

Kickin' Asphalt Bicycle Club, Incorporated

Hilton Head, South Carolina

BY-LAWS

Article I. NAME

The name of this organization shall be the Kickin' Asphalt Bicycle Club, Incorporated. The club may also be referred to as the KABC.

Article II. PURPOSE

The purpose of this club is to promote and encourage bicycling; to educate its members and community in all aspects of the safe use and enjoyment of bicycles. For the purposes of this document, "bicycle" is defined as a non-motorized vehicle, propelled by pedals, steered via handlebars by a seated rider.

Article III. ORGANIZATION

1. Elected Officers: There shall be four (4) elected officers to provide the organization with guidance and leadership: A President, Vice President, Treasurer and Administrative Officer. These elected Officers shall comprise the Executive Committee.

A. The President shall be the official representative of the organization in all matters and shall be responsible for all activities of the organization. The President is charged with leading and coordinating the organization's programs to fulfill the stated purposes. The President shall preside at all Board meetings and all meetings of the general membership. The Education and Safety Committee reports to the President.

B. The Vice President shall assist the President in his duties in the President's absence. The Vice President shall assume such other functions as assigned by the President and the Board of Directors. The Vice President will head the Nominating Committee.

C. The Treasurer shall be responsible for the collection and disbursement of KABC funds; the reporting of financial conditions at meetings; and, the proper record keeping of KABC finances.

D. The Administrative Officer shall set up and maintain all KABC email addresses, maintain the KABC Cognito Forms account, utilize and coordinate Web and IT consultants as needed and provide administrative support to any Standing Committee or the Board as needed. In addition, the Administrative Officer will oversee the Communications Committee and its Subcommittees.

2. Elected Board Members: In addition to the Executive Committee, there shall be not less than 2 or more than 6 additional Board Members. These Board Members shall include at least the following: the Ride Director Board Member, the Membership Board Member, and two (2) Members at Large. Additionally, the immediate past president will serve as a Board Member for the term of two years after serving as President.

The Board shall meet nine (9) times per year with monthly meetings the second Tuesday of each month. There will be no meetings the months of December, April and July. Board Meetings may be added or

deleted as deemed necessary by the President in consultation with the Executive Committee. The Executive Committee may also determine whether meetings shall be held virtually or in person. A quorum for the Board shall consist of the presence of a majority of Board members then holding office.

Board members shall make all reasonable efforts to attend all regular and special meetings. A Board Member may be removed for non-performance of duties. Non-performance includes an unexcused absence from 3 or more Board meetings annually. Non-performance will be identified by the Nominating Committee and reported to the President and Executive Committee for action.

In addition to Board meetings, the Club shall hold an annual meeting of the membership each January.

The Board of Directors shall purchase and maintain liability insurance and Directors and Officers Insurance in addition to special event insurance as deemed necessary by the Board.

A. The Ride Director Board Member shall be responsible for planning and coordinating an annual ride schedule for the organization. Working with the Ride Standing Committee and Subcommittees, the Ride Director shall be responsible for planning specific routes, creating maps and cue sheets, and establishing and maintaining ride guidelines. The Ride Committee reports to the Ride Committee Board Member.

B. The Membership Board Member shall be responsible for obtaining and retention of memberships. The Membership Committee reports to the Membership Board Member. Working with the Membership Standing Committee, the membership Board member and Committee will process membership applications and renewals.

C. The Member at Large Board Members shall be responsible for ad hoc and additional issues as they arise and as the Board deems necessary and with the Vice President will comprise the Nominating Committee.

3. Standing Committees: Standing Committees shall include the Education and Safety Committee, the Ride Committee, the Membership Committee, the Communications Committee, and the Nominating Committee. These Standing Committees can be added to, combined, or amended as deemed necessary by the President and Board. Standing Committees shall meet as necessary and report to their assigned Board Member on a monthly basis.

The roles and responsibilities of the Standing Committees will be defined in a collaborative effort between the Committee chairs, the President and the Board.

Article IV. MEMBERSHIP

Regular Membership: Anyone who subscribes to the purposes and By-Laws of this organization, who pays regular dues and has signed a waiver of liability agreement shall be considered a regular member. This includes individual and family memberships. Annual dues are subject to change pending adoption of the Board of Directors.

Article V. BY-LAWS AND ADOPTION

The By-Laws shall be adopted and amended by the Board.

Article VI. ELECTION PROCESS

The Nominating Committee will present a slate of candidates to the Board for its approval.

Board terms will be for two (2) year periods and will begin in a staggered manner. The President, Vice President, Membership Director and one Member at Large shall be elected in odd numbered years while the Administrative Officer, Treasurer, Ride Director and one Member at Large shall be elected in even numbered years.

A Board position term may be repeated once for a maximum of four (4) years in any one Board position. Any vacancy that occurs of a regular Board term will be filled by an interim Board member – appointed by the Executive Committee - until the end of the original term. At that point, the interim Member can indicate a willingness to be included on a slate of candidates. Should this interim board member be elected, his/her tenure would begin at that election and would not include the time served fulfilling the original Board member's vacant seat.