

# **FALLS AREA BICYCLISTS BY-LAWS**

## **ARTICLE I - GENERAL**

### Section 1 Name

The name of this organization shall be the Falls Area Bicyclists herein referred to as The Organization. The use of The Organization name by any individual or group shall be by permission of a majority of the Executive Committee. The Executive Committee may set rules and restrictions before granting permission. Permission must be secured for a specific date and use.

### Section 2 Mission

The mission of the Falls Area Bicyclists is to promote bicycling in all of its forms and skill levels including transportation, recreation, fitness, sport, and social interaction.

### Section 3 Purpose

The Organization is organized and operated to:

- Engage in recreational cycling in various forms and skill levels.
- Develop community and social activities around bicycling.
- Advance understanding and recognition of the need for safer bicycling conditions among participants and the general public.
- Promote the rights and interests of bicyclists.
- Aid in the development and communication of educational materials and programs on bicycling.
- Advocate as a citizen organization in local governmental processes to promote cycling, education and enforcement of traffic safety regulations.
- Advance the bicycle as an economical, healthy and pleasurable means of transportation.

## **ARTICLE II – MEMBERSHIP**

### Section 1 Requirements

Membership is open to individuals, families, and corporations who are in agreement with the mission, purpose, and by-laws of The Organization.

- Membership is open without regard to race, creed, gender, national origin or religious preference.
- Individuals between the ages of 16 and 18 must supply a parent or guardian signed release waiver to participate in a ride without parent or guardian accompaniment.
- Individuals under the age of 16 must be accompanied by a parent or guardian on all rides.
- Individuals are considered members upon Organization receipt of the membership application and annual dues payment.

### Section 2 Membership Dues

Membership dues shall be established by the Executive Committee and are due annually by the anniversary date of previous dues payment .

### Section 3 Membership Revocation

The Executive Committee reserves the right to revoke membership because of behavior involving, but not limited to, the following circumstances:

- Habitual reckless riding or continued disregard of safe bicycling rules or traffic laws.
- Improper actions during an organized ride which pose a threat to the safety and well being of self and other ride participants.
- Actions that impact negatively upon or pose a threat to the integrity of the Organization.

## **ARTICLE III – EXECUTIVE COMMITTEE AND OFFICERS**

### Section 1 Executive Committee

The governing body of The Organization shall be the Executive Committee composed of four officers, three directors and two members-at-large as listed below. Executive Committee members will maintain their annual dues payments. The Executive Committee shall make operational and policy decisions for The Organization and act by majority vote. The Executive Committee shall be presided over by the President. In the absence of the President, the Vice President, or the President's designee will preside. The Executive Committee shall ensure that the legal affairs of The Organization are in order and it is adequately protected with liability insurance.

- President
- Vice President
- Secretary
- Treasurer
- Director of Rides
- Director of Communications
- Director of Development
- Two Members at Large

### Section 2 Executive Committee Elections

The officers, directors, and members-at-large of the Executive Committee shall be elected annually by the general members of The Organization. Elections of the Executive Committee will be held at the Annual Meeting in October. A nominating committee of no less than two general members will be appointed by the President in the month of July to seek out people to run for office. Ballots will be provided to the current paid membership in September. The ballots are required to be received by the Treasurer at or prior to the Annual Meeting in October. The newly elected Executive Committee will be seated at the November Executive Committee meeting. Failure to conduct elections within one year of this schedule shall constitute dissolution of The Organization.

### Section 3 Terms and Term Limits

Officers, Directors, and Members-at-large will be elected to a two-year term, beginning and ending at the November monthly meeting.

Officers may serve no more than two consecutive terms in any one office. Term limits will not apply to Director or Members-at-large positions.

### Section 4 Duties of Officers and Directors

The President shall preside at all meetings of the Members and of the Executive Committee; in his/her the absence the Vice President shall preside. The President shall sign all resolutions and official documents adopted by the Organization. The President shall be the executive officer of The Organization.

The Vice President, in the absence of the President, shall preside at all meetings of the Members and of the Executive Committee.

The Secretary shall keep all minutes and votes in The Organization Records. If the Secretary is unable to attend a meeting The Secretary will appoint another Executive Committee member to take minutes for the meeting. The Secretary shall keep a current roll of all Organization members and perform all other duties pertaining to this office as required by a majority of the Executive Committee. The Secretary shall cause The Organization Directory to be printed and distributed by May 1. The Secretary shall have custody of the Corporate Seal and The Organization Records.

The Treasurer shall, subject to such restrictions and conditions agreed upon by a majority of the Executive Committee, have custody of all money, debts and obligations belonging to The Organization. The Treasurer shall receive all money paid to The Organization and deposit it in Organization accounts. The Treasurer shall provide a report of the financial status of The Organization at the Annual Meeting and at any other meeting upon request. The Treasurer maintains the official membership list.

The Ride Director shall manage organized rides. The Ride Director shall solicit Organization member input and be responsible for planning and execution of all Organization rides. The Ride Director shall be responsible for drafting the ride schedule.

The Director of Development shall raise funds through membership recruitment, grants and other appropriate methods.

The Communications Director shall manage communications with the general membership, the public, and media concerning Organization rides, events, and other activities.

The Executive Committee will foster an active membership by forming committees and groups to organize and plan Organization special events, membership meetings, and other Organization activities.

## **ARTICLE IV – MEETINGS**

### Section 1 Executive Committee Meetings

There shall be monthly meetings of the Executive Committee at a location and time designated by the Executive Committee for the purpose of carrying out regular business of The Organization, other than such business as is properly carried out by the Officers individually. Robert's Rules of Order,

Newly Revised shall prevail at all meetings; however departures from such Rules shall not invalidate any actions. Only the members of the Executive Committee may vote in Executive Committee meetings.

#### Section 2 Membership Meetings

General membership meetings shall be held no less frequently than quarterly at a location and time designated by the Executive Committee and shall be presided over by the President. General membership meetings may be held coinciding with an organized ride. General Membership meetings must be announced and communicated to members at least two weeks in advance.

#### Section 3 Annual Meeting

An annual meeting of the members shall be convened each October for the purpose of reporting the Organization status and plans to all members of The Organization, to announce Executive Committee elections and other business as deemed necessary. The Annual Meeting shall be announced and communicated to members at least two weeks in advance. The annual meeting shall be scheduled and located to allow for maximum member participation and shall be considered a quarterly Membership Meeting.

#### Section 4 Quorum

A quorum shall consist of 50% of the Executive Committee at Executive meetings and 15% of the members at a general membership meeting.

### **ARTICLE V - FISCAL ACTIVITIES**

#### Section 1 Fiscal Year

The fiscal year shall start on January 1 and end on December 31.

#### Section 2 Accounts

The Organization shall maintain financial accounts at a local state licensed financial institution. The account is to carry authorized signatures of the President and Treasurer and an additional member of the Executive Committee.

#### Section 3 Fiscal Practices

All expenses over \$100.00 (one hundred dollars) shall be pre-approved by the Executive Committee. All checks, drafts, notes, or other orders for payment of money shall be signed in the name of The Organization by two account signers. No obligation, debt or liability shall be incurred by the Treasurer for The Organization without the specific approval of the Executive Committee.

### **ARTICLE VI – BY-LAW AMENDMENTS AND ALTERATIONS**

The Organization will maintain the following procedure to amend or alter these by-laws.

- A proposed amendment can be submitted to the Executive Committee in writing by any member of The Organization.

- The Executive Committee must consider, amend, and vote on the proposed amendment at the next monthly Executive Committee Meeting.
- If the Executive Committee approves the proposed by-law change by 2/3 vote they will notify the general membership of the proposed change.
- At the next scheduled quarterly Membership Meeting not sooner than 14 days from Executive Committee approval of the change, the membership will vote on the change.
- The by-law change will be approved by The Organization membership by simple majority vote.

#### **ARTICLE VII – DISSOLUTION**

The Organization may be dissolved by the general members of the organization by a simple majority vote. Delay of an election under the election clause by a period of 12 months shall constitute dissolution of the organization. Assets of the organization will be liquidated and the resulting funds shall be distributed to a not for profit organization that promotes the interests of bicycling. Liquidation of assets shall be performed by at least three members of the most recently elected Executive Committee within 12 months of dissolution.



