



## **Team Bylaws**

### **ARTICLE I - NAME and PURPOSE**

Section 1: Name. The name of the organization shall be Austin Cycling Team Herein after referred to as "The Team". The board may revise the street name of the team depending on the current sponsorship and membership arrangements.

Section 2: Purpose. "To promote the fun of cycling (road biking, mountain biking, and cyclocross) in the Central Texas area through racing, touring, fun/benefit riding, weekly rides, training, and commuting."

### **ARTICLE II - MEMBERSHIP**

Section 1: Membership. Membership shall consist only of the members of the Board of Directors and currently paid members. All memberships expire September First (1) of each year unless renewed. Annual dues are required each year to renew membership and remain in good standing. The dues are set forth by the Board of Directors and/or the Finance committee.

### **ARTICLE III - MEETINGS**

Section 1: Annual Meeting. The date of the annual meeting shall be set by the Board of Directors who shall also set the time and place.

Section 2: Special Meetings. Special meetings may be called by any member of the Board of Directors. These meetings may consist of event coordination, event review, clothing, sponsorship, etc.

Section 3: Notice. Notice of each meeting should be given to each voting member, by posting, not less than seven (7) days before the meeting where practical.

### **ARTICLE IV - BOARD OF DIRECTORS**

Section 1: Board Role, Size, and Compensation. The Board is responsible for the overall policy and direction of the Team. The Board shall have up to seven (7) and not fewer than five (5) members. The Board receives no compensation other than reimbursement for reasonable expenses.

Section 2: Meetings. The Board shall meet at least once per year at an agreed upon time and place.

Section 3: Board Elections. Election of new Directors or election of current Directors to an additional term will occur as the first item of business at the annual meeting of the Team. Directors will be elected by a majority vote of the current Directors and the members present at the annual meeting.



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Section 4: Terms. The Team Director and Co-Director shall serve a term of two (2) years. The Administrator, Assistant Director, Team Coordinator, P12 Coordinator, and P12 Representative shall serve a term of one (1) year. All Board members are eligible for re-election as long as they are in good standing with the Team.

Section 5: Quorum. A quorum must be attended by at least 51% percent of the Board members before business can be transacted or motions made or passed.

Section 6: Notice. An official Board meeting requires that each Board member have written (including electronic) notice seven (7) days in advance.

Section 7: Officers and Duties. There shall be seven Board Member positions consisting of a Team Director, Co-Director, Administrator, Assistant Director, Team Coordinator, P12 Coordinator, and P12 Representative. Their duties are as follows:

- The Team Director shall convene regularly scheduled Board meetings. The Team Director shall preside over the Board meetings. If unable to attend the Board meeting, the Team Director shall arrange for another Board member to preside over the meeting. This responsibility shall be assigned to Board members in the following order: Co-Director, Administrator, Assistant Director, Team Coordinator, P12 Coordinator, and P12 Representative. The Team Director shall oversee the operations of the team and all that it entails including membership, finance, events, clothing, sponsorship, and public relations.
- The Co-Director will chair committees on special subjects as designated by the Board. The Co-Director assists the Director and has the responsibility to manage operations as needed including recruiting, scheduling of events, sponsorship coordination, and clothing details.
- The Administrator shall be responsible for keeping records of Board actions including the taking of minutes at all board meetings, sending out meeting announcements, distributing copies of minutes, and the agenda to each Board member. The Administrator ensures that records are maintained as well as production of reports.
- The Assistant Director shall work with the other board members on projects and is responsible for the delegated duties that are assigned. The Assistant Director will work with the Team Coordinator to ensure accurate, timely, and complete information is provided to members and the public.
- The Team Coordinator shall maintain communications within the Team and to the general public about the Team's activities as designated by the Board. The Team Coordinator is responsible for maintaining the media duties of the Team including forms, information, website, schedule, and communication.



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- The P12 Coordinator shall be responsible for overseeing the operations of the P12 team, will represent the interests of the P12 members to the board, and will organize and communicate to the P12 membership the responsibilities and obligations of the larger team.
- The P12 Representative will assist in coordinating issues between the P12 group, the board, and the larger team.

Section 8: Vacancies. When a vacancy on the Board exists, nominations for new members may be received from present Board members through the Administrator (or Co-Director in Administrator's absence) two (2) weeks in advance of a Board meeting. These nominations shall be sent out to Board members with the regular Board meeting announcement to be voted upon at the next Board meeting. These vacancies will be filled only to the end of the particular Board member's term.

Section 9: Resignation, Termination and Absences. Resignation from the Board must be in writing and received by the Administrator. A Board member may be dropped for excess absences from the Board if s/he is not responsive or has a significant number of unexcused absences from Board meetings in a year. A Board member may be removed for other reasons by a three-fourths (3/4) vote of the remaining Directors.

Section 10: Special Meetings. Special meetings of the Board shall be called upon the request of the Team Director or one-third (1/3) of the Board. Notices of special meetings shall be sent out by the Administrator to each Board member seven (7) days in advance.

### ARTICLE V - COMMITTEES

Section 1: Committees. The Board may create committees as needed, such as fundraising, housing, etc from members of the Board or the general membership. The Team Director or Co-Director appoints all committee chairs.

Section 2: Executive Committee. The Board members serve as the members of the Executive Committee. Except for the power to amend the Articles of Incorporation and Bylaws, the Executive Committee shall have all of the powers and authority of the Board of Directors in the intervals between meetings of the Board of Directors.

Section 3: Finance Committee. The Co-Director is chair of the Finance Committee and is responsible for developing and reviewing fiscal procedures, a fundraising plan, and annual budget with other Board members. The Board must approve the budget and all expenditures must be within the budget. Any major change in the budget must be approved by the Board or the Executive Committee. The fiscal year shall be the calendar year. Annual reports are required to be submitted to the Board showing income, expenditures, and pending income. The financial records of the organization are public information and shall be made available to the membership, Board members, and the public.



#### ARTICLE VI - FINANCE

Section 1. Bank Account. The Team shall hold a bank account for the general purpose of collecting dues, collecting payment for clothing, collecting fees for events, payment of clothing, and general expenses incurred by the Team and its events.

Section 2. Account Responsibility. It is the responsibility of the Team Director to maintain and be the main contact for all financial situations. The Director must also make all information accessible and notify the other Board members of the financial position of the Team.

Section 3. Account Attachments. The following Board members will be authorized on, and assigned as accountable to, the Team's bank account and the funds therein: Team Director, Co-Director, and Administrator.

#### ARTICLE VII - AMENDMENTS

Section 1: These Bylaws may be amended when necessary by a two-thirds (2/3) majority of the Board of Directors. Proposed amendments must be submitted to the Administrator to be sent out with regular Board announcements.

These Bylaws were approved by the Board of Directors on 017 October 2006.