

Casco Bay Bicycle Club

By-Laws

As Amended to date October 2004

Article I

Name

The name of the club shall be the Casco Bay Bicycle Club, hereinafter referred to as the "Club."

Article II

Corporate Status

The Club shall be incorporated under the laws of the State of Maine as a non-profit organization.

Article III

Location

The Club shall be located in the City of Portland, County of Cumberland and State of Maine. Its meeting place shall be as designated by the Board of Directors from time to time and the Board of directors shall be authorized to form additional chapters of the Club which may meet at other locations.

Article IV

Purpose

The purpose of the Club is to provide opportunities to expand the knowledge and appreciation of the bicycling environment and cycling abilities of both members and non-members by:

- a. Promoting cycling and cycling-related activities.
- b. Promoting public cycling facilities, including but not limited to bicycling paths, trails and hostelling.
- c. Promoting public recognition of the need for safer cycling conditions and cycling safety.

- d. Cooperating with public authorities in the observance of all traffic regulations.
- e. Providing educational opportunities for cycling, cycling skills, techniques and maintenance.

Article V

Membership

5.1 Membership shall be open to individuals and families expressing a desire to promote the Club purposes and bicycling in general. Each member over the age of eighteen (18) years, including each such family member, shall have one vote.

5.2 Classifications and Definitions of Membership.

a. Individual. One (1) person.

b. Family. One person (1) over the age of eighteen (18) years, his or her spouse and any of their children under the age of eighteen (18) years.

5.3 Membership shall be by an application in a form to be designated by the Board of Directors, which membership application shall be accompanied by payment of annual dues.

5.4 Approval of Membership Applications. All membership applications shall be approved by the Board of directors unless a majority of Board has reason to believe that any applicant is a potential danger to the health, safety and welfare of the Club or its members. In such case, the Board shall present, at the next regular meeting of the members of the Club, the application for vote by a majority of the Club members. The approval of membership shall be decided by a majority vote.

5.5 Expulsion of members. Any member who engages in a course of conduct which is a danger to the health, safety and welfare of the Club or its members shall be considered by the Board of Directors for expulsion, the status of said members shall be voted upon by the membership at the next regular meeting of the members and, if a majority so determines, the member shall be expelled forthwith.

Article VI

Dues

6.1 Dues shall be payable immediately upon filing of the application and shall thereafter be paid annually from the date of application.

6.2 Amount of dues. Dues shall be determined by a majority vote of all members of the Club present at a regular meeting providing that at least fifteen (15) days written notice is given to the membership, such notice to include the proposed change in dues and date proposed change in due is to be voted. Unless, or until changed, the dues shall be as set forth on EXHIBIT 1 to these By-Laws. All subsequent changes in dues shall be certified by the Club President or secretary and attached to these By-Laws as an exhibit.

6.3 Payment of dues will be waived for any club member who leads five (5) or more sanctioned club rides in one (1) calendar year January-December.

Article VII

Meetings of the Members

7.1 Annual Meeting. The annual meeting and election of Officers shall be held in October, notice of which will be posted in the Bikeway newsletter and the Casco Bay Bicycle Club web site and distributed at least two (2) weeks prior to the meeting.

7.2 Regular Club Meeting. The regular meetings will be held monthly on a day, place and time to be specified by the Board of Directors and will be posted in the Bikeway newsletter and the Casco Bay Bicycle Club web site.

Article VIII

Meeting of the Board of Directors

The Board of Directors shall meet monthly at a time and place to be designated by it. All meetings of the Board of Directors shall be open to the members of the Club, but may be closed to the public at large.

Article IX

Election of Officers and Board Members

9.1 Nominating Committee. At a regular meeting of the Board of Directors, at least sixty (60) days preceding the annual members meeting, the President with the concurrence of the Board, shall appoint a Nominating Committee of one to three (1-3) members to nominate a slate of

Officers and members at large of the Board of Directors. The slate shall be nominated thirty (30) days prior to the annual meeting.

9.2 Officers. The following shall be elected at the annual meeting:

President, Executive Vice President, Vice President Operations, Secretary, Treasurer and two (2) members at large of the Board of Directors. The election shall be by secret ballot from a slate chosen by the Nominating Committee and from nominations from the floor. Election of each officer shall be by majority vote.

9.3 Term of Office. Officers and Board members shall hold office for twelve (12) months or until their successors are elected and duly installed. The installation of new Officers shall take place at the November meeting of the members.

9.4 Vacancy. A vacancy in the office of President shall be filled by majority vote of the Board of Directors, the departing President not included.

Article X

Board of Directors-Officers

10.1 Duties of the Board of Directors. The management of the Club shall be under the control of the Board of Directors, The Board of Directors shall consist of the officers, President, executive Vice President, Vice President of Operations, Secretary, Treasurer and Members at Large. No meeting of the Board of Directors shall be held unless each board member has been given notice, at least three (3) days in advance, except for emergency situations. A quorum of the Board of Directors shall consist of a majority and all votes shall be decided by majority. Any meeting which opens with a quorum shall not be affected by a board members leaving prior to the termination of the meeting or any vote of the board. The Board of Directors has the authority to conduct all business of the Club, including changing by-laws, setting dues and making other necessary decisions.

10.2 Duties of the Officers and members of the Board of Directors.

President. In addition to serving as a member of the Board of Directors, the President shall: coordinate and supervise the Club programs, preside at regular, board, special, annual meetings and events, and appoint an Acting Secretary to take the minutes should the secretary be absent.

Executive Vice President. In addition to serving as a member of the Board of Directors, the Executive Vice President shall: assist the President in carrying out Club responsibilities, serve in his/her absence, be the principal contact to outside organizations, publicity and fund drives and coordinate with the Treasurer the appropriate use of funds and funding.

Vice President of Operations. In addition to serving as a member of the Board of Directors, the Vice President of Operations shall: coordinate with the President and oversee the activities of the committees, preside over meetings and other events in the absence of the President and Executive Vice President and serve as Chairperson of the Steering Committee, if such Committee is required.

Secretary. In addition to serving as a member of the Board of Directors, the Secretary shall: Take minutes at Club and Executive Committee meetings, which shall be available for inspection and distribution, be the liaison between the board and the newsletter, appoint an editor or editors with concurrence of the board, keep records and dates of events, distribution of by-laws and keep records of terms of officers and membership of Committees and preside over meetings and other events in the absence of the Executive Vice President.

Treasurer. In addition to serving as a member of the Board of Directors, the Treasurer shall: keep and prepare, in a timely manner, available for inspection, accurate and uniform Club financial records, prepare and annual financial report, available of inspection and distribution, separately or with the annual report, as required by the Board, prepare tax returns and preside over meetings and other events in the absence of the Secretary.

Members at large. Members at large shall consult with the Board of Directors and vote as board members on all issues to be decided by it. In absence of all officers, a member at large shall preside over meetings or events.

Article XI

Committees

The Board of Directors shall appoint the Committee Chairpersons. The Vice President of Operations shall be the Chairperson of the Steering Committee (if required), which is responsible for coordinating all Committees within the organization.

Article XII

Distribution of By-Laws

All members are to receive copies of these and subsequently amended By-Laws.

Article XIII

Amendment

These By-Laws may be amended by a two-thirds (2/3) vote of all members of the Club at a regular meeting providing that at least thirty (30) days written notice is given to the membership,

such notice to include the date and proposed amendment is to be voted on and the precise wording showing the existing By-Laws with the proposed change.

Voted approved at the annual meeting October 2004