

Constitution and Bylaws of the Blair Bicycle Club

Article 1 Name

This organization shall be known as Blair Bicycle Club, a not-for-profit organization hereafter referred to as "the Club".

Article 2 Purpose

The purpose of the Club is to:

- a. Promote bicycling for recreation, health and pleasure
- b. Promote and arrange bicycle rides to fit the varying skills of its members
- c. Promote bicycling safety
- d. Encourage and provide for bicyclist and public education
- e. Promote the planning and development of bikeways and bike routes within cities and between cities
- f. Promote the positive image of cyclists in the community through example and public service

Article 3 Membership

Section 1 Membership in the organization is open to any person who:

- a. Pays the current annual dues
- b. Signs a waiver assuming full responsibility for any accident, damage, injury, or loss incurred at any Club sanctioned ride or activity. Before a membership will be effective, each member must have in effect, a waiver, in the form that is currently in use by the Club. A parent or guardian must sign a waiver for each child under 18 years of age.

Section 2 Members in good standing will have voting rights, be allowed to participate in Club activities and will receive the Club newsletter.

Article 4 General Membership Meetings

Section 1 Regular meetings of the Club shall be held on the second Monday of the month. The President may reschedule meetings to avoid holiday conflicts.

Section 2 There is no minimum quorum required for general membership meetings.

Section 3 Special meetings may be called at the request of the President or by request of twenty-five percent of the organization members by petition to the President. The object of the special meeting shall be stated in the call and no other business transacted. Unless time constraints make it infeasible, a fourteen (14) day minimum notice shall be given in writing by letter or in the newsletter of the organization.

Section 4 All members shall be entitled to vote at General Membership Meetings. Each member over 18 of a family holding a family membership shall be entitled to one vote.

Section 5

General membership meetings shall be conducted in accordance with the following agenda format:

Call to order

Reading of minutes of prior meeting and acceptance (or move to dispense).

Treasurer's report

Old business

New business

Program, if scheduled

Adjournment

Article 5 Officers

Section 1 There shall be four (4) elected officers in the organization - President, Vice-President, Secretary and Treasurer. All members in good standing are eligible for elected office.

Section 2 Newly elected officers will take office on the first day of April after the conclusion of the election.

Section 3 The term of each elected Club officer shall be for one (1) year.

Section 4 The President's responsibilities are as follows:

1. Keep informed, involved and aware of all activities affecting the organization
2. Insure that the Club's goals and objectives are met
3. Preside at Club meetings
4. Select Chairpersons of all standing and temporary committees
5. Represent the Club in outside activities
6. Preside as chairman of the executive council

Section 5 The Vice-President shall assist the President in carrying out his responsibilities and shall serve in his absence or vacancy.

Section 6 The Secretary's responsibilities are as follows:

1. Take, read and maintain minutes at all Club, Leadership and Executive meetings
2. Keep files of all pertinent notices and announcements
3. Keep and maintain all important documents pertaining to the overall organization
4. Handle official correspondence
5. Conduct the business of the Club at meetings in the absence of both the President and Vice-President
6. Collect club mail from the post office, distribute mail to appropriate individuals, respond to inquiries received concerning the club and membership, prepare letters and other documents as may be requested by the President or Executive Board pertaining to club matters.
7. Compile, update and maintain a directory of all members, make available a directory to each member annually, issue membership cards, forward membership applications upon request and record payment of dues. The secretary may form a membership committee and chair this committee if deemed necessary to perform these tasks.

Section 7 The Treasurer's responsibilities are as follows:

1. Keep and prepare all club financial records and transactions in accordance with accepted accounting principles
2. Maintain a list of all Club assets
3. Furnish the executive Council with the financial information necessary to formulate an annual budget
4. Provide interim reports as needed and requested
5. Prepare and publish the annual financial report after the close of the fiscal year
6. Handle any government filings required of the Club.
7. Keep all moneys and pay all bills. All bills must be presented in writing.

Article 6 Board of Directors

Section 1 The Club shall have five (5) Directors on the Board.

Section 2 To qualify for a position on the Board of Directors, a member must have had three years of membership.

The applicant for the Board must have served in either a position as an Officer of the Club or chaired a committee for at least one year. The officers may make an exception to these requirements by majority vote.

Section 3 The term of office as a Director on the Board shall be for two (2) years. The terms of two (2) positions will overlap the other three (3) positions.

Section 4 The Board of Directors shall designate a Chairperson. If the Board cannot agree, the President will appoint a Chairperson.

Section 5 The Board of Directors is to function as follows:

1. Establish the Club budget and direction with the Officers as specified in Article 7.
2. Assist the Officers in upholding the articles of the by-laws of the Club
3. Attend special meetings as deemed necessary
4. Approve the selection of an appointed member to a vacancy in office as specified in Article 11
5. Hold a nominating meeting to select a slate of officer candidates for the positions of President, Vice-President, Secretary and Treasurer

6. Conduct the elections as specified in Article 10.

Article 7 Executive Council

Section 1 The Executive Council shall consist of the four (4) elected Officers and the five (5) elected Directors chaired by the Board's Chairperson. Fifty percent of the Council members must be present to constitute a quorum.

Section 2 Before the start of the new fiscal year, the Executive Council shall meet to outline goals and objectives for the year and to set up and approve a budget.

Article 8 Committees

Section 1 The president shall appoint all standing and temporary committee Chairpersons and Club Representatives. The president cannot be the chairperson of a committee. Committee Chairpersons may select their committee members from the membership of the Club. The committees and Representatives must operate within their guidelines and approved budget. Exceptions must be approved by the Executive Council.

Article 9 Conflict of Interest

Section 1 No officer or board member may vote upon a matter coming before that body in which he or she has a direct financial interest. Immediately upon becoming aware that such a conflict may exist, an officer or board member must disclose the existence of the potential conflict to the remaining officer and board members, withdraw from further deliberation on the issue, and refrain from voting on the matter. Any such disclosure and withdrawal shall be fully documented in the organization minutes.

Article 10 Election of Officers and Board Members

Section 1 A member must meet the qualifications of the position to be nominated, elected and maintain an Office of Board position. A member may hold only one (1) Office or Board position at a time. There is no restriction on the reelection to any position.

Section 2 The Board of Directors, with the exception of a member running for an elected position, shall be in charge of administering the voting process and counting the votes. They shall maintain the secrecy, security and integrity of the entire balloting process.

Section 3 The board of directors will hold a nominating meeting in January open to all members to make nominations. The four (4) Officers for the Club and the two (2) or three (3) new Board members will be nominated. A nominee must accept the nomination before it is valid. Mail ballots will then be sent out as described in Article 16. The Ballot shall be sent to members at least two (2) weeks prior to the election meeting. Space shall be provided on the ballot for write in candidates. One ballot shall be sent to each membership. Multiple family members above the age of 18 may vote on a single ballot.

Section 4 At the February meeting, the Membership Chairman shall provide the Board of Directors with an up to date membership list. This list is to be used by the board to determine where the mail ballots are to be sent, and when counting the ballots to ensure that only member votes are counted.

Section 5 Write-in votes for eligible members shall be allowed.

Section 6 A majority of the votes is required to elect an Officer or Board member.

Section 7 Duties shall be assumed upon election and continue for a term of one (1) year (for officers) and two (2) years (for directors).

Article 11 Vacancies

Section 1 Vacancy of an Office during the term may be filled by appointment by the Club's Officers, with the approval of the Board of Directors. Acting officers will serve in the appointed post until the next regularly scheduled election.

Section 2 Vacancy of a Board position can be filled by the Executive Council calling for a special election to finish the term of the vacant position. If no such election is called, the seat will remain vacant until the term of the position expires.

Article 12 Termination of Membership

Section 1 Membership may be terminated by a member by:

- a. Written notice to the organization; or
- b. Non-payment of dues.

Article 13 Resignation or Removal of an Officer

Section 1 An Officer may resign his office by giving written notice to the President.

Section 2 An Officer may be removed from office by a majority vote of the membership. The vote to remove an office must occur in a special meeting following Article 4 Section 3 for special meetings.

Article 14 Cancellation of Membership

Section 1 The Club reserves the right to cancel any membership at any time for conduct detrimental to the image of the Club; for continual failure to observe the Rules of the Road; for compromising the safety of either himself or his fellow riders; or for failure to maintain his equipment in a safe and road-worthy condition. Cancellation will be by a simple majority vote of a quorum of the Executive Council. The vote of the Executive Council must be ratified by a majority of the voting members present at the next regular Club meeting. The canceled member's dues will not be refunded.

Section 2 A complaint made against a club member concerning any of the circumstances outlined in Section 1 must be made in writing and presented to the Executive Council. Upon receipt of a written notice of a complaint, the Executive Council will conduct an investigation, discuss the complaint with the parties involved and if necessary put the matter to a vote upon completion of the investigation.

Article 15 Dissolution of the Organization

Section 1 This organization may be dissolved by a majority vote of the members of the Board of Directors and by a two-thirds vote of the members attending a special meeting that qualifies as a quorum, following written notice to entire membership that a vote on dissolution is to take place. The special meeting must follow Article 4 Section 3 for special meetings.

Section 2 A final meeting be held. The purpose being , a vote of the majority of the then existing and attending membership to determine the disposition of the club's property.

Section 3 Upon the dissolution of this organization, its assets remaining after payment of all debts and liabilities shall be distributed to a bicycling or bicycling related organization located within or near Blair County which is non-profit as defined under Section 501(c)(3) of the Internal Revenue Code.

Section 4 The Board of Directors will continue to meet to conduct the affairs of the Club until the end.

Article 16 Voting by Mail

Section 1 Any vote for club business may be conducted by mail ballot at the discretion of the executive council.

Officer and board elections must be conducted by mail ballot.

Section 2 Ballots may be distributed with the monthly newsletter or in a separate mailing.

Section 3 Ballots must be returned by the deadline stated. The postmark on the ballot confirms the date of the ballot.

Section 4 Ballots must be signed by each member voting.

Section 5 Each member is entitled to only one vote. For a family membership, individuals age 18 and over may vote. Families may vote on one ballot.

Section 6 The secretary will manage the counting of ballots other than for officers. For officer elections, a board member other than a board member of nominee will count the ballots.

Section 7 E-mail ballots are invalid.

Article 17 Amendments

Section 1 Any proposed amendment or alteration shall be submitted to the Executive Board in writing. The Executive Board must take action on the proposed amendment within thirty days of receipt of the proposed

amendment. Upon approval of the proposed amendment by the Executive Board, it shall be submitted in writing to the general membership within fourteen (14) days of the next meeting.

Section 2 These Constitution and By-laws may be amended in any respect by a two-thirds vote of the members attending a general membership meeting that qualifies as a quorum.

Article 18 Finances

Section 1 The fiscal year of the Club shall commence on the first day April and shall end on the last day of March.

Section 2 After the close of the fiscal year, the Treasurer will make a copy of the annual financial report available to members that request one.

Section 3 Expenditures up to \$50 may be made by the Treasurer; amounts over \$50 must have the approval of the officers.

Article 19 Dues

Section 1 Dues shall be assessed annually in April for all members.

Section 2 The amount of dues for each year will be reviewed by the executive council when the budget is determined.

Section 3 Membership dues are not refundable.

Section 4 Types of memberships shall be: Individual, 18 years or older and Family. Memberships less than a year will be prorated on a quarterly basis.

Article 20 Standing Committees

Section 1 Standing Committees: Ride, Social, Communications, Membership

Section 2 Special committees may be established as needed by the President and will report to the President.

Article 21 Club Sponsored Rides

Section 1 Participants of club-sponsored rides, including members and non-members, are expected to conduct themselves in a safe manner, including operating mechanically safe bicycles and obeying all traffic laws.

Participants shall follow all reasonable requests and instructions of the ride leader.

Section 2 Helmets are required on all club-sponsored rides.

Section 3 On rides sponsored by the club, the ride leader shall:

- a. Have all non-member participants sign the organization's waiver of liability form; and
- b. Be empowered to ask participants who do not ride in a safe and legal manner or are disruptive to the group to leave the ride.

Section 3 All children under 14 years of age shall be accompanied by a responsible adult on any club-sponsored ride. All riders under 18 years of age must have the waiver of liability form signed by a parent or guardian prior to the ride.

Section 4 Club-sponsored rides may only be led by current members of the club in good standing.

Article 22 Authority

Section 1 The authority for all matters of procedure not covered by the Club's constitution and bylaws shall be Robert's Rules of Order, Revised.

Article 23 Effective Date

The effective date of this Constitution and Bylaws shall be May 6, 2002.