

# Kickin' Asphalt Bicycle Club



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## BY-LAWS

December 2024

### 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.

### Article III. ORGANIZATION

The organization of the club will comprise of Elected Officers, Elected Board Members, Board Members-at-Large and standing committees.

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 state purposes. The President shall preside at all Board meetings and all meetings of the general membership. The President will be the Chair of the Executive Committee.
  - b. **The Vice president** shall assist the president in his/her 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 Chair the Nominating Committee.
  - c. **The Treasurer** shall be responsible for the collection and disbursement

of funds and, reporting of the club's financial conditions at meetings and the proper recordkeeping of finances.

- d. **The Administrative Officer** shall set up and maintain all technology platforms and services, coordinate web and IT consultants as needed and provide administrative support to any standing committee or the board as needed.

- 2. **Elected Board Members:** In addition to the Executive Committee, there shall be not less than three (3) and not more than six (6) additional Board Members. These Board Members shall include at least the following; a Safety & Education Director, Ride Director, Membership Director and two Board Members-at-Large.

The board shall meet six (6) times per year with meetings on the second Tuesday of each month. Board meetings may be added or deleted as necessary by the President in consultation with the Executive Committee. The Executive Committee may also determine whether the Board meetings shall be held virtually or in person. A quorum shall consist of the presence of a majority of board members (greater than 50%) 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 three (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 & Officers insurance in addition to special event insurance as necessary by the Board.

- a. **The Safety and Education Board Member** shall be responsible for the development and execution of the club's Safety and Education programs.
- b. **The Ride Director Board Member** shall be responsible for planning and coordinating annual ride schedule the organization working with the writing stand committee subcommittees the ride Director shall be responsible for planning specific route creating maps and sheets establishing and maintaining ride guidelines the ride committee reports the ride committee board member
- c. **The Membership Board Member** shall be responsible for obtaining and

retention of membership the membership committee reports to the membership board member working with the membership and committee the membership board member will and committee will process membership applications and renewals

- d. The Communications Board Member** shall be responsible for the development and execution of the club's communication strategy through uses of email, newsletters, social media, etc. The Communications Director will also have oversight of the Social Activities Coordinator(s) for developing, planning and executing the club's social events.
  - e. Board Members-at-Large** shall be responsible for ad-hoc and any additional issues as they arise and as the Board deems necessary.
- 3. Past President:** The Past President may participate in Board meetings and discussions in a non-voting advisory role for up to one year after vacating the President position.
- 4. Standing Committees:** Standing Committees shall include the Safety and Education Committee, Ride Committee, Membership Committee, Communications Committee and the Nominating Committee. The Standing Committees can be added to, combined or amended as deemed necessary by the President and Board. The Standing Committee shall meet as necessary and the Committee Chair will report to the Board of Directors.

The responsibilities of the Standing Committees will be defined in a collaborative effort between 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**

## By-Laws

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

The Board term will be from February 1st through January 31st. Board member terms will be for one (1) or two (2) year periods.

A Board position term may be repeated up to a maximum of four (4) years in any one Board position. Any vacancy that occurs during 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 Board Member can indicate a willingness to be included on the slate of candidates. Should this interim Board Member be elected, his/her tenure would begin at the election and would not include the time served fulfilling the original Board Member's vacant seat.