

EIN 46-4502167

Metro 313 by Laws

ARTICLE I

1. Name. **Metro 313**
2. Location. 17385 Parkside Detroit, Michigan 48221
3. Duration. The club shall have perpetual existence.

ARTICLE II

Purpose

1. Purpose. The Club is organized exclusively for recreational and charitable, and educational purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code, 1986, or the corresponding provision of any future federal law. Such purposes include but are not limited to:
 - (a) [Purpose- recreational cycling and outdoor activities in the Southeastern Michigan region

ARTICLE III

Membership

1. Membership. The club shall have members who enjoy cycling as a hobby regardless of race, sexual orientation, or religion. Members will be recognized and established in accordance to annually paid dues.
5. Meetings. Regular membership meetings shall be held on the third Friday of the month with exceptions due to holidays, and summer schedules. Officer meetings will be held on the second Saturday of each month. Meetings will utilize Robert's Rules of Order to formally observe and conduct club business.
6. Notice and Waiver. Notice of regular meetings and special meetings need not be in writing. Attendance at any meeting shall be considered waiver of the notice requirement thereof.

9. Quorum: fifty one percent of the membership shall constitute a quorum. If at any meeting, less than a quorum is present, the majority may adjourn the meeting.

10. Vacancy. Any officer vacancy occurring shall be filled by majority vote of the members. Each newly elected officer shall serve until the duration of the unexpired term, or until the next annual meeting.

11. Removal. Any officer may be removed by majority vote of the membership (quorum) for failure to execute their office, and act in the best interests of the club.

ARTICLE iV

Officers

1. Designation of Officers. The officers of the Club shall be the President, Vice President, Secretary, and Treasurer, and they shall have authority to carry out the duties prescribed in these bylaws. The initial officers of the club shall be voted by the charter members, and shall serve one year. No one may hold more than one office.

2. Election and Term. Officers of the club shall serve at the pleasure of the membership and maybe reelected at the annual meeting.

3. Duties of Offices:

A. President: The President is the Chairman of the club and will, provide leadership of the club. The President will perform all duties incident to the office of President and any other duties that may be required by these Bylaws or prescribed by the membership.

B. Vice President: The Vice-President will perform all duties and exercise all powers of the President when the President is absent or is otherwise unable to act. The Vice-President will perform any other duties that may be prescribed by the membership.

C. Secretary: The Secretary will keep minutes of all meetings of Members and serve as custodian of the Club records, give all notices as are required by law or by these Bylaws, and generally perform all duties incident to the office of Secretary and any other duties as may be required by law, by the Bylaws, or which may be assigned by the membership.

D. Treasurer: The treasurer will have charge and custody of all funds of this club, and will deposit the funds as required by the membership, keep and maintain adequate and correct accounts of the club's business transactions, and render reports and accountings to the memberships. The Treasurer will perform all duties incident to the office of Treasurer, and any other duties that may be required by these Bylaws or prescribed by the Board of Directors.

ARTICLE V

Restrictions on Actions

1. All the assets of the Club shall be used exclusively for its exempt purposes, including the payment of expenses incidental thereto. No part of any net earnings shall inure to the benefit of any employee of the club or be distributed to, officers, or any private person, except that the club shall be empowered to pay reasonable compensation for services rendered and make payments and distributions in furtherance of the purposes set forth in Article II of these bylaws.

2. Notwithstanding any other provision of these bylaws, the club will not carry on any activities not permitted by an organization exempt under Section 501(c)(3), Internal Revenue Code, 1986, or the corresponding provision of any future federal law, or organizations whose contributions which are exempt under Section 170(c)(2), Internal Revenue Code, 1986, or the corresponding provision of any future federal law. The Corporation shall have no capital stock, pay no dividends, distribute no part of its net income or assets to any Directors, Officers, and private property of the subscribers, Directors or Officers shall not be liable for the debts of the Corporation.

3. No substantial part of the Corporation's activity shall be for the carrying on of a campaign of propaganda or otherwise attempting to influence legislation. The Corporation shall not participate in any political campaign, will not engage in political campaigns or attempt to influence legislation or interfere with any political campaign on behalf of, or in opposition to any candidate for public office.

ARTICLE VI

Contracts, Checks, Deposits and Funds

1. Contracts. The President and treasurer may authorize, by general resolution, an agent or agents, in addition to persons authorized by these bylaws to enter into any contract on behalf of the club.
2. Checks, Drafts and Orders of Payment. All checks, drafts, notes, or orders of payment or other evidence of indebtedness issued in the name of the Club shall be signed by the Officers: President and treasurer.
3. Deposits. All funds of the Club shall be deposited from time to time to the credit of the Metro 313 Club in such banks, trust companies, of other depositories as the membership may designate.

ARTICLE VII

Dissolution

Upon dissolution of the Metro 313, the membership shall, after paying or making provision for payment of all liabilities of the Club, including the costs and expenses of such dissolution, dispose of all the assets of the Club exclusively for the exempt purposes of the Club or distributed to an organization described in Section 501 (c)(3) or 170 (c)(2) of the Internal Revenue Code, 1986 or the corresponding provisions of any future federal law, as shall be selected by the Officers. None of the assets will be distributed to any officer of the club. Any such assets so disposed of shall be disposed of by, and in the manner designated by, the state court having jurisdiction over the matter.

ARTICLE viii

Statement of Nondiscrimination

Notwithstanding any provision of these bylaws, the club shall not discriminate against any director, officer, employee, applicant, or participant on the basis of sex, race, color, ethnicity or national origin.

Adoption of Bylaws

Adopted by the membership resolution and vote of all present Officers and members on the date below:

1/31/14 [Date]

President, David S. Bonner

Signature 

1-31-14 [Date]

Vice President, Greg Satterwhite

Signature 

1-31-14 [Date]

Gerald Walker, Secretary

1-31-14 [Date]

Signature 

Amos Robinson, Treasure

JAN-31-2014 [Date]

Signature 