordance with CALIFORNIA state laws, this address changes with the CVA President.)

## ARTICLE III - AFFILIATION

The CVA is a sanctioned member of the American Volkssport Association, Inc., a.k.a. AVA.

## ARTICLE IV - PURPOSE

- 4.1 The corporation is a nonprofit, voluntary membership corporation organized under the laws of the State of California and organized exclusively for charitable and educational purposes under section 501(c)(3) of the Internal Revenue Code of 1954, as amended (or the corresponding provisions of any future United States Internal Revenue Law), to promote the public health, physical fitness and well-being of the people of the United States by organizing, promoting and conducting scheduled programs of noncompetitive, family-oriented, participatory lifetime sports, including, but not limited to, walking (including jogging and running), bicycling, swimming, cross-country skiing, and such other events as may be sanctioned by the American Volkssport Association (AVA), and including the following specific purposes:
- (a) to develop and implement a program of public information to engender interest in scheduled programs of noncompetitive, family-oriented, participatory lifetime sports;
  - (b) to supervise the compilation of a state calendar of sanctioned events to be made available to its member clubs, their members and the general public;
  - (c) to increase communication among volkssport participants through the publication of a newsletter available to member clubs and the general public;
  - (d) to assist in the organization of new volkssport clubs within the state of California;

- (e) to provide understanding of the benefits of participation in organized programs of noncompetitive, family-oriented, participatory lifetime sports;
- (f) to foster a preventive maintenance concept in health care;
- (g) to stress the fun and exhilaration of walking (including jogging and running), bicycling, swimming, cross-country skiing and such other events as may be sanctioned by the AVA.

4.2 All activities of the corporation shall be carried on so as to be responsive to the needs of all persons, without regard to race, religion, sex, age, national or cultural origin, place of residence, economic circumstances, lifestyle, or social status.

## **ARTICLE V –MEMBERSHIP**

5.1 Regular Membership (restricted to California) open to all duly sanctioned "Volkssport Clubs." Sanctioning is conducted by the AVA. Membership in the CVA is automatic when the club sanctions with the AVA.

5.2 Associate Membership is open to:

- (a) any club or organization desiring to participate in, but not sponsor or conduct an annual AVA event;
- (b) any club or organization desiring to further the aims of the CVA or the AVA;
- (c) associate membership does not confer any voting privileges.

5.3 Rights and Obligations of Members:

- (a) every regular member of the CVA is entitled, through the club officers, to participate in activities conducted for Members, to file petitions, and to exercise the right to vote.
- (b) all members of the CVA are obligated to:
  - (i) promote the aims and goals of the CVA to the best of their abilities;
  - (ii) uphold the reputation of the CVA at all times;
  - (iii) obey the constitution and bylaws of the CVA;
  - (iv) report all changes in directors and officers.

5.4 Termination of Membership:

- (a) membership in the CVA ends upon dissolution, withdrawal or expulsion of the member club by the AVA;
- (b) any member desiring to resign from the organization shall submit their resignation in writing to the Secretary of the AVA who shall present the resignation to the National Executive Council for action;
- (c) a member club may be expelled by the AVA for the following reasons:
  - (i) acting in a grossly negligent manner or contrary to the best interests of the AVA;
  - (ii) publicly damaging the reputation of AVA;
  - (iii) failing to met its obligations; or
  - (iv) violating the AVA or CVA constitution or bylaws.

## ARTICLE VI - OFFICERS

- 6.1 Number. The elected officers of the CVA shall be: President, Vice-President for Northern California; Vice-President for Central California (Amd June 88); Vice-President for Southern California; Secretary; Treasurer.

The offices of Secretary and Treasurer may be combined.

- 6.2 Eligibility and conditions:

- (a) officers shall reside in California and in the case of the Vice-Presidents, shall reside in the geographic jurisdiction;
- (b) if any Officer established his/her permanent residence (domicile) outside the geographic jurisdiction of the CVA during his/her term of office, that office will immediately be declared vacant and filled in accordance with procedures set forth in the bylaws of the CVA;
- (c) the officers shall perform such duties as are prescribed in the bylaws of the CVA. Failure to perform the prescribed duties shall constitute grounds for removal from office in accordance with procedures established by the bylaws.

- 6.3 Election Procedures:

- (a) a Nominating Committee of not less than three (3) individuals shall be appointed by the President in concurrence with the Executive Council in February of the even numbered years or three (3) months prior to a special election. At least one committee member shall be from each geographical area; (Amd May 2000)
- (b) it shall be the duty of the Nominating Committee to nominate candidates for the offices to be filled by election at the annual meeting in the even numbered years. No member of the Nominating Committee may accept nomination for any office. if a committee member does choose to run for office, such candidate's membership on the Nominating Committee shall terminate and the President of the CVA shall immediately appoint a replacement; (Amd May 2000)
- (c) the Nominating Committee shall report to the Member Clubs by letter at least thirty (30) days prior to the annual meeting. Nominations from the floor shall be permitted; (Amd May 2000)
- (d) prior to holding the election at the annual meeting, nominations from the floor shall be permitted; (Amd May 2000)
- (e) the officers shall be elected at large by ballot of the Regular CVA Member Clubs at the annual meeting. Each club will appoint two (2) representatives to be voting members; (Amd May 2000)
- (f) where only one (1) candidate for an office has been nominated no ballots shall be cast by the Members and the Secretary shall cast the unanimous ballot of the Members;
- (g) in the event that more than two (2) candidates are nominated for the same office and upon the first ballot no candidate receives a majority of the ballots cast, the two (2)

candidates receiving the most ballots shall run against each other. Upon the subsequent ballot, the candidate receiving a majority vote shall be declared elected.

6.4 General Requirements:

- (a) the term of office shall be for two (2) years, or until their successors are duly elected or appointed: The term of office shall begin at the close of the meeting at which they are elected;
- (b) no person shall hold more than one office at the same time, except when the offices of Secretary and Treasurer are combined upon a vote of the Members;
- (c) no person shall be eligible to serve more than two (2) consecutive terms in the same elected office.

## **ARTICLE VII – MEETINGS**

7.1 Regular Membership Meetings. The regular membership meeting the CVA shall be held the first Saturday of May of each year unless otherwise ordered by the Executive Council. No other member clubs shall schedule an event that conflicts with this date. (Amd May 2000)

7.2 Purpose. The regular membership meeting shall be for the purpose of electing officers, receiving reports of officers and committees and or such other business which may arise.

7.3 Special Meetings. Special membership meetings can be called by the President or by the Executive Council or by a minimum of five (5) member clubs. Notice of special meetings shall be given to all member clubs at least twenty-one (21) days prior to the date set for the special meeting, if notice for such meeting be given by mail, or ten (10) days prior to the date set for the special meeting, if notice for such meeting shall be set forth in the call for such meeting.

7.4 Voting Rights. Voting Delegates of the CVA at a regular meeting or special membership meeting:

- (a) officers who shall have one (1) vote each;
- (b) regular Member Clubs who shall appoint a maximum of two (2) representatives to the regular or special meetings and each representative shall have one vote. If a Member Club has only one (1) representative, that representative shall have two votes. (Amd May 2000)

7.5 Quorum. Sixty percent (60%) of the eligible voting delegates of the CVA represented in person or by proxy shall constitute a quorum at any regular or special membership meeting of the CVA.

7.6 Meeting Place. Responsibility for hosting the annual meeting is rotated between the three regions – North, Central, South. A suitable meeting place must be provided by the host region so no distractions disrupt the meeting. (Amd May 2000)

- 7.7 Mail Ballot. The CVA Executive Council may authorize members to vote by mail on any matter which may be voted on by the membership. (Amd. May '92)

### **ARTICLE VIII - STATE EXECUTIVE COUNCIL (SEC)**

- 8.1 The elected state officers of the CVA shall constitute the State Executive Council (SEC). Each Member shall have one (1) vote.
- 8.2 The SEC shall have general supervision of the affairs of the CVA between its regular membership meetings, shall fix the hour and place of meetings, shall make recommendations to the membership, and shall perform such other duties as are specified in the bylaws. The SEC shall be subject to the orders of the Regular Membership and none of its actions shall conflict with actions taken by the membership. All affairs of the CVA must be approved by a majority of the SEC at any regular or special meeting or by conference call.
- 8.3 The editor of the CVA publication called The COMPASS shall be a non-voting member of the SEC. The editor shall be appointed by the CVA President.
- 8.4 The webmaster of the CVA website shall be a non-voting member of the SEC. The webmaster shall be appointed by the CVA President. (Amd. May '09)

### **ARTICLE IX - COMMITTEES**

Such committees as are required shall be established in accordance with the bylaws.

### **ARTICLE X - PARLIAMENTARY AUTHORITY**

The rules contained in the current edition of Robert's Rules of Order, Newly Revised, shall govern the CVA in all cases to which they are applicable and in which they are not inconsistent with this constitution, the bylaws, or any special rules of order which the CVA may adopt,

### **ARTICLE XI - AMENDMENT**

- 11.1 This constitution may be amended at any regular or special meeting of the CVA by a two thirds (2/3) vote of the eligible voting members represented in person, by proxy, or by mail vote, provided the proposed amendment has been submitted by a State Officer, or by a Regular Member in writing, to the previous meeting of the SEC. The proposed amendment must also be submitted in writing to all Regular Members of the CVA not later than forty-five (45) days prior to the regular or special membership meeting at which a vote will be taken.
- 11.2 The requirement for submission of a proposed amendment to the previous meeting of the SEC and the forty-five (45) days' notice to all members of the CVA, can be waived by a one-half (1/2) vote of the eligible voting members represented in person, by proxy or by mail vote, at a regular or special membership meeting of the CVA, (Amd. May '92)

- 11.3 If paragraph 11.2 of this Article is used in a regular or special membership meeting of the CVA, so as to waive the requirements of paragraph 11.1 of this Article, then any such amendment must be submitted to the Secretary in writing,

#### **ARTICLE XII - DISSOLUTION OF THE CVA**

- 12.1 The CVA may only be dissolved upon decision of the eligible voting members at a regular or special membership meeting of the CVA.
- 12.2 The petition for dissolution must be submitted in writing at the previous meeting of the SEC. The petition must be submitted by at least one-half (1/2) of the Regular Members of the CVA. The SEC shall call a special membership meeting of the CVA within ninety (90) days. Dissolution shall be decided by a two-thirds (2/3) majority of eligible voting members of the CVA represented in person or by proxy. The meeting shall also decide on the terms of dissolution,

#### **ARTICLE XIII - CONCLUDING CLAUSES**

- 13.1 This constitution goes into effect 1 August 1985 after acceptance by the membership of the CVA.
- 13.2 The State Executive Council is empowered to make editorial changes in the text, including such changes as ordered by appropriate authority in accordance with incorporation in the State of California.