

By-Laws of the Albany Bicycle Coalition, Inc.
FINAL November 17, 2011

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of the
Albany Bicycle Coalition, Inc.
FINAL November 17, 2011
[Revised 5/1/18]

Table of Contents

Article		Page
Article I -	Name	1
Article II -	Objectives	1
Article III -	Membership	2
Article IV -	Officers	3
Article V -	Dues and Financial	4
Article VI -	Meetings	4
Article VII -	Committees	4
Article VIII -	Dissolution	5
Article IX -	Amendments	5
Article X -	Receipt of Funds and Awards by Officers	5
Article XI -	Miscellaneous	5

Article I – The Albany Bicycle Coalition, Inc.

Section 1 – The name of the organization is the Albany Bicycle Coalition, Inc.

Section 2 – The Albany Bicycle Coalition (the Coalition or ABC) is a New York State not-for-profit corporation formed to further bicycling in Albany and the Capital Region.

Article II – Objectives – The objectives of the Coalition are as follows:

Section 1 – To advocate in favor of cycling issues with local, regional, state, and federal governments and other organizations.

Section 2 – To encourage the appreciation of bicycles as a means of transportation and recreation in the community.

Section 3 – To further the education and experience of members by organizing, arranging and/or conducting rides, demonstrations, lectures, and workshops.

By-Laws of the Albany Bicycle Coalition, Inc.
FINAL November 17, 2011

Section 4 – To provide members with opportunities to engage in bicycle-related activities.

Article III – Membership

Section 1 – Membership shall consist of those who support the objectives of the Coalition.

Section 2 – Voting members shall be comprised of those who have paid membership dues.

Article IV – Officers

Section 1 – The officers of the Coalition shall be the President, Vice President, Secretary, and Treasurer. Each candidate for office shall be selected by a nominating committee as defined in these by-laws and voted into office by the voting members at the April meeting, and will take office at the June meeting. The officers shall be constituted as the Board of Directors. In the absence of both President and Vice President, the officer next enumerated, who is present, shall discharge the duties of president.

Section 2 – Terms of elected officers shall be for two [2] years and will be assumed the day following the June general meeting. All officers may be reelected to additional terms of office not to exceed two [2] consecutive terms. Any officer serving the maximum number of consecutive terms may be re-nominated for the same office after one-year hiatus from said office. This does not preclude or prevent this individual from serving in another official capacity providing she or he is duly nominated and elected to another office.

Section 3 – Any officer may resign his or her office at any time by delivering a written resignation the President or Secretary. The acceptance thereof shall not be necessary to make such resignation effective.

Section 4 – Any officer may be removed from office at any time, with cause, by the affirmative vote of a majority of the voting members at any meeting at which there is a quorum or at a special meeting called for that purpose at which there is a quorum.

Section 5 – President: The president shall –

- a. Be a voting member as defined in these by laws
- b. Preside at all meetings of the Coalition
- c. Represent the Coalition to the public as the occasion arises
- d. Act as the chief liaison between the community at large and the Coalition
- e. Render a report, together with Treasurer, to the membership on the condition of the Coalition at the general meeting in May
- f. Pass to the President-elect, in good order, the records of organizational activities at the June meeting.

By-Laws of the Albany Bicycle Coalition, Inc.
FINAL November 17, 2011

Section 6 –Vice President: The Vice President shall –

- a. Be a voting member as defined by these by laws
- b. Assume the full duties of the president in the absence of the President.

Section 7 - Secretary: The Secretary shall –

- a. Be a voting member as defined by these by laws
- b. Keep current a complete membership list
- c. Keep minutes of all meetings which shall be the official record of all business transacted
- d. Report such minutes at regular meetings
- e. Submit an annual report at the May meeting
- f. Record attendance at each meeting
- g. Sign all notices issued by the Coalition
- h. Maintain all historical records, committee reports, or other records as directed by the president
- i. Turn over to a successor all documents and records pertaining to Coalition business at the expiration of the term of office

The Secretary may appoint another voting member to record the minutes of the meetings.

Section 8 – Treasurer: The Treasurer shall –

- a. Be a voting member as defined by these by laws
- b. Have charge of all Coalition funds
- c. Deposit all funds to the credit of the Coalition in such bank or depository as designated by the President.
- d. Disburse the funds for all expenditures that shall have been documented in writing. The President shall sign checks in the absence of the Treasurer.
- e. Keep complete and accurate records of receipts and expenditures. The Treasurer's accounts may be audited at any time by a Certified Public Accountant or other qualified individual selected by the President
- f. Report to the officers at their regular meetings.
- g. Submit an electronic and written report to the President on the state of the funds on or before June 30.
- h. Act as liaison with governmental agencies in matters relating to the organization's tax-exempt status, including completion of forms and financial reports for non-for-profit and tax-exempt organizations/corporations as required by law, of either federal, state, or local jurisdictions.
- i. Turn over to a successor all documents, books of account, and general financial records pertaining to the Coalition at the expiration of his or her term of office.

Section 9 - Board of Directors.

- a. The Board of Directors shall be the above-named officers and shall have power to act with full authority in the name of the Coalition in respect to all matters of an emergency or any situation requiring immediate action.

By-Laws of the Albany Bicycle Coalition, Inc.
FINAL November 17, 2011

Article V – Dues and Financial

Section 1 – The financial-year shall run from January 1 to December 31.

Section 2 – The amount of dues shall be set by the voting membership. In no case shall the dues be less than five dollars [\$5.00] per annum. Dues are payable upon admission to membership and, thereafter, annually on January 1 or at such other times as may be specified.

Section 3 – Members who fail to pay their dues by March 1 shall automatically be dropped from voting membership. Reinstatement to voting membership may be made by payment of dues.

Section 4 – No part of the assets or income of this organization shall be distributed to, or inure to, the benefit of its officers, members, or members' families except in such cases as may be required by law to satisfy the provisions of the American with Disabilities Act.

Article VI – Meetings

Section 1 – Regular meetings of members shall be held once monthly on the last Thursday of the month or as decided by a vote of the voting members. Scheduled meetings may be changed by the president or, in his or her absence, the Vice President, due to holidays, weather, or other circumstances.

Section 2 – A minimum of five [5] voting members must be present at a membership meeting to be considered a quorum, at least three [3] of whom shall be officers, in order to vote on Coalition business.

Section 3 – Each member in good standing, present at the monthly general meeting, shall be entitled to one [1] vote on all matters placed before the membership.

Article VII – Committees

Section 1 – Standing Committees – The standing committees will be as follows: nominating committee and finance committee.

Section 2 – The Nominating Committee shall nominate a slate of officers and report this slate at the March meeting.

Section 3 – The officers may create such other committees, as it shall deem appropriate and said committees shall have such powers and authority as the officers shall vest therein.

By-Laws of the Albany Bicycle Coalition, Inc.
FINAL November 17, 2011

Section 4 – Committee Chairpersons shall be appointed by the officers. The Chairperson may select a committee, or a committee may be appointed by the President.

Section 5 - Finance Committee will serve as an advisory committee to the Board of Directors.

Article VIII – Dissolution

Section 1 – Upon dissolution of the Corporation the assets shall be distributed, after payment of all debts, for one or more tax-exempt purposes under Internal Revenue Code Section 501(c)(3), or a corresponding section of any future federal tax code, or shall be distributed to the Federal Government, or to a State or Local Government, for a public purpose.

Article IX – Amendments

Section 1 – These by laws may be amended at any time by the voting members present at a meeting called for that purpose. A quorum of voting members and all officers must be present at such meeting.

Section 2 – No proposed amendment shall be acted upon unless it shall have been offered to the general membership at a previous meeting and posted conspicuously for all to see for at least twenty [20] days.

Article X – Receipt of funds and awards by officers

Section 1 – The officers of the Corporation may participate in all Coalition activities in commercial, cultural, or public settings including, but not limited to, rides, meetings, conferences, and exhibits.

Section 2 – The officers shall be authorized to accept awards and prizes that may result from their participation.

Section 3 – The officers shall be authorized to accept awards and prizes on behalf of the Coalition.

Article XI – Miscellaneous

Section 1 – Expense Vouchers: All expenses must be served in voucher form or receipt to the Treasurer. Specific reasons for expenses must be stated.

Section 2 – Discrimination: The Albany Bicycle Coalition, Inc. does not discriminate based on race, color, creed, marital status, religion, sex, gender, age, or physical handicap in carrying out the purposes and programs for which the Coalition was formed.