

BY-LAWS of the Quinebaug Valley Velo Club

Revision B – Amended on 1/2/13

1. Club Fiscal Year

The Club fiscal year shall begin on January 1st and end on the following December 31st.

2. Meetings

1. The Board of Governors shall meet monthly or as determined by pending business.
2. An annual General Meeting for all Club members will be held after January 1st, but no later than February 15th for the purpose of electing the Board of Governors, soliciting ideas and feedback from the general membership, and planning activities for the coming year. Memberships can be initiated or renewed at the meeting. The meeting is open to all, including non-members, although non-members may not vote in Club elections and on Club matters. The meeting will be advertised at least two weeks in advance via email to all Club members and the Club website. For purposes of voting, persons who were members of the Club the prior year, or who join as of the date of the annual meeting shall be eligible to vote.
3. “Official” Club Rides will be arranged by Club members in concert with the Board of Governors and designated as such. Occasional or “pop-up” rides will not be considered “official” or regular Club rides but may be advertised via Club e-mail and the Club website.
4. The order of all Club meetings will follow parliamentary procedure as defined by Robert’s Rules of Order.
5. Non-members are welcome at any Club ride provided they have filled out the appropriate “waiver” forms. Non-members regularly attending Club rides will be encouraged to join the Club.
6. Decisions will be carried by majority vote of the members of the Board of Governors present at any meeting. A quorum of four members is the minimum required for an official Board of Governors meeting.
7. Meeting minutes will be distributed in a timely manner after each meeting of the Board of Governors.
8. Any Club member may propose a topic for a Board of Governors meeting at any time by contacting a member of the Board. Members will be welcome to present their topic in person at the meeting or may ask a member of the board to present the topic.

3. Duties of Officers

In addition to the functions indicated in the Constitution, officers shall have the specified duties as outlined below:

1. The President and Treasurer may sign all checks disbursing Club funds.
2. The Treasurer shall: 1) deposit all funds in the name of the Club at government insured financial institutions and, 2) present reports of financial conditions and operations at meetings of the Board of Governors and be responsible for the annual financial report to the general Club membership.

4. Dues

1. Annual dues for 2013 will be \$30.00 per year for individuals and \$50.00 per year for family memberships. Each membership is valid for the calendar year in which it is purchased. First-year members who join after July 1st will have paid their dues for the following calendar year. Sponsoring members' dues for 2013 and 2014 will be \$100, \$200, \$500, or \$1000, depending on the level of sponsorship.

5. Appointed Committee Directors and Chairpersons

Committee positions can include but are not limited to the following:

1. Membership Director: Who shall be responsible to process new and renewal applications, collect, and forward dues to the Treasurer, mail membership materials and other information to members.
2. Website Editor: Who shall be responsible to publish ride schedules and informational items.
3. Ride Director: Who shall be responsible for scheduling and informing all Club members of ride starting time, location, and route.
4. Clothing Coordinator: Who shall be responsible for designing, ordering, distributing, and generally organizing the purchase and sale of Club kits.
5. Sponsor liaison: Who shall be responsible for communicating with Club sponsors and keeping track of sponsor payments, roster of sponsors, an ensuring sponsor satisfaction.

6. Special Committee

The Board of Governors will establish, as needed, special or standing committees to support the Club's activities.

7. Budgeting and Expenditure of Funds

The Board of Governors will be responsible for the budgeting and expenditure of Club funds. The Club will not provide financial support for any member's personal cycling activities, social events, or competitive endeavors.

The Board of Governors will provide an annual financial statement to the club's membership.

8. Safe Bicycling Practices

All Club riding practices shall be in accordance with state and local traffic laws. Riding practices required by the Quinebaug Valley Velo Club include but are not limited to the following:

1. Hardshell ANSI-approved (or equivalent) cycling helmets must be worn by all members and guests on Club rides.
2. Members shall come to a complete stop at all red lights and stop signs and otherwise obey all traffic rules and regulations.
3. Members must ride to the right, with traffic.
4. Members must always ride and behave in a safe, courteous manner characteristic of the Quinebaug Valley Velo Club and reflecting positively on bicycling.
5. Ride leaders may, at any time, request a member or guest not to participate in a Club ride if the ride leader determines the safety of the participant, member, guest, or others may be in jeopardy.
6. Members shall maintain their bicycling equipment in safe and serviceable condition.
7. All participants in Club rides must sign a standard "waiver" form.
8. Children younger than 16 with at least one parent who is a Club member may ride with the Club as long as at least one parent or legal guardian is willing to accept all responsibility for the child and the child's actions and accompanies the child on the ride. The parent accompaniment provision may be waived at the discretion of the ride leader.

9. By-Law Amendment

These By-Laws may be amended by adding a new section or revised by changing a current section by a unanimous vote of the Board of Governors or by a majority vote of those present at the annual General Meeting. In all cases, any By-Law changes adopted by the Board of Governors must be adopted by the general Club membership by a simple majority vote at the next annual General Meeting of the Club. Any club member may propose an amendment to the by-laws by contacting the Board of Governors.

10. Adoption of By-Laws

These By-Laws shall be adopted by a unanimous vote of the Board of Governors and ratified at the next annual General Meeting by simple majority vote of those present. In the event of a dispute between the wording of the constitution and the by-law's, the wording of the constitution shall be definitive.

CONSTITUTION of the Quinebaug Valley Velo Club

Revision B – Amended on 1/2/13

Article I: Organizational Name

Name: The name of the Club shall be the Quinebaug Valley Velo Club, also referred to as “the Club” in the following document.

Article II: Objectives

1. To encourage the use of the bicycle for recreation, health, and as an alternative means of transportation for all age groups.
2. To publicize the value of bicycling for health, recreation, and as a participatory and spectator sport.
3. To furnish information and education pertaining to safe, skillful, and enjoyable use of the bicycle.
4. To cooperate with public authorities in the observance of all traffic regulations.
5. To provide a social support group in which individuals interested in all aspects of bicycling may participate.
6. To organize and sponsor bicycling activities.

Article III: General

The Club shall be non-partisan, non-profit, and non-discriminatory as to gender, age, race, color, religion, creed, or national origin. All money collected by dues or other means shall be deposited in the Club Treasury and be used solely for furthering the stated objectives of the Club. The Club will not engage in any activity contrary to its' non-profit status or which would be contrary to Section 501c(7) of the IRS code.

Article IV: Membership

The requirements for membership in the Club are limited to payment of annual dues.

Membership in the Club shall be in three categories as follows:

1. Individual Persons 18 years of age and above on the date of the annual meeting.
2. Family: A family shall include an individual, the individual's spouse or living partner, and children under 18 years of age on the date of the annual meeting. Family memberships shall carry one vote per adult member at the annual meeting or similar club activities.

3. Sponsor: Individuals or businesses may be members of the Club with a single vote at the General Annual Membership Meeting in one of the following categories: 1 Main (\$1000), 3 Major (\$500), 6 Minor (\$200), and Web (\$100). These categories represent “levels” of sponsorship with corresponding representation of the sponsor’s name or logo on the Club website or clothing, as determined by the Board of Governors.

Membership benefits include listings on the club roster and email list, potential sponsor discounts, regular notification of Club rides and other activities, opportunities to lead Club rides, and other privileges of membership as decided upon by the club.

Club membership shall terminate upon:

1. Nonpayment of Club dues (automatic). (Members will have until April 15th of the membership year to pay dues before being “de-listed” from the Club’s roster.)
2. Member’s resignation (automatic).
3. Board of Governors’ determination for activities detrimental to the Club’s interest. The member is entitled to a hearing 15 to 30 days after notice of the Board of Governors’ intent to terminate the individual’s membership. Membership termination shall be by a unanimous vote of the Board of Governors that the member’s actions are detrimental to the Club’s interests and termination will be effective immediately.

Article V: Board of Governors and Officers

The Club shall be governed by a seven-member Board of Governors, to be elected for a two-year term by the general membership at its’ General Meeting. The election will be staggered, with four slots being voted upon one year, and three the following year, and so on. The Board shall determine yearly, from among its’ members, officers with the following titles and duties:

1. President. The President shall be the chief official representative at all functions, preside at meetings of the Board of Governors and General Membership, oversee committee activities, expedite Club business, provide leadership in accomplishing the objectives of the Club and perform other duties as set forth by the By-Laws. The President may designate any member of the Board of Governors to carry out his/her duties in his/her absence.
2. Vice President. The Vice President will generally assist the President in liaison and other duties.
3. Secretary. The Secretary shall be responsible for various activities of the Club, including the recording of and maintaining of minutes and records of meetings and correspondence for the club.
4. Treasurer. The Treasurer shall be responsible for the collection, safekeeping, accounting of, reporting on, and disbursement of Club funds

in strict accordance with the By-Laws of the Club and rules adopted by the Board of Governors and such additional duties as may be set forth in the By-Laws.

5. Other directors: At the direction and general agreement of the Board of Governors any member of the Club may serve in a position such as Ride Director, Sponsor liaison, Clothing Coordinator, Education Director, Publicity Director, etc., depending on the current needs of the Club.

If an office becomes vacant it shall be filled by a majority vote of the Board of Governors. If at any time the number of persons on the Board of Governors falls below seven, replacement(s) will be appointed by a majority vote of the remaining members of the Board of Governors. The appointed member will be expected to fulfill the remainder of the term of their predecessor.

An officer may be considered for removal from duties for inactivity or conduct detrimental to the Club by a vote of the majority of the Board of Governors or by written petition of one-third of the general Club membership. The officer shall be given a 30-day notice of a hearing before the Board of Governors at which the Officer may appeal the decision of the Board of Governors. If the determination has been made by the general Club membership there will be no appeal process.

Election for the open slots on the seven-member Board of Governors will take place at the Club's General Meeting to be held no later than February 15th. Any member of the Club may vote in the election. In order to run for a position on the Board, an individual must have been a member of the Club for at least one year and must be 18 years of age as of January 1st of the Club fiscal year. Sponsoring members are not eligible to run for the Board of Governors; however, sponsoring members elected prior to 2013 may continue to serve on the Board until such time as their term expires. Persons running for a position on the Board must inform the current Board of Governors of their intent to run in the month prior to the General Meeting/election (including at the Meeting itself). The slate of candidates will be announced and distributed on a ballot. Members will then vote for four candidates one year and three candidates the following year, in alternating fashion, with the top vote getters filling the vacant slots. The total of seven will be said to constitute the Board of Governors. In the event of a tie, a run-off election will be held immediately.

No member of the Board of Governors shall receive any material compensation for work performed as a member of the Board of Governors.

The new Board of Governors will be expected to hold its' first meeting within one month of the election.

Article VI: Meetings

The Board of Governors shall meet monthly or as necessary to fulfill the duties of the Board.

The Club shall have a yearly General Meeting or as the Board of Governors determines. A Special Meeting may be called at any time as deemed by the Board of Governors or may be called by a written petition signed by at least ten percent of the membership. The place of the Meeting shall be announced at least two weeks in advance via email to all members and on the Club's website. A quorum shall be met by those members attending the Meeting.

Article VII: Dissolution and Disposition of Club/Corporate Assets

Upon dissolution of the Club/corporation and after all payment or provision of payment of all liabilities of the Club/corporation, the Board of Governors shall dispose of all assets of the Club/corporation to an organization that is qualified as a tax-exempt organization under Section 501(c)(3) or 501(c)(7) of the Internal Revenue Code of 1954 (as it may be amended). Any assets not disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the corporation is then located.

Article VIII: Amendments and Revisions

This Constitution may be amended by adding a new Article or revised by the Board of Governors at any regular or special meeting by a unanimous vote of those present provided that written advance notice of the proposed amendments or revision has been furnished to the membership not less than fifteen days in advance of the meeting and comments and criticism of the proposed changes have been duly taken into account. The amended Constitution must be voted on by the general membership of the Club at the annual General Meeting.

Article IX: Adoption and Publication

The Constitution shall be adopted by a unanimous vote of the Board of Governors and ratified by the general membership at the next annual General Meeting by a two-thirds vote of those present. A copy of the current Club Constitution and By-Laws must be easily accessible at all times on the Club website.