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Charter for Team Bicycles, Inc.

Bedford, Texas

INTRODUCTION:

Team Bicycles, Inc (TBi) is an organization to develop and promote safe cycling in and around the North Texas area for all forms of bicycle road racing, fast recreational riding and track racing. Membership is not restricted to any geographic location as TBi is open to membership to all geographic locations.

TBi is affiliated with the USCF division of USA Cycling and it is also a founding member of the Texas Bicycle Racing Association (TxBRA). This organization was founded in 1986 as the Mid-Cities Wheelmen (MCW) and became known as Team Bicycles, Inc. in 2001.

Article I: Membership

Upon payment of annual dues, anyone may be a member (Refer to Article III below). There is no barrier to membership except as specifically written in this document and is open to all people who enjoy cycling regardless of age, race, religion, ethnic background, physical condition, experience, gender, etc. There are no distinctions in TBI membership as to level of skill and riding/racing abilities.

- New member – membership fee with current new jersey
- Renewal membership – membership fee, without jersey purchase required.
- The membership period is defined from January 1st to December 31st of the same calendar year.
- Membership is suspended after 90 days of non-payment of dues, reinstatement of membership is upon receipt of past due fees and acceptance by the Officers.

If more than a year has lapsed in payment of membership dues, a full new membership is required.

Note: On years that a new jersey design is created, each member is required to purchase a jersey with their membership, renewal or new.

Article II: Club Meetings

Will be held the first Monday of each month, when that date is a national holiday the meeting will be held the following Monday. The location and starting time for the meeting will be determined by the President and the membership will be notified at least two weeks prior to the meeting using both on-line media and the club newsletter, The Seat Post. The annual awards meeting will be held at the December meeting on a date and location provided two weeks prior to being held.

Article III: Officers

The Officer positions of TBI are elective by the membership and are composed of team members who agree to serve after being nominated by either another member or themselves.

Officers are elected to one year terms and are defined by the bylaws as Voting or Non-Voting officers.

Elected Officers take their position on January 1st each year and serve through December 31st of that year.

There are no term limits regarding Officer positions.

They are nominated during October each year and elected during November each year by majority vote of the membership. Note: during 2003, elections will be held after the adoption of this charter.

Although there are duties and areas where specific officers are to take leadership and are authorized to make routine decisions, all major decisions will be made by the Voting Officers as a group using a majority rules format for decisions and these decisions are binding on all members.

In the event that three members of the voting Officers dissent on a issue, the issue can be brought up for consideration by the general membership, if the three Officers present a petition to the President stating their position and desire to have the membership vote on this issue. The decision reached by the majority of the membership will then be considered binding on all members.

- No member may hold more than one office at any one time.
- The minimum age to hold an office shall be nineteen years old.
- The Officers reserve the right to deny membership privileges, by means of simple majority vote, to any one individual seeking such membership, for any reason deemed detrimental to the image and core values of TBi.
- All Officers who race in USCF events shall only race for TBi.

BYLAWS

Article IV: Executive Committee

Executive Committee (See Note #2, page 8)

The 2003 and beyond Executive Committee will consist of the following Voting Officers: President, Vice-President, Secretary, Treasurer, Race Director, and two (2) At-Large Officers. They will meet as required, either in person or on-line and will be responsible for club policy and expenditures as designated in this document. Decisions by the Executive Committee are not dependant upon approval of the membership before being implemented except as specifically designated in this document.

- All decisions are made by simple majority vote.
- Any matter involving Team Policy or expenditures over \$100 require an executive Committee vote (i.e. race budget, coaching, travel, clothing, awards, etc.).
- Voting can be done at an Executive Committee meeting or on-line.
- Matters should have a maximum of 7 days for voting and resolution by the Executive Committee. The Committee will strive to meet this deadline.
- Five members of the Executive Committee make up a quorum for voting if the time limit of voting has been reached and no decision has been made.

- All voting topics and issues must be written and circulated among the Officers prior to voting.

President:

He or She shall have the following duties and powers:

- Overall supervision of the club's activities.
- Responsible for generating the long term goals of the organization.
- Proposes the annual budget for consideration by the Executive Committee.
- Power to contract the team in all areas of club business.
- Establishes the agenda for all meetings of the officers and general members.
- Has signature power on the team funds.
- Presides at all meetings of the organization.
- Decides all questions of order at all meetings.
- Appoints all committees.
- Represents TBi at external affairs, is the TBi voting delegate for TXBRA or delegates a Officer to serve in his absence.
- Coordinates all promotional activities of the organization, promotes all team races.
- Is the Promoter of Record for all USCF or other competitive events promoted by TBi.

Vice President:

He or She shall have the following duties and powers:

- Assumes duties of President and assumes his/her duties and powers in his/her absence.
- Advisor to all standing and special committees.
- Monitors club race/ride activities.
- Monitors coaching and seminar activities.
- Informs the members of any rule changes as issued by the TxBRA or USCF.
- Represents the sponsors of Tbi to the Executive Committee.
- Responsible for gaining new sponsors / advertisers for TBi
- Has the power to accept sponsorship agreements with approval of the Executive Committee.
- Derives and coordinates advertising for the club newsletter.
- Assists and represents the club on all USCF promotional activities
- Coordinate the Jersey and Clothing design process, order clothing, receive and inspect clothing, before transferring the inventory to the Treasurer.
- Special assignments as may be given by the President.

Secretary:

He or She shall have the following duties and powers:

- Drafts all official correspondence as approved by the officers.

- Records and distributes minutes of all meetings of the officers and general membership.
- Distributes bulletins on general matters with other clubs and associations.
- Countersigns all written contracts approved by the officers.
- Maintains all of the club's records, receives and files all correspondence.
- May act as the organization Historian or appoint a member to act in that position.
- Generates a monthly newsletter called the “The Seatpost” to be mailed to the membership & posted on the team web site via the web master.
- Is the contact of record for the USCF.
- Special assignments as may be given by the President.

Webmaster:

The Webmaster serves under the auspices of the position of the Secretary. This is an Officer position with no vote on the Executive Committee.

He or She shall have the following duties and powers:

- Administers the TBi website.
- Communicates with the membership and community through the website.
- Tallies the results of physical and Internet voting.
- Keeps the membership email list.
- Moderates the Executive Committee Forum.
- Administers and moderates the Team Forum.

Treasurer:

He or She shall have the following duties and powers:

- Administers dues notices, consistent with the laws of the organization.
- Administers receipts for collection of dues.
- Receives all funds taken in by the organization and deposits same to the credit of the organization in depositories approved by the officers.
- Distributes funds duly authorized in the annual budget approved by the officers.
- Signs all checks issued by the organization.
- Maintains accurate financial records of receipts and disbursements of organization funds. Upon request, such records shall be made available to officers, and general members.
- Has signature authority on the TBi account(s)
- Maintains audit procedures and controls for all club assets, equipment.
- Neither the TBi treasurer nor any agency thereof shall have the authority to borrow money, enter into a contract or otherwise incur indebtedness without the express written approval of the Executive Committee.
- Publishes to the Executive Committee and the membership a bi-monthly financial report.
- Works with the President to author budgets for various aspects and activities of TBi.
- The inventory of all saleable items should be kept and distributed by the Treasurer

- Special assignments as may be given by the President.

Race Director (Team Captain):

The position of Race Director is to be filled by appointment of the Executive Committee from members in good standing. Upon appointment, the Race Director shall be ratified by a simple majority vote of members of TBi who are holders of a valid current USCF Racing license. If the candidate is not ratified, a new candidate shall be appointed by the Executive Committee and presented to the licensed membership for ratification. This process is continued until the appointed person is ratified by a simple majority.

He or She shall have the following duties and powers:

- Administers the Racing Budget (which is determined annually by the Executive Committee)
- Sets monthly race allotments and procedures.
- Determines the SWAG for racers on the basis of results and racer value to TBi.
- Selects and presents a yearly budget and plan for club racing activities.
- Recommends the races to be held each year either as sanctioned events or as club events in a manner as to meet guidelines and requirements of TxBRA, USCF and TBi rules.
- Oversees the race rules and policies for TBi members.
- Maintains the Rider Recognition (ROY points for example) programs.
- Directs and Coordinates TBi's racing activities.
- Responsible for the organization of all non USCF club races.
- Appoints marshaling coordinator for events as required.
- Appoints and coordinates the Race Task Committee, including but not limited to: Road, Track, Time Trial and Criterium racing.
- Acts on behalf of TBi to ensure that the racing team presents an acceptable image of TBi at racing events
- Special assignments as may be given by the President.

At-Large Officers (Two positions)

Shall have voting powers as members of the Executive Committee.

He or She shall have no specified duties and powers and serve to assist the Executive Committee:

- At-Large Officers shall be nominated from a group of members considered as Life Time Members and from Long Term Members (more than 5 years as members of the club).
- At-Large Officers will be nominated by the General Membership.
- At-Large Officers will be elected by the General Membership, by simple majority vote.
- At-Large Officers will be elected to a two-year terms, for the 2003 year only one At-Large Officer will serve until Dec. 2004 and the other will serve until Dec., 2005.

- The At-Large Officer with the longest remaining time on his or her term will automatically be the Senior of the two positions and will be appointed by the Executive Committee to fill any other Officer position opened before the end of that positions term.

Note#1:

TBi life members are past Presidents, or members selected for outstanding contributions to the team and validated by the membership. Selection or nominations are made from time to time when a deserving member is identified, this is usually done by the President and voted on by the Executive Committee.

Article V: Plebiscites and Appeals

- The Executive Committee by a vote of 3 members (minimum) can table for one month any pending legislation before the Executive Committee and ask for input from the membership prior to a vote by the Executive Committee.
- IF three voting officers of TBi concur, any Executive Committee's decision can be brought to the membership for resolution.

Article VI: Voting

Note: For the year 2003 Officers will serve from the ratification date of their election in 2003 to December 31st, 2004. The nomination period for the first election following the ratification of this document by the Executive Committee is tentatively set to open February 3rd , 2003, close Feb. 16th , 2003 and the election voting to begin on-line February 17th. , 2003 and to close at the March 3rd, 2003 club meeting to be held at a location to be designated y the President. Notification of the exact dates and location of the meeting will be presented to the membership both by electronic media and via the club newsletter, The Seat Post. A postal mailing of the all nominated members for every position will be sent to all members after nominations close.

➤ **Officer Elections:**

- Nominations will be taken once the election is announced (for emergency elections) or opening October 1st and closing October 15th for annual elections.
- A nomination is not valid until the person nominated agrees to accept the nomination.
- Nominations will be accepted both at a physical club meeting and by electronic media.
- Voting by members will be available on-line for a minimum of 15 days prior to the next scheduled meeting after nominations close.
- At the next scheduled meeting ballots will be available and signed votes will be taken from members in good standing who are present at that meeting.
- Annual elections are to be finalized, verified and published at the November meeting of the election year.

- Emergency elections will be called at any time in the event of an At-Large Officer vacancy due to the Senior At-Large Officer filling the non-expired term of another Officer who vacated his or her office for unforeseen circumstances. Until the emergency election is held the Executive Committee will select a member in good standing to serve in the vacated At-Large Officer position. That person will automatically be nominated with other open nominations from the membership to contest the special election.
- **Matters requiring membership votes may be done both on-line and in person.**
 - The matter must be announced at a meeting and published both on-line and in “The Seatpost” Newsletter.
 - Voting will take place on-line for a minimum of 15 days after the publication date, at the start of the next meeting any physical votes will be taken (votes must be signed in person at the meeting). The votes will be then tallied, verified and announced at that meeting.

Note #2

The 2002 Executive Committee appointed by the current President will meet and ratify this document prior to the February, 2003 meeting and will consist of the current TBI officers, President Jim Connally, Vice President Art Pacione, Treasurer/Web Master Andy Hollinger, Race Directors Don Merritt and Nathan Larimer, News Editor Jerry Vargas and life time members Ray Allen, Mike Reade, Ron Ennis, and as a interested team member, John Woodson.

Article VII: Order Of Business

- Call the meeting to order
- Reading and adoption of the minutes
- Old business
- Treasurer's report
- Reports of existing committees
- New business
- Adjournment

Article VIII: Motions

All motions at regular meetings will be informal, but members must first be recognized by the presiding officer.

Article IX: Committees

All committees shall have a chairperson and co chairperson and report all activities of their committee at each regularly scheduled meeting.

Article X: Rules For Racing

The club shall publish annually a list of rules and regulations for racing.

Amendments

1. These bylaws after being enacted by the 2002 Executive Committee shall not be amended, suspended, altered or repealed in whole or part, except by a majority vote by the current Executive Committee and following that a simple majority vote of the membership.
2. The method for amending, suspending, altering or repealing the Bylaws shall be as follows:
 1. Any change shall be submitted to the Executive Committee for discussion and analysis. The Executive Committee shall inform the membership of its opinion of the proposed change(s). The Executive Committee may also propose its own change(s).
 2. The Executive Committee shall announce that a change(s) in the Bylaws has been proposed, shall cause the change(s) to be published in the newsletter and/or on the web site, and shall set a date for a vote to coincide with the date of a business meeting of the Club one month after the month in which the proposed change(s) have been published in the newsletter and/or posted on the web site.
 3. Members have the right to be informed on all matters, legal documents, and official records
 4. Visitors or special guests of TBI may be invited to attend affairs of the organization at the discretion of any officer.