

Bylaws of The Village Bicycle Club Rev2018.04.10

1. Name and Form

Section 1.1 The name of this organization shall be The Village Bicycle Club.

Section 1.2 The Village Bicycle Club (hereinafter referred to as TVBC or the Club) shall be composed of members and associates of the bicycling community and shall be governed by a Board of Directors and shall be presided over by a President and appropriate assisting officers.

Section 1.3 TVBC is and shall continue to be qualified and operated as a non-profit corporation under the laws of the state of Florida and pursuant to the requirements of Section 501 (c)(3) of the Internal Revenue Code of 1986, as amended.

Section 1.4 Any word denoting gender used in these bylaws shall apply equally to either gender as the context may require.

Section 1.5 The fiscal year of TVBC shall run concurrent with the annual calendar year.

2. Objects

Section 2.1 The objects of TVBC shall be:

Section 2.1.1 To associate congenial persons of good character having a common love and appreciation of bicycling as a recreational cycling activity and to abide by recognized customs and etiquette; and

Section 2.1.2 To encourage safe riding and to promote a high amateur standard of skill in the handling and riding of bicycles by encouraging exercise and fellowship and to stimulate members and associates to increase their knowledge of and skill in bicycling through self-education; and

Section 2.1.3 To promote and develop a better understanding of the need for safer riding conditions as the bicycle is a vehicle used for pleasure, health and as a non-polluting economical mode of transportation; and

Section 2.1.4 To encourage its members to render such altruistic or other civic service as it may from time to time determine.

Section 2.1.5 Club Decorum: The Villages Bicycle Club is a Villages Lifestyle Club whose mission is to create a safe, secure, and respectful environment to enjoy cycling and other club related activities. Proper decorum amongst club members and associates is essential to promote the clubs mission and create an environment of cooperation and respect between members and associates, as well as the

general public. With this goal in mind The Villages Bicycle Club has adopted a zero tolerance policy regarding the display of physical aggression, verbal abuse, and/ or sexual harassment by club members, associates, and visitors during any club ride or other sanctioned activity. Individuals observed and reported to be engaging in these type of behaviors risk reprimand or disciplinary action by the Village Bicycle Club Board of Directors. Disciplinary action following appropriate review is at the discretion of the Board of Directors and may include but not be limited to verbal/written reprimand, temporary suspension from club activities, or permanent termination of club membership or association.

3. Membership and Association

Section 3.1 Membership is open to all persons over the age of 18 years old residing in The Villages willing and able to contribute time, energy and skills to the objectives of TVBC and having made the required application to the Membership Director with the appropriate dues necessary for membership. This includes adults who have a resident ID card or visitors with a Guest ID Card. All others, over the age of 18 years old, will be able to become associates of TVBC.

Section 3.1.1. There shall be two classes of members: individual and honorary.

Section 3.1.2 Members shall have the privileges of attending all recreation center activities, including attending club meetings, voting, and social events.

Section 3.1.3 Members and Associates shall be entitled to benefits such as club rides, ride insurance, member discounts at local bicycle shops, newsletter, and social events not on Village Property.

Section 3.1.4 Only by authority of the Board of Directors, shall TVBC confer honorary membership, for one year only, to persons who are not members of TVBC and who have made a significant contribution to bicycling or to the work of TVBC. An honorary member shall not have a vote and shall not pay annual dues.

Section 3.1.5 Former TVBC presidents who served two or more years and retired in good standing shall have full membership for life and shall not pay annual dues.

Section 3.2 Termination of Membership

Section 3.2.1 When dues of any member are in arrears later than 30 days after the beginning of the dues year (i.e. January 30th), membership will be terminated automatically and without further notice. Likewise, when dues of any associate are in arrears later than 30 days after the beginning of the dues year (i.e. January 30th), the association will be terminated automatically and without further notice.

Section 3.2.2 Membership in TVBC may be terminated only by the Board of Directors and only for reasonable cause. Termination shall result for any member or elected officer who may refuse or fail to comply with TVBC bylaws or fail to abide by any special rules or regulations or cause to exist conditions

that may not be in the best interest of TVBC. Likewise, association in TVBC may be terminated only by the Board of Directors and only for reasonable cause. Termination shall result for any associate who may refuse or fail to comply with TVBC bylaws or fail to abide by any special rules or regulations or cause to exist conditions that may not be in the best interest of TVBC.

Section 3.2.3 A member or elected officer shall be notified in writing by the Board of Directors of any misconduct or charge of violation that may warrant his termination of membership. Notification of charge shall be sent within 10 days of the offense upon which said charge is based and shall be sent by certified mail return receipt requested. Likewise, an associate shall be notified in writing by the Board of Directors of any misconduct or charge of violation that may warrant his termination of association. Notification of charge shall be hand delivered or sent within 10 days of the offense upon which said charge is based and shall be sent by certified mail return receipt requested.

Section 3.2.4 After receipt of a letter to answer charges to terminate membership, the member or elected officer shall be allowed to attend the next scheduled Board meeting of TVBC to retort charges brought against him. Likewise, after receipt of a letter to answer charges to his termination of association, the associate shall be allowed an opportunity to address the Board of Directors of TVBC to retort charges brought against him within 10 days at a mutually location selected.

Section 3.2.5 This charged member, associate, or elected officer shall be allowed the privilege to have appear with him and on his behalf one member of TVBC.

Section 3.2.6 Failure to comply with Section 3.2.4 said member shall permit TVBC Board of Directors to terminate his membership or association without the need to bring this matter to a vote.

Section 3.2.7 Voluntary and involuntary resignation of any membership or association, shall not be a cause for the Treasurer of TVBC to return any prepaid dues.

4. Officers and Committees

Section 4.1 TVBC shall be governed by a Board of Directors. This Board shall be made up of the President, Vice-President, Secretary, Treasurer, Membership Director, Ride Director, Safety Director, Hospitality Director, Webmaster, and President Emeritus.

Section 4.2 The Board of Directors shall:

Section 4.2.1 Serve a minimum of one full year after being elected to their respective office at the annual election.

Section 4.2.2 Hold regular and special meetings at such times and places as it may designate.

Section 4.2.3 Make and amend bylaws and rules for its own governance.

Section 4.2.4 Determine the need to fill vacant positions on the Board of Directors and if the need exists, appoint a member, in good-standing, from the membership of TVBC providing said member meets the qualification as set forth in Section 6.1. A member so appointed will hold office until the next annual election.

Section 4.2.5 Approve all contracts or obligations that may be entered into by chairman of committees of TVBC.

Section 4.2.6 Regulate and manage policies, be vested with and have custody of all real property and other assets of TVBC.

Section 4.2.7 Enforce the authority given under these bylaws and take such action as may be necessary to advance the best interests of TVBC, to include disciplinary action for violation of TVBC policy and these bylaws.

Section 4.3 All voluntary resignations of the Board of Directors must be made in writing to the President or the Secretary.

Section 4.4 Chairman of committees shall not incur any expense to be paid by TVBC without prior approval of the Board of Directors.

Section 4.5 The President shall:

Section 4.5.1 Preside at the meetings of the Board of Directors and at all meetings thereof, in order to implement policy and to coordinate effectively the objectives of TVBC.

Section 4.5.2 Be cognizant that the mark of a good leader is to permit the voice and articulation of the minority while encouraging the acceptance of the rule of the majority.

Section 4.5.3 Have the right to cast his vote only to break a tie vote at all meetings and all committees of TVBC of which he is an ex-officio member with the exception of the Committee on Nominations and the Rules Committee.

Section 4.5.4 Appoint needed committees and chairman of these committees as may be directed by the Board of Directors.

Section 4.5.5 Upon leaving office conveys all correspondence and papers of office that may be of current and historical nature to the incoming President for his safekeeping.

Section 4.6 The Vice-President shall:

Section 4.6.1 In the temporary absence or incapacity of the President, perform the duties and exercise the powers of the President.

Section 4.6.2 Be the custodian, keep accurate inventories and determine the location of property belonging to TVBC.

Section 4.6.3 Perform such duties as may be assigned by the Board of Directors.

Section 4.6.4 Upon leaving office conveys all correspondence and papers of office that may be of current and historical nature to the incoming Vice-President for his safekeeping.

Section 4.7 The Secretary shall:

Section 4.7.1 Transcribe accurate minutes of all regular, special and Board meetings.

Section 4.7.2 Establish a roll call of officers that attend all called meetings and maintain a list of members who have been appointed to committees.

Section 4.7.3 Take possession of all documents belonging to TVBC to include the most recent and current copy of the bylaws; and to have a current roster of the membership as supplied by the Membership Director.

Section 4.7.4 As prescribed by the President, read correspondence at regular meetings, send out notice of Board Meetings via the TVBC website, and perform other Club correspondence.

Section 4.7.5 Perform such duties as may be assigned by the Board of Directors.

Section 4.7.6 Upon leaving office conveys minutes of all past meetings, correspondence and all other papers of current and historical importance, to the incoming Secretary for his safekeeping.

Section 4.8 The Treasurer shall:

Section 4.8.1 Receive and make deposits of all checks and cash collected as assets of TVBC, making copies of all checks before deposit is made.

Section 4.8.2 Pay by check when possible, all invoices when accompanied with receipts and when clearly authorized by a committee chairman through the Board of Directors. Expenditures presented for payment without proper receipts will be paid only after approval has been given to do so by the Board of Directors.

Section 4.8.3 Give a financial report when required by the presiding officer to do so, and present to the Board of Directors an audited financial statement at the annual Board meeting to be presented to the

membership for acceptance.

Section 4.8.4 Record and maintain all financial records as recommended and accepted by GAAP [insert] Generally Accepted Accounting Practices and correspond with all local, state and federal offices when and as necessary to maintain TVBC as a not for profit corporation.

Section 4.8.5 Receive all membership dues, and after making a copy of all checks deposit these monies in a timely manner.

Section 4.8.6 Pay by check when possible, all monetary donations authorized by a majority vote of the Board of Directors.

Section 4.8.7 Perform such duties as may be assigned by the Board of Directors.

Section 4.8.8 Upon leaving office conveys to the incoming Treasurer, all financial records, correspondence and all other papers of current and historical importance for his safe keeping.

Section 4.9 The Membership Director shall:

Section 4.9.1 Receive applications for membership and association, determine eligibility, collect the appropriate dues and present these monies to TVBC Treasurer to be placed on deposit. Also, follow up with new members and new associates to help them assimilate into TVBC.

Section 4.9.2 Publish on the TVBC website, at least 45 days and again 15 days before the end of the dues year, a reminder that dues are due and payable by January 1st.

Section 4.9.3 Maintain a current roster of the membership of TVBC.

Section 4.9.4 Submit ~~Publish~~ a membership roster to the Board of Directors by 15 March of each year to include last and first name, address, city, state, zip code, telephone number and e-mail address.

Section 4.9.5 Distribute the membership roster to all members and associates via e-mail before 1 April of the dues year to include last and first name, telephone number and e-mail address.

Section 4.9.6 In the temporary absence or incapacity of the Hospitality Director, perform the duties and exercise the powers of the Hospitality Director.

Section 4.9.7 Perform such duties as may be assigned by the Board of Directors.

Section 4.9.8 Upon leaving office conveys to the incoming Membership Director, all membership records, correspondence and all other papers of current and historical importance for his safe keeping.

Section 4.10 The Ride Director shall:

Section 4.10.1 Plan, organize and invite the membership to club recreational rides. This includes, but not limited to, the acquisition of ride leaders and scheduling of meeting places and times convenient to all riders who may wish to attend.

Section 4.10.2 Publish a ride schedule via the TVBC website in a timely and accurate manner. Incorporate with this ride schedule a statement of required traffic safety rules as published by the Florida State Safety Officer, Florida Department of Transportation.

Section 4.10.3 Have available for all ride leaders copies of TVBC release and waiver of liability forms hereafter known as visitor forms, that shall be signed by all participating riders in a designated ride whereas without a signature of release riders will be denied the privilege to participate in the ride.

Section 4.10.4 Collect and retain and convey all visitor forms from past events to the Secretary for safe keeping.

Section 4.10.6 Determine that all visiting riders have a helmet and will be riding with a specific TVBC member or associate during the ride.

Section 4.10.7 In the temporary absence or incapacity of the Safety Director, perform the duties and exercise the powers of the Safety Director.

Section 4.10.8 Perform such duties as may be assigned by the Board of Directors.

Section 4.10.9 Upon leaving office conveys to the incoming Ride Director all records, correspondence and all other papers of current and historical importance for his safe keeping.

Section 4.11 The Safety Director shall:

Section 4.11.1 Plan, organize and invite the membership to club training rides. This includes, but not limited to, the acquisition of ride leaders and scheduling of meeting places and times convenient to all riders who may wish to attend.

Section 4.11.2 Represent TVBC in all safety related issues within TVBC and throughout the community.

Section 4.11.3 Incorporate with the ride schedule a statement of required traffic safety rules as published by the Florida State Safety Officer, Florida Department of Transportation.

Section 4.11.4 Have available for all ride leaders copies of TVBC release and waiver of liability forms hereafter known as visitor forms, that shall be signed by all participating riders in a designated ride whereas without a signature of release riders will be denied the privilege to participate in the ride.

Section 4.11.5 Determine that **all** riders have a helmet, mirror, & hydration.

Section 4.11.6 Collect, forward to the appropriate officials, promulgate, and retain information about all safety issues involving club recreational and training rides. This will include gate malfunctions, accidents, and traffic crash reports.

Section 4.11.7 In the temporary absence or incapacity of the Ride Director, perform the duties and exercise the powers of the Ride Director. Also, perform such duties as may be assigned by the Board of Directors.

Section 4.11.8 Upon leaving office conveys to the incoming Safety Director all records, correspondence and all other papers of current and historical importance for his safe keeping.

Section 4.12 Hospitality Director shall:

Section 4.12.1 Plan, organize and direct all club social gatherings, picnics, and parties. This includes the purchase of food and supplies for these events or the delegation of these purchases and the presentation of receipts to TVBC Treasurer for reimbursement.

Section 4.12.2 Be the custodian, keep accurate inventories and determine the location of all food and related property belonging to TVBC.

Section 4.12.3 In the temporary absence or incapacity of the Membership Director, perform the duties and exercise the powers of the Membership Director.

Section 4.12.3 Perform such duties as may be assigned by the Board of Directors.

Section 4.12.4 Upon leaving office conveys all correspondence and papers of office that may be of current and historical nature to the incoming Hospitality Director for safekeeping.

Section 4.13 Webmaster shall:

Section 4.13.1 Maintain TVBC website, Facebook page, and email account.

Section 4.13.2 Maintain electronic copies of all TVBC documents, photos, and videos on the cloud.

Section 4.13.3 Perform such duties as may be assigned by the Board of Directors.

Section 4.13.4 Upon leaving office conveys all correspondence and papers of office that may be of current and historical nature to the incoming Webmaster for his safekeeping.

Section 4.14 President Emeritus shall:

Section 4.14.1 Provide sage guidance and historical context to the Board of Directors.

Section 4.14.2 In the temporary absence or incapacity of both the President and Vice-President, perform the duties and exercise the powers of the President.

Section 4.14.3 Perform such duties as may be assigned by the Board of Directors.

Section 4.14.4 Upon leaving office conveys all correspondence and papers of office that may be of current and historical nature to the President for his safekeeping.

5. Meetings, Notice and Quorums

Section 5.1 The rules contained in the most current edition of Robert's Rules of Order (<http://www.robertsrules.org/>) shall govern in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order which TVBC may adopt.

Section 5.2 Unless otherwise provided by the members or the President, the order of business at all meetings of TVBC shall be:

Determination of Quorum
Acceptance of Minutes
Reports of Officers
Reports of Committees
Unfinished Business
Elections
New Business
Adjournment

Section 5.3 Regular membership meetings of TVBC will be held each month at a time and place designated by the Board of Directors.

Section 5.4 Special meetings of TVBC may be called at any time and place by the President and if so called shall be by written request filed with the Secretary not less than 15 days before the meeting.

Section 5.5 Special meetings may be called by the members and if so called shall be by written request signed by at least 12 members from TVBC membership in good standing and filed with the Secretary no less than 15 days before the meeting date.

Section 5.6 TVBC election of officers shall be conducted during the annual meeting.

Section 5.7 Notice of monthly membership meetings shall be published on the TVBC website.

Section 5.8 Voting at meetings shall be only by members in good standing and all votes shall be cast in person. To be counted, a voter must be in attendance at the time the vote is taken.

Section 5.9 A quorum at any regular or special meeting of TVBC shall be not less than 12 active members in good standing.

Section 5.10 A quorum at any meeting of the Board of Directors shall be no less than 50% of the number of Board members holding office and in good standing.

Section 5.11 A quorum at a committee meeting shall be no less than the majority of the number of members as appointed.

6. Nominations and Elections

Section 6.1 Members of TVBC shall be qualified for nomination, election and permitted to accept an office on the Board of Directors of TVBC if he is a member in good standing and has been a member of TVBC for at least one full year before being nominated.

Section 6.2 A member shall only be eligible for election to the Board of Directors if he is nominated by the Committee on Nominations or by being nominated from the floor during the election of officers. If nominated from the floor, the member nominated must meet the same qualifications as stated by Section 6.1.

Section 6.3 At the annual meeting and on odd years the office for President, Secretary, Ride Director, and Hospitality Director shall be elected. On even years the office of Vice President, Treasurer, Membership Director, and Safety Director shall be elected. All elected offices will be for a two year term.

Section 6.4 The Committee on Nominations shall be comprised of one (1) member to a maximum of three (3) members of TVBC in good standing.

Section 6.5 The Chairman of the committee on nominations shall name the members of his committee within one (1) month after the election of the new Board of Directors. This exposes the members of the nominating committee to the membership and the individual recognition that each member may bring to their attention during the next club year.

Section 6.6 In the event of a nominee dying, refusing nomination, or becoming incapable of serving in office, forthwith nominate a replacement.

Section 6.7 A member of the Committee on Nominations shall not be elected to the Board of Directors during his year of tenure.

7. Dues

Section 7.1 The annual dues year of TVBC shall run concurrent with the annual calendar year.

Section 7.2 Membership and association dues paid to TVBC for the subsequent year shall be fixed annually no later than 45 days prior to the end of the current dues year. In the event that no such annual dues are so fixed, they shall be the same as for the current year.

Section 7.3 No change shall be made to the annual dues unless notice of proposed change has been included in the call to said meeting and published on the TVBC web site at least 21 days prior to the meeting.

8. Bylaws

Section 8.1 The bylaws of TVBC may be revised at any time by a Rules Committee that shall be appointed by the Board of Directors. This committee shall convey all proposed changes to the Board of Directors for its approval.

Section 8.2 After the Board of Directors has approved the proposed change it shall be published via the TVBC website no less than 21 days before the date of the designated membership meeting for approving changes. Changes to the bylaws shall require a two-thirds vote by the members attending and voting for approval.

Section 8.3 A copy of the current Bylaws shall be published on TVBC website.

9. Miscellaneous

Section 9.1 Any oral or written correspondence by a member or associate with non-TVBC groups or individuals, public or private, which represents any official TVBC policy, or position or which implies that the member is an official representative of TVBC shall have the prior approval of the President or the Board of Directors.

Section 9.2 Unless otherwise approved in advance by the Board of Directors, all services performed for TVBC by its members or associates shall be without monetary compensation of any kind.

Section 9.3 No person shall take advantage of TVBC membership or association status in order to achieve personal gain or remuneration which would otherwise be unavailable.

Section 9.4 No member or associate of TVBC shall have, as an individual, any interest in or title to the assets of TVBC.

Section 9.5 The official publication of TVBC shall be posted on the TVBC website.

10. Distribution of Assets After Termination

Section 10.1 In the event of the dissolution, all the assets then belonging to TVBC shall be assigned to an institution which qualifies for tax exemption under Section 501 (c)(3) of the Internal Revenue Code of 1986, as amended, or by such other section of the code by which TVBC is exempt. The recipient of such assignment shall be selected by the Board of Directors.