

SLOBC Bylaw Amendments

August 7, 2024

Existing: Article III - B

B. VICE PRESIDENT shall assist the President, coordinate volunteer recruitment and recognition programs and in the absence of the President, shall perform all duties and have all powers of the President. He/she shall have such other duties as may be assigned by the President or Board.

Why Amended: Identify the Vice President as the club's ICO

Revised: Article III - B

B. VICE PRESIDENT shall assist the President, coordinate volunteer recruitment and recognition programs, serve as Internal Control Officer (ICO) and in the absence of the President, shall perform all duties and have all powers of the President. He/she shall have such other duties as may be assigned by the President or Board.

Existing: Article IV - B

B. RIDE COORDINATOR shall coordinate the development and operation of SLOBC Weekly Rides and the publishing of their schedules, plan or coordinate club ride events, plan an annual Ride Coordinators and Leaders event and have such other duties as may be assigned by the President or Board.

Why Amended: Match current nomenclature and update base responsibilities.

Revised: Article IV - B

B. RIDE COORDINATOR shall oversee the development and operation of SLOBC Weekly, Monthly and Annual Rides, plan an annual Ride Coordinators and Leaders event and have such other duties as may be assigned by the President or Board.

Existing: Article V - G

G. Board Members shall hold meetings at least quarterly and all meetings shall be open to the membership. Additional Board meetings may be called at the request of any three (3) Directors, provided all Board members are notified seven (7) days in advance of such meeting.

Why Amended: Better differentiate Board Meetings and specify the current meeting technology.

Revised: Article V - G

G. Board Meetings shall be held at least quarterly and all meetings shall be open to the membership. Board members should be electronically notified of any changes to the regularly scheduled meetings at least seven (7) days in advance. Board meetings must be held in person or through video conferencing.

Existing: Article V - J

J. Special meetings of the Board may be called by the President or, in his or her absence, by the Vice-President or by any three Directors. The President or his/her designee shall give written or electronic notice to the members of the time and place of any special meetings of the Board or any changes to the regularly scheduled monthly meeting. Special meetings may be conducted using e-mail or other forms of electronic communication and conferencing.

Why Amended: Better differentiate Special Board Meetings from regularly scheduled board meetings.

Revised: Article V - J

J. Special Board Meetings using video conferencing may be called by the President or, in his or her absence, by the Vice-President or by any three (3) Directors. Electronic notice of Special Board Meetings must be sent to all Board members a minimum of three (3) days in advance of such meetings.

Existing: Article VI - A

A. Membership shall be open to any person who pays dues, signs an accident waiver and release of liability and supports the purpose of the corporation. Membership shall consist of such categories and dues as may be decided upon from time to time by the Directors and shall be so stated by a vote of the Board. In fixing the amount of said dues, the Directors shall state the purpose for which the dues are required and the time and manner of payment.

Why Amended: Clarifies what waiver is being signed.

Revised: Article VI - A

A. Membership shall be open to any person who pays dues, signs the club's Waiver and Release of Liability and supports the purpose of the corporation. Membership shall consist of such categories and dues as may be decided upon from time to time by the Directors and shall be so stated by a vote of the Board. In fixing the amount of said dues, the Directors shall state the purpose for which the dues are required and the time and manner of payment.

Existing: Article VII - B

B. At least fourteen (14) days prior to the annual meeting, a ballot shall be sent to all members presenting the slate of candidates as proposed by the Nominating Committee and approved by the Board. There shall also be a space provided on the ballot for write-in candidates. The ballot may also describe any issues or other matters requiring a vote of the membership and provide a space for approval or disapproval.

Why Amended: Reflect electronic nature of ballot and communications.

Revised: Article VII - B

B. At least fourteen (14) days prior to the annual meeting, an online ballot shall be emailed to all members presenting the slate of candidates as proposed by the Nominating Committee and approved by the Board. There shall also be a space provided on the ballot for write-in candidates. The ballot may also describe any issues or other matters requiring a vote of the membership and provide a space for approval or disapproval.

Existing: Article VII - C

C. Ballots must be received at the principal office of the corporation at least one (1) day prior to the annual meeting or brought to the meeting for the official vote count.

Why Amended: Reflect electronic nature of ballot.

Revised: Article VII - C

C. Ballots must be submitted before the closing date identified on the ballot to be counted.

Existing: Articles VIII - B

B. Written notice of the call for a Special Meeting of the general membership shall be sent to each member at least ten (10) days prior to the date of such meeting and shall state the purpose and complete agenda of such meeting. Only business for which notice has been given may be transacted at the meeting.

Why Amended: Reflect electronic communications.

Revised: Articles VIII - B

B. Notice of the call for a Special Meeting of the general membership shall be emailed to each member at least ten (10) days prior to the date of such meeting and shall state the purpose and complete agenda of such meeting. Only business for which notice has been given may be transacted at the meeting.

Existing: Articles IX - D

D. Withdrawal of Certificates of Deposit belonging to the corporation shall require the signatures of any two (2) of the above named officers and be approved by the Directors.

Why Amended: Clarity and simplicity.

Revised: Articles IX - D

D. Withdrawal of funds from Certificates of Deposit belonging to the corporation prior to maturity shall require advance approval by the Board.

Existing: Article IX - E

E. The Board shall cause to be prepared and submitted to the members a written annual report, including a financial statement. Such report shall summarize the corporation's activities for the preceding year and activities projected for the forthcoming year (budget). The financial statement shall consist of a balance sheet as of the close of business of the corporation's fiscal year, contain a summary of receipts and disbursement, be prepared in such manner and form as is sanctioned by sound accounting practices, and be certified by the President and Secretary or Treasurer or a Public Accountant.

Why Amended: Removes written/media requirement and clarifies and simplifies requirements.

Revised: Article IX - E

E. The Board shall cause to be prepared and submitted to the members an annual report which includes a financial statement for the corporation's fiscal year. Such report shall summarize activities for the past year and activities budgeted for the forthcoming year. The financial statement shall include a balance sheet as of the end of the year and a summary of receipts and disbursements for the year, be prepared in accordance with sound accounting practices, and be certified by the President and Treasurer or a Public Accountant.

Existing: Article IX - F

F. Approval of the membership shall be obtained at least annually for the disposition of surplus funds consistent with the Articles.

Why Amended: Clarify responsibility and what must be provided.

Revised: Article IX - F

F. Any use of surplus funds must be approved in advance by the Board of Directors and the membership. The approval request shall state the amount requested and the intended use of the funds.

Existing: Article X - A

A. Directors or members may propose amendments to the Articles and Bylaws. Members shall be notified of any proposed amendment or change to the Bylaws and shall be sent a ballot for approval or rejection. Proposed bylaws amendments must be printed in full, next to existing bylaws language so that the two versions can be compared, in the club newsletter that is published and distributed to members no later than the first day of November prior to the club's annual meeting in December. Proposed changes to the Articles of Incorporation shall be processed in accordance with State law.

Why Amended: Means of communication and ballot type defined and limitations on when changes can be made eliminated.

Revised: Article X - A

A. Directors or members may propose amendments to the Articles and Bylaws. Members shall be notified of any proposed Bylaw amendments and be emailed an online ballot for approval or rejection. Proposed Bylaws amendments must be presented in full, next to existing Bylaw language so that the two versions can be compared and the rationale for the amendments should be stated. Proposed changes to the Articles of Incorporation shall be processed in accordance with State law.