

BYLAWS OF

THE CAROLINAS CYCLING ASSOCIATION

1. NAME AND PURPOSE

1.1. Name. The name of this organization is CAROLINAS CYCLING ASSOCIATION, hereafter known as CCA.

1.2. Purpose. The organization shall be conducted as a 501(c)(3) non-profit organization to promote the sport of bicycle racing, to develop national competitions, and to coordinate club activities to insure a season of scheduled USA Cycling (USAC) sanctioned bicycle races in the states of North Carolina and South Carolina.

2. EXECUTIVE BOARD

2.1. Composition. The Executive Board of the organization shall consist of ten (10) members: a President, a Vice-President, a Secretary, a Treasurer, and six (6) additional trustees.

2.2. Powers and Duties. The Executive Board shall perform the duties pertaining to their respective offices and other duties as set forth below:

2.2.1. Maintain the CCA race kit.

2.2.2. Compile and cause to be published a racing schedule or calendar for racing; coordination and arbitrating requests from members to place a race on the calendar.

2.2.3. Adopt rules for the use of corporate property and the conduct of racing in the district, provided none of these rules conflict with the USAC constitution, Bylaws, rules, or regulations. To adopt such rulings or regulations requires a majority vote of the Executive Board present, but not less than three votes.

2.2.4. Prepare and propose a budget to the Club Council.

2.2.5. Propose the amount of a surcharge, if any, to the Club Council.

2.2.6. Cause to be published and maintained a web site consisting of all resource information for members of the CCA.

2.2.7. Recruit and develop women and junior riders.

2.2.8. Recruit, train, and develop and assign officials to permitted events.

2.2.9. Permit events, upgrade riders, and run the Best All-Around Rider competition.

2.3. Meetings. The Executive Board shall meet at least four times a year or more often at such time and such place as directed by the President. Special

meetings of the Executive Board shall be held when called by the President, or upon written or oral requests of at least three members of the Executive Board.

2.4. Quorum.

2.4.1. A quorum of the Executive Board shall consist of a majority of its members. The act of a majority of the Executive Board present at a meeting in which a quorum is present shall be the act of the Executive Board except when a larger number is specifically required.

2.4.2. The Executive Board may conduct business by correspondence or by telephone. A vote taken by correspondence or telephone shall become the act of the Executive Board upon the approval of a majority of the members of the Executive Board.

2.5. Elections and Removal.

2.5.1. The Club Council shall elect the Executive Board by a simple majority vote.

2.5.2. The Club Council may remove any Executive Board member by a two-thirds vote.

2.6. Terms. The Executive Board shall be elected annually by the Club Council. Terms of office for all Executive Board members begin at the adjournment of the annual meeting and shall end when their successors have been elected and assumed office.

2.7. Succession. In the event of disability, absence, or withdrawal of the President, the title, duties and obligations shall be assumed by the Vice-President.

2.8. Vacancies. In the event a vacancy occurs in the Executive Board, a replacement shall be elected by majority of those remaining members of the Executive Board, to serve until the new member is duly elected by the organization.

3. CLUB COUNCIL

3.1. Composition and Voting. The Club Council of the organization shall be the president, or his or her delegate, of each Member Club. Each Member Club shall have one vote.

3.2. Meetings. The annual meeting of the Club Council shall be held at the time and place designated by the Executive Board. Special meetings of the Club Council shall be held when called by the President or upon written request of one quarter (1/4) of the Club Council members.

3.3. Powers and Duties. The Club Council has the power to elect the Executive Board, adopt the budget, approve surcharges, adopt rules and regulations, amend the bylaws, and establish policies of the organization.

3.4. Quorum. A quorum of the Club Council shall consist of a majority of its members. The act of a majority of the Club Council present at a meeting in which a quorum is present shall be the act of the Club Council except when a larger number is specifically required.

4. MEMBER CLUBS

4.1. Definition. Any USAC Club that has promoted or will promote a USAC event that calendar year

4.2. Rights and Privileges.

4.2.1. Of Member Clubs:

4.2.1.1. To elect officers and directors at large.

4.2.1.2. The use of the race kits (subject to rules and regulations adopted by the Executive Board).

4.2.1.3. To submit race dates for the racing calendar.

4.2.1.4. To have information about their races included on the CCA web site and other information dissemination means.

4.2.2. Of Individual Members of Member Clubs:

4.2.2.1. To hold elected office.

4.2.2.2. To participate in discussion at Executive Board meetings.

4.2.2.3. To be eligible to receive expense money to attend National Championships or other races deemed appropriate by the Executive Board.

4.2.2.4. To submit race dates for the racing calendar.

4.2.2.5. To serve on committees.

4.2.2.6. To receive or to use corporate racing numbers.

4.3. Duties.

4.3.1. Each Member Club of the organization shall:

- 4.3.1.1. Promote at least one race per season.
- 4.3.1.2. Levy, collect and transfer to the organization any corporate surcharges for any race(s) conducted during the season.
- 4.3.1.3. Provide two marshals for the state championship events, or any race promoted by the organization, or a prize of at least \$25 retail value to a race promoted by the organization.
- 4.3.1.4. Follow and enforce any rules or regulations adopted by the Executive Board.

4.3.2. Member Clubs who fail to perform their duties shall be suspended from membership and may be reinstated upon completion of their duty(ies). If it is impossible to perform the failed duty, the Executive Board shall specify the requirement of reinstatement.

4.4. Surcharges.

4.4.1. Surcharges for the use of the CCA race kit shall be \$0.25 per rider.

4.4.2. Fiscal Year. The organization's fiscal year shall begin on January 1.

5. OFFICERS

5.1. Number. The organization shall have a President, a Vice-President, a Secretary a Treasurer, and six (6) trustees each of whom shall be nominated and elected by the Club Council.

5.2. President. The President shall be the principal executive officer of the organization and, subject to the control of the Executive Board, shall generally supervise and control the business and affairs of the organization. When present the President shall preside at all meetings of the members and at all meetings of the Executive Board. In general, the President shall perform all duties incident to office of and such other duties as may be prescribed by resolution of the Executive Board from time to time.

5.3. Vice-President. The Vice-President shall assist the President with the leadership responsibilities of the CA, and will assume the duties of the President in the President's absence, removal, or early resignation.

5.4. Secretary. The Secretary shall keep the minutes of the proceedings of the members and Executive Board, shall give notices in accordance with the provisions of these bylaws and as required by law, shall be custodian of the corporate records of the organization, shall keep a record of the names and addresses of all members, and in general shall perform all duties incident to the

office of Secretary and such other duties as from time to time may be assigned to the Secretary by resolution of the Executive Board.

5.5. Treasurer. The Treasurer shall have charge and custody of and be responsible for keeping correct and complete books and records of account, for all funds and securities of the organization, receive and give receipts for moneys due and payable to the organization from any source whatsoever, deposit all such moneys in the name of the organization in the banks, trust companies or other depositories as shall be selected in accordance with the provisions of these bylaws, and in general perform all of the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to the Treasurer by resolution of the Executive Board.

5.6. Trustees. The Trustees shall be one representative each from North and South Carolina from each of the following groups for a total of six (6): Officials, Riders, and Promoters. The Trustees shall act as the voice of the their represented group on the Executive Board.

6. DEVELOPMENT AND COORDINATORS

The Executive Board will select individuals to perform the duties relative to the development of riders and officials and to duties associated with USAC. They may include, but are not limited to the those indicated below. In the case that no person has been assigned to a position, the Executive Board will assume those duties.

6.1. Development.

6.1.1. Junior Rider Development. This individual will be responsible for recruiting and developing junior riders and racing in the CCA.

6.1.2. Women Rider Development. This individual will be responsible for recruiting and developing women riders and racing in the CCA.

6.1.3. Official Development. This individual will be responsible for the recruiting and developing officials in the CCA, hosting the annual official's refresher meeting, hosting upgrade clinics, and assigning Chief Referees to all events.

6.2. Coordinators.

6.2.1. Permits. This individual will work with the Chief Referee and promoter of each event during the permitting process.

6.2.2. Upgrades. This individual will make decisions according to the guidelines set by USAC regarding upgrading or downgrading riders of the CCA.

6.2.3. Best All-Around Rider. This individual will track and update the BAR competition for riders in the CCA.

7. **BILLS, NOTES, ETC.**

7.1. How Made. To the extent authorized by the Club Council or the Executive Board, all checks of negotiable instruments of the organization shall be made in the name of the organization and shall be signed by the President or the Treasurer. No officer or agent of the organization shall have the power to make or endorse a check or any other negotiable instrument in the name of the organization or contract or cause to be contracted any debt or liability greater than \$100 in the name or on behalf of the organization, without the express authorization of the Executive Board.

8. **RULES**

8.1. Rules. The organization may adopt rules for the use of the corporate property and the conduct of racing in North Carolina and South Carolina, provided that none of these rules and regulations conflict with the USAC Constitution, Bylaws, Rules or Regulations.

8.2. How Adopted.

8.2.1. The Executive Board may adopt such rules by a majority vote.

8.2.2. The Club Council may adopt such rules by a majority vote.

9. **AMENDMENTS**

9.1. How Amended. These bylaws may be amended by a majority of the entire Club Council at any special or regular meeting called for that purpose, provided that a written notice shall have been sent to each Club Member at least 14 days before a regular meeting and at least five days before a special meeting. The notice shall include the language of any proposed amendment(s). Only such changes specified in the notice may be made.

The undersigned hereby certify that these bylaws are the bylaws of The Carolinas Cycling Association, adopted on _____.

Rey A. Treviño, Jr., Ed.D.
President

Joe Sullivan
Vice-President

Vicki Lyons
Secretary

David Poole
Treasurer