

BYLAWS
CHATTANOOGA BICYCLE CLUB, INC.

Article I: Name and Purpose

[Rev. 1, 15 Nov 04]

- Section 1 The name of this organization shall be Chattanooga Bicycle Club, Inc., hereafter referred to as CBC.
- Section 2 The purpose of CBC shall be to educate, promote, advocate and develop bicycling for transportation, fitness, and recreation; to serve the community; to provide opportunities to ride with others; to defend and protect the rights of cyclists; to secure safer and more bicycle-friendly riding conditions; to advocate the allocation of facilities for cycling on public lands; to promote bicycle safety by requiring the use of helmets on all rides and observing traffic regulations.
- Section 3 The club shall be affiliated with the Adventure Cycling Association, the League of American Bicyclists and the International Mountain Biking Association.
- Section 4 CBC shall be a not for profit organization consistent with the provisions of section 501(C) of the U.S. Internal Revenue Code.

Article II: Membership

[Rev. 1, 15 Nov 04]

- Section 1 Membership shall be open to any bicyclist over age 14. Riders below age 16 must be accompanied by an adult.
- Section 2 Membership shall be on an annual basis. Yearly dues shall be payable in advance upon joining with renewal dues payable when twelve months have elapsed. Members whose dues are two months in arrears shall be notified, and those whose dues are not paid within three months of expiration shall be automatically dropped from membership in CBC.
- Section 3 A Membership may be either one person or a family. A family

consists of married persons and/or persons with the same permanent address, and has a one vote if one person from the family is present and two votes if more than one person over age 14 is present.

- Section 4 A vote of the membership means a vote by those members in attendance at a regular or special meeting.
- Section 5 The membership of any individual may be suspended or revoked by a two-thirds vote of the membership.
- Section 6 Corporate membership shall be available to any business contributing to the club an amount determined by membership vote. In no event shall the total amount of membership dues received exceed thirty-five (35) percent of the gross receipts of the CBC. Corporate memberships have one vote.

Article III: Finances

[Rev. 5, 20 Nov 06]

- Section 1 Club dues shall be set by a vote of the membership.
- Section 2 The club may derive income from dues, fees for events, contributions, and other activities consistent with section 501(C) of the U.S. Internal Revenue Code.
- Section 3 An annual budget for all expenses including special events shall be prepared by the Treasurer for approval by the membership at the December meeting.
- Section 4 The Executive Board may authorize expenditures exceeding approved amounts by \$1000 or less provided the total amount so approved does not exceed \$2000 in any six-month period.
- Section 5 An Annual Treasurer's Report shall be published in the second month following the end of the fiscal year. The position of Treasurer shall be required to obtain surety or bonding. Financial records shall be reviewed annually by a Certified Public Accountant selected by the Executive Board.

Section 6 The Executive Board shall make an annual assessment of liability risks and shall recommend purchase of insurance commensurate with the risks. Sponsoring bicycle races or a racing team requires in addition to adequate insurance, sanctioning by the proper authority (USA Cycling), that all participants be licensed, and affiliation with USA Cycling.

Section 7 Contracts shall be subject to membership approval.

Article IV: Officers

[Rev.7, 17 Dec 07]

Section 1 The following officers shall be elected by the membership: President, Vice-President, Treasurer, Secretary, Event Coordinator, Road Ride Coordinator, MTB Ride Coordinator, Communications Director, Newsletter Editor, Membership Director and two officers-at-large. The term of office shall be one year or until a successor is elected. These officers shall perform the duties prescribed by these bylaws and by the parliamentary authority adopted by CBC.

Section 2 Officers may be removed by a 2/3 vote of the members in attendance provided the meeting has been advertised to the membership with a two-week notice. This meeting shall be called if a petition bearing signatures of 25 voting members is presented.

Section 3 The candidates for President, Vice-President and Treasurer shall have been club members for not less than 24 months on the date of their election.

Article V: Executive Board

[Rev. 6, 24 Sep 07]

Section 1 These officers of CBC, together with the appointed chairpersons of permanent club committees, shall constitute the Executive Board.

Section 2 The Executive Board shall have general supervision of the affairs of CBC between its business meetings, fix the time and place of meetings, make recommendations to the club, and perform other such duties as are specified in these bylaws. The Board shall be subject to the orders of the club, and none of its acts shall conflict with action taken by membership vote.

- Section 3 The officers shall comply with the provisions of these bylaws as ratified and amended and any other policies adopted by the membership in conducting the business of the CBC. The officers shall maintain a written record of all meetings, available for review by club members on request.
- Section 4 Meetings of the Executive Board shall be open to the general membership, but only the Board may vote. A quorum shall consist of half of the Executive Board members. Votes by proxy are acceptable provided written authorization and instructions are presented by the representative of the absentee officer. If a board position is shared by more than one member, the members sharing that Board position shall have one vote, and shall designate one of them to cast their vote. Members sharing a position will count as one toward the quorum if any of them are present. A person serving in more than one Board position shall have one vote, and shall count as one toward the quorum if present.
- Section 5 The President may call an Executive Board meeting at any time by contacting the members of the Executive Board and others as appropriate. A meeting shall be called on written request of three members of the Board.
- Section 6 The officers appoint the members of permanent committees, and the President designates the committee chair from its members. The term of office shall be one year.
- Section 7 The officers may establish special committees as required. The Executive Board will appoint the members of such special committees, and the President shall designate the committee chair from its members. Committees shall have only the powers delegated to them by the officers, such powers not to include any reserved for the general membership.

Article VI: Meetings

[Rev. 5, 20 Nov 06]

- Section 1 Regular meetings shall be held monthly, or as determined by the President, subject to a one-week notice.
- Section 2 Special meetings may be called by the President or by a majority of the Executive Board and shall be called upon the written

request of eight members of CBC. The purpose of the meeting shall be stated in the call, and only business stated in the call may be transacted. Except in cases of emergency, a two-week written notice to the membership shall be given.

Section 3 The Annual Meeting shall be held during January at a time and place set by the Executive Board.

Section 4 Members may make, debate and vote on motions relevant to the agenda at all club meetings. An agenda for each meeting shall be made available seven days prior to the meeting. Items to be included in the agenda must be submitted in time to allow seven days notice. Any items to be voted on must be included in the published agenda. Items not on the published agenda may be discussed at the meeting, but no vote may be taken until said items are posted on the published agenda. Motions related to planning or funding bike rides, social events or bicycle advocacy are excluded from the posting requirement.

Article VII: Elections

[Rev. 0, 16 Aug 04]

Section 1 Election of club officers shall be held at the Annual Meeting. The Nominating Committee shall present a list of candidates for the offices to be filled. This list of candidates will be made available for membership review at least two weeks prior to the Annual Meeting. Additional names may be placed in nomination from the floor immediately prior to the election. A plurality vote shall be sufficient to elect. Newly elected officers shall assume their offices immediately after adjournment of the election meeting.

Section 2 In the event the office of President becomes vacant, the Vice-President becomes President for the remainder of the term. When an office other than President becomes vacant, the Executive Board shall appoint a member to that office until an election can be held. The Nominating Committee will provide one or more candidates for the office. The elected officer shall serve the remainder of the existing term.

Article VIII: Committees

[Rev. 7, 17 Dec 07]

The permanent committees of this organization shall be:

- Section 1 Events, chaired by the Event Coordinator, shall plan, publicize, and conduct special events sponsored by the club. Events Committee is also the custodian of the club's property.
- Section 2 Nominating Committee shall prepare a slate of officers to be placed in nomination at the Annual Meeting, or when an office is vacant.
- Section 3 Bylaws Committee is responsible for an annual review of the bylaws, and for recommending any needed amendments.
- Section 4 Education, chaired by the Education Director, shall be the advocacy and education arm of CBC. It shall disseminate materials and teach classes related to safe and effective cycling, advise local bicycling-related entities, and represent the interests of bicyclists at state and federal levels as appropriate.
- Section 5 Transportation and Commuting, chaired by the Commuting Director, shall promote the use of bicycles for transportation and commuting.
- Section 6 Social Committee, chaired by the Social Director, shall be responsible for the club's social and recreational activities.
- Section 7 Publicity Committee, chaired by the Publicity Director, shall work to promote the club and its programs and activities through local media and other means.

Article IX: Quorum

[Rev. 3, 12 Sep 05]

A quorum of the membership for the purpose of conducting club business shall consist of ten members present at any regular or special meeting announced to the entire membership, including at least one member who is not a member of the Executive Board.

Article X: Amendments

[Rev. 0, 16 Aug 04]

Amendments to these bylaws may be proposed in writing by any member at a regular meeting. A two-week notice including the exact wording of the proposed amendment shall then be sent to the entire membership. The proposed amendments shall be incorporated into these bylaws if approved by a two-thirds vote of the members present at the next regular meeting.

Article XI: Parliamentary Authority

[Rev. 0, 16 Aug 04]

Roberts Rules of Order Newly Revised shall govern all proceedings of CBC to the extent not otherwise provided for in these bylaws.

Revision 7 of the Bylaws of the Chattanooga Bicycle Club, Inc was approved on December 17, 2007.

President

Date

Secretary

Date