

**BikePAC of Oregon** PAC 000019  
**BY LAWS**

**Article I MEMBERSHIP**

A. There shall be two classes of membership in BikePAC of Oregon, to With;

**1. General Membership**

a. General Membership shall occur in three categories:

- Individual
- Family/household
- Group/Business

b. Each General Membership is entitled to one vote in elections at each Annual Meeting. Cardholder and card must be present to vote. No proxies will be allowed.

c. General Membership shall be limited to those who make an annual contribution to BikePAC of Oregon in an amount to be set from time to time by the Full Board of Directors.

**2. Advisory Board Membership**

a. Advisory Board membership shall occur in three categories:

- Individual
- Family/household
- Group/Business

b. Each Advisory Board Membership is entitled to one vote in elections at each Annual Meeting. Card and cardholder must be present to vote. No proxies will be allowed.

c. Each Advisory Board Membership is entitled to one vote in all business conducted at Advisory Board meetings. Advisory Board votes are not binding on decisions of the Board of Directors, but are for advisory purposes only. Cardholder and card must be present to vote. No proxies will be allowed.

d. Advisory Board Membership shall be limited to those who make an annual contribution to BikePAC of Oregon in an amount to be set from time to time by the Full Board of Directors.

3. No person shall hold more than one class of membership in BikePAC of Oregon

**Article II MEETINGS**

A. The Annual Meeting of the membership shall be at a place designated by the Executive Board, on the first Saturday of April each year. There shall be no specified quorum.

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- B. Advisory Board Meetings shall be semi-annually, or more often as designated by the Executive Board, at a place and time to be set by the Executive Board, with 30 days notice to Advisory Board Members. There shall be no specified quorum.
- C. Full Board Meetings shall be quarterly, or more often as designated by the Executive Board or called for by any three Full Board Members, at a time and place to be set by the Executive Board. A simple majority of the Full Board Members shall constitute a quorum.
- D. Executive Board Meetings shall be held in person or by telephone as needed, and may be called by any Executive Board member.

**Article III FULL BOARD OF DIRECTORS**

1. Only BikePAC members may be on the Board of Directors

A. The full board of Directors of BikePAC of Oregon shall consist of not less than six and not more than twelve members, and shall have two parts, to wit:

**1. Executive Board**

a. There shall be four Executive Board Members:

- (1) Executive Director
- (2) Legislative Director
- (3) Secretary
- (4) Treasurer/Membership Director

b. Replacements for the Executive Board shall be chosen when an Executive Board member resigns or is removed by the Full Board.

c. Executive Board Members shall be chosen in the following manner:

d.

(1) Executive Board Members shall be chosen by popular vote of the membership present at an annual Meeting from candidates presented by the Full Board of Directors.

(2) The Full Board of Directors shall screen and nominate candidates for Executive Board positions from applications, filled out and accompanied by resume, submitted to the Board of Directors no later than January 15.

(3) No more than one Executive Board position shall be chosen at any Annual Meeting. If more than one vacancy occurs during the same year, the first vacant position shall be chosen by the membership and any other vacancies shall be filled temporarily by appointment by the Full Board. Such temporary positions shall be confirmed or replaced by the membership in subsequent Annual Meetings, as prescribed in these By Laws.

(4) Names and resumes of nominated candidates shall be published to the membership no later than March 15.

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(5) Terms of office of the members of the Executive Board shall be two years. Election of Executive Director and Treasurer/Membership Director shall take place in even numbered years. Election of Secretary and Legislative director shall take place in odd numbered years.

d. The Executive Board shall make and effect all decisions for BikePAC of Oregon in the following areas:

- (1) Supervision of all employees and volunteer staff, including (but not limited to) office establishment and operation, lobbying, promotion, entering contracts, collection of fees, and scheduling and conduct of meetings.
- (2) Expenditures, including (but not limited to) salaries, rents, fees for service, valid expenses, and reimbursements.
- (3) Conduct of all regular business of BikePAC of Oregon, including (but not limited to) office establishment and operation, lobbying, promotion, entering contracts, collection of fees, and scheduling and conduct of meetings.

e. The Executive Board shall report all of its activities to the Full Board of Directors for confirmation and guidance. All directions given by the Full Board of Directors to the Executive Board shall be binding in all future activities of the Executive Board, unless changed by the Full Board of Directors.

## 2. Regular Board

a. The Regular Board shall have not less than three and not more than nine members and shall consist of one representative from each qualifying organization.

b. The qualifying organizations as of the date of incorporation are: ABATE of Oregon; Association for Motorcyclists of Oregon; and Christ's Disciples Motorcycle Ministries.

c. Other Organizations may Qualify for a seat on the regular board by:

- (1) Having a legally incorporated non-profit organization in the state of Oregon.
- (2) Having a statement of purpose which includes the enhancement of motorcycling, or words to that effect;
- (3) Having shown evidence of continued support and interest in the purposes and operation of BikePAC of Oregon through active participation in the Advisory Board of BikePAC of Oregon for a period of at least one year; and
- (4) Being approved for board membership by at least a two thirds vote of the Full Board of Directors (Executive Board and Regular Board combined).
- (5) Each qualifying organization shall choose its representative in a manner to be prescribed by that organization.

d. Any individual Full Board Member or Member Organization may be removed from the full Board of Directors by a vote by at least three fourths of the members of the board.

e. Terms of office of the members of the Regular Board shall be determined by the qualifying Organization represented by each individual Regular Board member.

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**Article IV OFFICERS**

- A. The officers of BikePAC of Oregon shall be the Executive Board.
- B. Terms of office shall be two years, with terms staggered as described in Article III, B, 1., a., (5) of these By-Laws. There shall be no limit to the number of terms an officer may serve.
- C. The duties of the officers shall be:
  - 1. The Executive Director shall be responsible for the running of the entire organization and shall supervise all aspects, subject only to direction of the Executive Board and the Full Board, Specifically; The Executive Director shall conduct all meetings of BikePAC of Oregon, either personally, or by an appointee of the Executive Director; be responsible for the general coordination of the business of BikePAC of Oregon, and for any other duties designated by the Executive Board.
  - 2. The Legislative Director shall have primary responsibility for conducting and supervising all lobbying and legislative activities of Bike PAC of Oregon. The Legislative Director shall be responsible for any other duties designated by the Executive Board. The Legislative Officer shall report his/her activities at regular meetings.
- 3. The Secretary shall have custody of all books, records, and papers of BikePAC of Oregon, except as designated by the Executive Board. The Secretary shall record the proceedings of all meetings personally or by an appointee of the Secretary, and shall be responsible for arranging rooms for regular meetings and special meetings. He/she will be reimbursed for any out of pocket expenses incurred for such expenses. He/she shall provide notice of all such meetings. Performs other duties as assigned by the Executive Officer.
- 4. The Treasurer/Membership Director shall have custody of the corporate funds, shall keep full and accurate accounts of all receipts and disbursements, and shall account for all his/her transactions as Treasurer and for the financial condition of BikePAC of Oregon at all meetings. The Treasurer/Membership Director shall be responsible for any other duties designated by the Executive Board. The Treasurer/Membership Director shall have possession of all membership information. He/she shall keep accurate records, send membership cards as new or renewals arrive. He/she send out reminders to members as appropriate. He/she reports at regular meetings and accepts new and renewals at events. Also, to performs other duties as directed by Executive Board.

**Article V ELECTIONS**

- A. Elections shall be held on a bi-annual basis by receiving nominations in the months of February and March at regular meetings or by mail or email to the Executive Director. Elections take place in April and confirmations take place in May of that year.
- B. Notice of elections shall be made by announcements in the Minutes of the January and February meetings which is sent to all members, or is provided on the BikePAC of Oregon website. Nominations are closed at the March meeting.

Date \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_  
Executive Director

\_\_\_\_\_  
Secretary

**C. ARTICLE VI AMENDMENTS**

A. The By-Laws may be amended by a two-thirds vote of the Full Board of Directors, after hearing the advice of the Advisory Board.

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\_\_\_\_\_  
Executive Director

\_\_\_\_\_  
Secretary