

BYLAWS OF THE Rollin' Chili Peppers Adaptive Cycling Club

Revised October 2018

ARTICLE I: NAME AND FORM

The name of this organization shall be the Rollin' Chili Peppers Adaptive Cycling Club ("RCPACC"). RCPACC shall be a non-profit corporation formed under the laws of the State of New Mexico.

ARTICLE II: MISSION

RCPACC is committed to promoting the adaptive sport of Adaptive cycling; furthering public awareness of the needs and responsibilities of cyclists; promoting and practicing bicycle safety; and growing participation of all Military Veteran Adaptive cyclists no matter what their interest, purpose or ability. Each member realizes that effort is required to pursue these goals and members have a right and a duty to participate in club activities and decisions.

ARTICLE III: OFFICES

RCPACC shall have as its permanent address: 208 Mescalero Rd NW #5, Albuquerque, New Mexico 87107. The RCPACC Board may designate a regular place of meeting at which business shall be conducted. All club members are welcome to attend board meetings and club meetings. Board Members are required to attend at least 2 Club Scheduled rides per month unless excused for medical reasons (I.e. Surgery from which riding would delay, endanger prevent the healing process or would acerbate the medical condition.) We must lead by example.

ARTICLE IV: MEMBERSHIP

Section 1. Membership shall be open to all Veterans and their families who support the purposes of RCPACC. Any Veteran may become a member by submitting an application and paying annual dues. RCPACC shall not discriminate against any person for any reason.

Section 2. Annual dues shall be fixed by the Board. Membership in good standing requires that dues be fully paid.

Section 3. The Board of Directors may award Lifetime Membership to members whose volunteerism has justified such recognition.

Section 4. All members will abide by the rules of conduct as set forth by the Club's Board. 1st Violation of club rules shall result in a verbal warning and a written warning signed by no less than two Board Members Subsequent Violations will require a formal inquiry/hearing conducted by the Board and may include but not limited to Sanctions, Suspensions, Expulsion and or fines for the violation as determined by majority Vote of the Board. Board members violating the Rules of conduct may be temporarily relieved of duty for a term to be determined by majority vote of the board.

ARTICLE V: MEETINGS

Section 1. An Annual General Meeting shall be held in **October**. The Annual Meeting shall be announced to the membership in the September newsletter. At the Annual Meeting those members present shall elect an executive board and officers and may conduct such other business as may come before the meeting. Candidates may be nominated from the floor. The Club President shall conduct the election. Newly elected board member terms shall commence on July 1st. If stepping Down The Club President may appoint an interim Successor that will serve untill such time that the board can arrange for a special election, This same holds true for other members of the board.

Section 2. A monthly Board meeting shall be held on a regular date chosen by the Board for this purpose. The Board shall conduct all club business at the monthly meeting. The time, date and

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place for Board meetings shall be announced in the preceding newsletter. Distributed by the Club Secretary

Section 3. A monthly membership meeting shall be held on or about the first Friday of each month.

Section 4. A Special General Meeting may be called by the Board by giving at least 30 days' notice to the membership by written or electronic communication. The notice shall state the nature of the extraordinary business to be conducted. Upon receipt of a petition signed by 20 members, the Board shall call a Special General Meeting.

Section 5. A quorum of any General Meeting shall consist of 20 members in good Standing. Proxies may be counted to reach a quorum. In the event that a quorum is not present at the Annual Meeting, the business of that meeting shall be continued to the next month, and the then-sitting Board shall continue in office until their replacements are elected.

ARTICLE VI: VOTING, ELECTIONS, AMENDMENTS

Section 1. All members in good standing shall be entitled to one vote at any General Meeting, whether annual or special.

Section 2. The treasurer shall keep up-to-date a membership list and make available at any General meeting.

Section 3. All board members and officers shall be elected by a Majority of votes at the Annual General Meeting with exception of Club President which will be elected every 2nd year. The names of all known candidates for office shall be published in the September newsletter.

Section 4. To be eligible for a Board position a member must be in good standing, Have received his/her Adaptive Cycle (Where applicable) Be a Military veteran, and must have attended at least 3 Club Rides within the previous 6 months. The board by Nomination and majority vote may grant special eligibility status to members as they deem necessary.

Section 4. Members may vote in person or by delivery of a signed absentee ballot delivered by any means to the secretary no later than the time of the election.

Section 5. Absentee ballots shall be permitted for membership and board votes. To be effective, a written, signed ballot shall be delivered to the secretary prior to the time of the election or vote.

Section 6. All actions at general meetings or at board meetings shall require the approval of a simple majority of those voting except where stated otherwise in these bylaws.

Section 7. These bylaws may be amended by a simple majority of those members voting in a general meeting called for that purpose, provided that there at least 20 members voting.

ARTICLE VII: BOARD AND OFFICERS

Section 1. RCPACC shall be directed by a Board of Directors consisting of **Eight** members who shall be committed to governing the club and upholding its democratic principles.

Section 2. The RCPACC Board shall consist of the following offices and duties:

- A. **President;** shall prepare an agenda for and presided over general and board meetings; sign checks where required; appoint representatives as necessary; inform the membership by regular publication. **Work with Event Coordinator to plan monthly programs.**
- B. **Vice-President;** shall assist the president as needed; chair the membership committee;.

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- C. **Secretary**; shall take, publish and retain minutes of meetings;; collect and count absentee ballots. Work With Media Officer to Compile Monthly Newsletter.
- D. **Treasurer**; shall maintain the membership list and collect dues and fees; provide financial reports; maintain club accounts; maintain inventory of club assets, financial and tangible; secure liability insurance.
- E. **Media Officer**: Shall Maintain and administer online media such as Facebook, Twitter, Instagram etc. shall assist President in administration of Clubs Strava Page, work with Secretary to compile and Distribute Monthly newsletter (Electronically) Deal with interviews with media sources (IE News Stations, Radio Stations etc.) Assist Event Coordinator in promotion of any Club Events and, respond to general email to the club. (This person will be the public face of the Club) For Club Events Media Office will defer to Event coordinator on all matters related to the event and will consult with Event Coordinator prior to any Interviews with Media regarding events to ensure they are prepared with Necessary Details of the event. Any Media Inquiries to other members will be referred to the Media Officer prior to any comments being made.
- F. **Event Coordinator**; promote club rides and events; develop strategy to retain and increase membership; be the primary point of contact regarding club events.
- G. **Safety Coordinator**; promote bike safety and awareness; represent the club in community events such as bike rodeos; assist government affairs chair as needed.
- H. **Past-President**; (non-Voting Board Member) to offer guidance and advice to the club Board

ARTICLE VIII: REMOVAL OF BOARD MEMBERS

A board member may be recalled by vote of the general membership as follows: at any general or special meeting having a quorum of 20, by approval of two thirds of those voting. A board member may be removed by a vote of the board after notice and for good cause such as absenteeism.

ARTICLE IX: BOARD MEETINGS

Section 1. Only Board members shall be entitled to vote at Board meetings. The Past President is a non-voting member.

Section 2. The President may call a special Board meeting by notifying all Board members at least 36 hours in advance.

Section 3. The meeting minutes shall be published in the newsletter to keep the members informed of business conducted.

Section 4. Board action shall require of quorum consisting of all seven board members voting. Proxy votes are permitted. Four board members must be present and voting for a vote to be valid.

Section 5. The President shall vote only in the case of a tie.

ARTICLE X: COMMITTEES

Section 1. The Board shall appoint the following standing committees, purposes and members.

- A. Budget Committee drafts the Fiscal budget prior to the September meeting for approval by the Board; consists of the President, Treasurer and Vice-President and up to two additional Club members.
- B. Membership Committee promotes and develops Club membership; consists of the Vice-President, Treasurer and Promotion Chair.

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C. Nominating Committee recruits and nominates candidates for open board positions; consists of the President, Secretary, Event Coordinator, Safety Coordinator, and up to two additional Club members.

Section 2. The Board may appoint special committees as needed.

ARTICLE XI: ADMINISTRATIVE AND FINANCIAL PROVISIONS

Section 1. The Board may authorize any Officer, agent, or employee to enter into any contract or execute and deliver any instrument in the name of and on behalf of RCPACC. Such authority may be general or limited. The Board shall, however, be informed of all such transactions and a copy thereof kept on file by the Treasurer.

Section 2. No loans shall be entered into on behalf of RCPACC unless specifically authorized by a resolution of the full Board.

Section 3. No loans shall be made by RCPACC to its Officers or Directors. Except by authorization of the full Board.

Section 4. All checks, drafts or other orders for payment of money shall be signed by such Officer(s) and/or agent(s) of RCPACC in such manner as is from time to time approved by resolution of the Board. Checks in an amount less than \$500 shall require the signature of the Club President, The Club Secretary and the Club Treasurer. Checks for \$500 or more shall be signed by the above and the Vice President.

Section 5. All funds of RCPACC not otherwise employed shall be deposited from time to time to the credit of RCPACC in such banks, trust companies or other depositories as the Board may select.

Section 6. All books and records of RCPACC may be inspected by any member or any member's agent or attorney for proper purpose at any reasonable time.

Section 7. The accounting year of RCPACC shall be the calendar year ending on September 30. The retiring treasurer shall make a year-to-date and a twelve-month ending September 30 financial report at the October general meeting.

Section 9. No person shall represent them self to be the agent of or present the position of the club without prior board approval.

Section 10. All club expenditures; contracts and agreements shall require approval of the board.

ARTICLE XII: INDEMNIFICATION

To the extent permitted by law, RCPACC officers and board members shall not be personally liable for actions taken in good faith on behalf of the RCPACC. RCPACC shall indemnify and defend a board member who is made a party to any civil action by virtue of his or her action on behalf of the club. RCPACC may purchase and retain insurance for this purpose.

ARTICLE XIII: ALLIANCES

Section 1. The RCPACC Board may form alliances, partnerships and associations with other organizations to further its purposes.

Section 2. The RCPACC may affiliate and partner with other cycling groups, provided that each group is separately incorporated and has its own bylaws and board of directors. The goal shall be to share volunteers and to jointly promote and support bicycling events in the community.

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ARTICLE XIV: Clinics

Officer/Board Participation shall be required to attend and participate in VA Sanctioned Adaptive Cycling Clinic (at least one day during each clinic) except where attendance and participation would interfere with employment or where Participant is medically unable to participate due to either personal medical needs or caring for a family member with medical needs. If unable to participate you are requested to notify either the Club President, Vice President or Secretary of your planned absence Vice President and Secretary will notify the President of any Absentee notifications received. Absentee member is not required to disclose the exact nature of the medical need except to relay the absence is due to medical.

ARTICLE XV: CLUB EVENTS/RIDES/MEDICAL CLEARANCE:

Any member recovering from injury (to include but not limited to Surgery) must submit a letter from their DR. granting them medical clearance to participate in sanctioned activity this includes Group/Club Rides, Special Events, and VA Adaptive Cycling Clinics. Clearance letter will be submitted to the Clubs Safety Coordinator prior to participation in event.

ARTICLE XV: ADOPTION

These bylaws are effective immediately upon ratification by the Standing Board Members as of ____/____/20__

The undersigned certify that these bylaws were duly approved by the Rollin' Chili Peppers Adaptive Cycling Club Board Members on the Above Date.

Position: Club President

Position: _____