

New Orleans Bicycle Club Constitution and Bylaws

Article I - Name

This organization shall be known as the New Orleans Bicycle Club, a not-for-profit Louisiana corporation, also referred to herein as "NOBC."

Article II - Purpose

The purpose of this club shall be to promote cycling, with the emphasis on racing, in the state of Louisiana. This purpose shall be accomplished by:

- Promoting interest in the sport of bicycle racing at all levels;
- Sharing information on bicycle racing skills and training;
- Sharing information on bicycle safety, responsibility, bike maintenance and equipment;
- Conducting rides and other bicycle related events, including races;
- Advocating for support for cycling among the public, government agencies, and elected officials.

Article III - Membership

Section 1 – Eligibility for Membership. Membership is open to all persons.

Section 2 – Application for Membership. Membership is established by completing the membership form and waiver provided, online or on paper, and payment of dues.

Section 3 – Dues. Membership in the NOBC shall be on a calendar year basis beginning January 1 and ending December 31 of each year. Membership dues rates for various categories of memberships shall be established by the Board.

Section 4 – Suspension or Revocation of Membership. NOBC reserves the right to suspend or revoke a membership at any time for conduct detrimental to the image of the club or safety of its members. Any charges involving suspension or revocation of membership shall be submitted in writing to the president with a full statement of evidence on which the charges are made. The Board shall then have the responsibility of deciding whether the charges are valid. If so, the Board shall give the accused member thirty days to answer the charges after notification. If the charges are answered to the satisfaction of the Board, they shall be dropped without further action. If the charges are not answered to the satisfaction of the Board, the charges shall be presented to the membership at a meeting or electronically and members shall be allowed to vote for or against the recommendation of the Board by secret ballot. If two-thirds of the members consider the charges sustained, the recommendation of the Board shall be carried out.

Section 5 – Membership Status. A member shall be considered to be in good standing upon completion of the membership application and waiver and payment of dues for the current calendar year. Any member of the club in arrears for dues for one year shall cease to be a member of the NOBC until he or she has paid dues. A member who has not paid his or her dues for the current year shall not be eligible to vote.

Section 6 – Membership Responsibilities. (a) At the time of membership application, members shall sign a waiver assuming full responsibility for their own conduct and releasing the club and its officers from any and all liability for any accident, injury or loss incurred at any club-associated activity. (b) Members are required to wear the official NOBC jersey in any race in which they compete, unless, in the case of new members, the official jersey has not yet been made available for purchase. Failure to wear the NOBC jersey at a race without a valid reason will result in the member being charged with disregard of

club policies and the possibility of a six month suspension. (c) Members actively and routinely engaged in racing are expected to purchase racing licenses from the appropriate national governing body.

Article IV – Officers and Board

Section 1 – Members of the Board and Officers. The officers of the NOBC shall be a President, Vice President, Secretary, and Treasurer. The officers of the NOBC shall also constitute the corporate Board. The Board may appoint from the membership of the club individuals to manage and administer such club functions and events as the Board deems appropriate. the Board shall appoint all standing and ad hoc committees.

Section 2 – Election of Officers. The Board shall call for nominations for officers in November and elections shall be held in December of each year. All officers shall hold office for a period of one year, beginning January 1. An elected officer may hold office for an unlimited number of years.

Section 3 – Duties of Officers. The duties of NOBC officers shall be such as usually pertain to such officers.

President: The President shall be the presiding officer at all club meetings and ex-officio member of all committees.

Vice President: The Vice President shall preside in the absence of the President and may perform other duties as assigned by the president or Board.

Secretary: The Secretary shall keep all official corporate records, conduct all official club correspondence and take minutes at club meetings. The Secretary shall record and compile all actions approved by the membership at meetings.

Treasurer: The Treasurer shall be the custodian of club funds. The treasurer shall prepare a budget at the beginning of each year, and shall provide an annual financial report at the end of each year. The treasurer may make expenditures of club funds for regular and budgeted expenses as delegated by the President. The Treasurer shall keep all books of accounts, file all required tax returns and pay all tax liabilities in a timely manner.

Section 4 - Removal and Replacement of Officers. Grounds to support removal of an officer include dereliction of duty, negligence, fraud, or actions not in accordance with the purposes of the club. If such grounds for removal are considered to exist, the other members of the Board shall notify that officer in writing of such actions or non-performance. If the officer continues such actions or continues to fail to fulfill the duties of the office the other members of the Board, by unanimous vote, may remove that officer and appoint a replacement for the remainder of that officer's term. In the event of the resignation or demise of an officer the Board shall appoint from among the membership of the NOBC a replacement to complete the unexpired term of office.

Section 5. No officer of the NOBC may be employed by the NOBC, nor participate in the profits of any contract with CBC, nor vote on the matter of a contract with NOBC if he or she is the owner, officer, director or shareholder of any contracting concern, company or corporation.

Section 6. The affairs of the NOBC shall be managed by the Board in accordance with the laws of the United States of America, the laws of the State of Louisiana, and the NOBC Constitution and Bylaws.

Article V – Amendments to the Constitution and Bylaws

The Constitution and Bylaws of the NOBC may be amended as follows:

1. The board of directors shall adopt a resolution setting forth the proposed amendment(s) and directing that it be submitted to a vote of the eligible members either electronically or at a meeting.
2. Notice of the proposed amendment(s), or a summary of the changes to be made, shall be provided to each member entitled to vote.
3. Notice of the election date(s), and manner of the election (electronic or otherwise) shall be provided to the membership not less than 5 nor more than 60 days before the date of the election.

4. Amendments shall be approved by a simple majority of eligible members.

Article VI – Termination

In the event of termination and dissolution of the NOBC, its remaining assets shall be distributed to the primary sponsor(s) or Louisiana-Mississippi Bicycle Racing Association, as determined by the Board.