

Constitution

ARTICLE 1

SECTION 1

Name

The name of this Organization shall be: Bike Elyria

SECTION 2

Object

Bike Elyria is a not-for-profit Advocacy and Educational organization dedicated to helping the City of Elyria become more Bicycle-Friendly through Encouragement, Education, Enforcement, Engineering, and Evaluation activities.

SECTION 3

This organization shall be non-political and non-sectarian in all of its relationships.

SECTION 4

Charter

The society shall maintain a charter in the state of Ohio as a not-for-profit organization.

ARTICLE 2

SECTION 1

Membership

All persons interested in bicycling and the organization's object shall be eligible for membership subject to the approval of the Board of Directors. Applicants must be willing to abide by the Constitution and By-Laws, and must maintain an interest in the activities of Bike Elyria.

SECTION 2

Officers

There shall be the following officers elected annually: President, Vice-President, Treasurer, and Secretary.

SECTION 3

Qualifications of Officers

Any candidate for office must be a member in good standing, must be eighteen (18) years of age or older, and must have been a member of the society for a minimum of six (6) months.

SECTION 4

Election of Officers

Candidates for each office shall be presented by the nominating committee at the Annual membership meeting. Nominations from the floor will be taken before voting at the regular meeting in June. Candidates must have given their permission to run, verbally to three (3) members or in writing. Officers shall be elected by ballot and installed at the next monthly meeting.

ARTICLE 4

SECTION 1

Executive Board

The Executive Board shall consist of the duly elected officers.

SECTION 2

Board of Directors

The Board of Directors shall consist of the Executive Board, chairpersons of all standing committees and other appointed committee chairpersons and the last active Past President.

ARTICLE 5

SECTION 1

Records

Each member of the Board of Directors will keep an accurate accounting of their duties and records of yearly activities. These records will be forwarded to the incoming Board of Directors successor in an orderly fashion at the first Board of Directors meeting in the year. It shall be the responsibility of the outgoing President and the incoming President to oversee these transmissions.

SECTION 2

Inventory

An accurate inventory of all physical assets (except society funds) and their location will be kept in duplicate. One copy to be retained with the Treasurer records and one copy to be retained with the Secretary records. This inventory will be reviewed at least once annually at the first annual Board of Directors meeting and verified. It shall be the duty of the current President to delegate the locations of these properties with the approval of the Board of Directors.

ARTICLE 6

Meetings

The society shall hold regular quarterly meetings at a time and place designated by the Executive Board. The Executive Board shall meet at their discretion. The Board of Directors shall meet at least once a month at a time and place designated by the Board of Directors.

ARTICLE 7

Publication

Bike Elyria shall have the authority to publish in print and electronic media. Such publications will be public in nature.

ARTICLE 8

Logo

Bike Elyria shall have the authority to establish a club logo.

ARTICLE 9

SEAL

The society seal shall be kept by the Treasurer, to be used as required.

ARTICLE 10

Signing Officials

The only society members authorized to use their signature for society business are as follows (except as noted elsewhere in the Constitution):

- A. Checks drawn upon the funds of the society shall require the signature of the Treasurer and/or the President or the Vice-President.
- B. Withdrawal of any other society funds from repository shall require two (2) signatures: Treasurer and the President or Vice-President.
- C. Any document committing the society to a plan of action requires two (2) signatures, a member of the organization with temporary authorization of the Board of Directors and the President or Vice-President.
- D. Signing society members shall not be related by marriage, blood or cohabitation.

ARTICLE 11

Affiliations

Bike Elyria may enter into any affiliation with approval of the general membership.

ARTICLE 12

Amendments

Any proposed amendments to this constitution must be submitted in writing to any elected officer. Such proposed amendments must be signed by two (2) active members of the organization before being submitted. They will be referred to the Board of Directors for investigation and recommendation. Proposed amendments will then be published within sixty (60) days and will be read and voted upon at the next regular meeting after publication. They shall become a part of this Constitution only if approved by a two thirds (2/3) majority of the members present and voting at said meeting.

ARTICLE 13

Parliamentary Authority

All business of the society shall be conducted under Roberts Rules of Order (Revised).

Bylaws

Bylaw 1

SECTION 1: Membership

All prospective members must submit a written application accompanied by membership dues. Said application to be approved or rejected by the Board of Directors. If rejected, the membership chairperson shall provide an explanation and a full refund will be made.

SECTION 2: Dues

Dues are on a twelve (12) month basis from March through February.

SECTION 3: Types of Membership

Family Membership:

Family consists of adults and related children under eighteen (18) living under one roof.

Single Membership:

Any person eighteen (18) or older.

Other Memberships:

At the discretion of the Board of Directors. The Board of Directors has the final approval on classification of membership.

SECTION 4: Reinstatement

In the event any member drops out or is expelled from the society for a period of one year or more and wishes to rejoin, he may rejoin the society. At the discretion of the Board of Directors, full former membership rights and privileges may be reinstated. No cancellations or refund of dues shall be paid if a member resigns before the close of his membership year.

SECTION 5: Non-Payment of Dues

Non-payment of dues by a member shall be considered equivalent to a resignation. The name will be dropped from the membership rolls, unless extenuating circumstances are given or known.

SECTION 6: Membership Benefits

The privileges of membership are: those of voting and the participation in all functions of the society.

A. Voting: Eligibility to vote is limited to members in good standing (two (2) votes per family membership).

All voting is decided by simple majority except where specifically noted in the Constitution and By-Laws. The Responsibility of conducting the balloting rests with the Vice President. He may appoint assistants. The ballots must be retained by the Secretary for sixty (60) days, after which time the votes may no longer be challenged.

Bylaw 2

SECTION 1: Duties of Officers

President

The President shall preside at all general meetings, Executive Board meetings, and Board of Directors meetings at which he is present, shall exercise general supervision over the affairs and activities of the society, and shall serve as a member ex-officio on all committees except the nominating committee. In addition, the President appoints all committee chairpersons, subject to the approval of the Executive Board. He/she also serves in any other capacity as required elsewhere in the Constitution and Bylaws.

SECTION 2

Vice-President

In the absence of the President, the Vice-President shall assume the duties of the President.

SECTION 3

Treasurer

The Treasurer shall receive all society funds and keep them in a bank or repository selected or approved by the Executive Board. Accurate records must be kept of all monetary transactions. The Treasurer shall require a bill or signed voucher for all disbursements and will issue receipts for all incoming funds. The Treasurer must present a monthly financial report at each Board of Directors and general meeting. All records to be audited annually and to be kept a minimum of three (3) years.

SECTION 4

Secretary

The Secretary shall keep the original minutes in duplicate of all Board of Directors, Executive and general meetings of the society, which shall be an accurate and official record of all business transactions. One copy shall be retained by the President. The Secretary shall maintain a current membership list and all other records as directed by the Board of Directors. The Secretary shall conduct the general correspondence of the society. He/she shall communicate with donators and make three (3) copies of all donations received. One copy will be filed with the President and one with the Treasurer. All donations and mail of the society shall be sent to a place approved by the Board of Directors.

BY-LAW 3

Vacancy of an Elected Office

In the event of a vacancy of any elected office (as defined in the Constitution) for any reason, the Board of Directors shall appoint a successor to serve the unexpired term within thirty (30) days of the vacancy.

BY-LAW 4

Voting Regulations

In order for a member to vote on any issue he/she must be present at the time the vote is taken, and meet all the qualifications of the Constitution. In cases where a member holds multiple positions on the Board of Directors, the member will be allowed only one vote.

BY-LAW 5

SECTION 1

Expulsion

The Board of Directors, by two thirds (2/3) majority vote, can expel any member of the society for the following reasons:

- A. Conduct unbecoming a member of the society.
- B. Malfeasance in office.

SECTION 2

Elected officers may be expelled from office for failing to attend two (2) consecutive board meetings without extenuating circumstances.

BY-LAW 6

SECTION 1

Committees

The standing committees are: (To be determined and defined by the Board of Directors)

The President, with the approval of the Executive Board shall appoint the chairpersons from the general membership. The chairpersons may establish their committees from the general membership, subject to approval of the Board of Directors.

SECTION 2

The president shall establish or dissolve such special committees, with the advice and consent of the Board of Directors, as from time to time may be required, to sustain the functions of the society.

SECTION 3

The nominating committee shall be composed of one (1) elected officers, one (1) appointed member of the Board of Directors, and one (1) members from the general membership, all of whom shall be appointed by the President. The chairperson shall be selected by the committee from its membership. The committee shall meet at the chairperson's convenience prior to the Annual Membership meeting. Their report shall be presented as prescribed in the Constitution.

SECTION 4

Voting

Each standing committee will be allowed one (1) vote at Board of Directors meetings, except as noted elsewhere. Nominating and ad hoc committees have no vote.

BY-LAW 7

Quorum

One fourth (1/4) of the membership shall constitute a quorum at the regular meetings of the society requiring a vote. At Executive Board meetings, one half (1/2) of the Executive Board of the society shall constitute a quorum. At the Board of Directors meetings, two thirds (2/3) of the Executive Board and one half (1/2) of the standing committees shall constitute a quorum. Ad hoc committees and the nominating committee do not count for quorum.

BY-LAW 8

Order of Business

The order of business at all meetings of the society shall be as follows:

1. Call the meeting to order.
2. Reading of the minutes of the previous meeting, unless published.
3. Reading of the Treasurers' report.
 - A. At the Board of Directors—full report.
 - B. At the general meetings—condensed report except for unusual transactions.
4. Committee Reports
5. Old business.
6. New business.
7. Program.
8. Any other society functions.
9. Adjournment.

BY-LAW 9

Amendments

Proposed amendments to the By-laws will be submitted in writing to the Board of Directors, signed by three (3) active members. The board will investigate and make their recommendations at the next general meeting. Voting will proceed at said meeting with a simple majority of eligible members present and voting required for passage.

BY-LAW 10

Dissolution

In the event of the dissolution of this organization, any remaining funds and other assets will be donated to another organization with compatible mission.

BY-LAW 11

This Constitution and By-Laws shall supersede all previous documents and shall become effective _____.