



# Simcoe County Mountain Bike Club By-Laws and Constitution

Original Document Created: July 28<sup>th</sup> 2014  
Amended: October 26, 2022  
Version: 6



## Table of Contents

<b>Name .....</b>	<b>3</b>
<b>Purpose .....</b>	<b>3</b>
<b>Fiscal Year .....</b>	<b>3</b>
<b>Bylaw Amendments .....</b>	<b>4</b>
<b>Membership .....</b>	<b>4</b>
Membership in Good Standing .....	4
Failure to Maintain Good Standing .....	4
Dues and Terms of Membership .....	4
Revocation of Membership .....	5
<b>Calling a Special General Meeting.....</b>	<b>5</b>
<b>Annual General Meeting .....</b>	<b>5</b>
AGM Notice .....	6
Quorum.....	6
<b>Administration .....</b>	<b>6</b>
Executive Board.....	6
Election of Executive Board .....	6
Eligibility of Executive Board .....	7
Composition of Executive Board.....	7
<i>President</i> .....	7
<i>Vice President</i> .....	8
<i>Vice President of Operations</i> .....	8
<i>Secretary</i> .....	8
<i>Remuneration</i> .....	8
<i>Approved Expenses</i> .....	8
<i>Vacancy</i> .....	9
<b>Executive Board Meetings .....</b>	<b>9</b>
Quorum.....	9
Protection of Executive Board .....	9
Regional Chapters .....	10
Reginal Director of Operations.....	11

# **Simcoe Country Mountain Bike Club Inc.**

## **By-Laws and Constitution**

### **Name**

Simcoe County Mountain Bike Club Incorporated (**hereafter known as** SCMBC)

### **Purpose**

SCMBC is a mountain bike club with the following purposes:

- The club has been established to protect and build recreational mountain bike trails for mountain bikers in Simcoe County.
- We welcome and encourage all recreational mountain bikers to be involved and participate in the protection of your trails.
- Work with the County of Simcoe and private landowners to secure land access, address environmental concern and protection and acquire and steward properties to expand our trail network
- Steward, build and maintain trail systems within the County of Simcoe to Landowner standards inclusive of liability insurance.
- Provide a safe robust trail system to the membership of the club.
- Working with the County of Simcoe to promote tourism related to the mountain bike experience in the county, in turn the County will promote the club and encourage riders to support SCMBC.

### **Fiscal Year**

November 1 to October 31



## **Bylaw Amendments**

These Bylaws may be amended by a vote at the Annual Meeting of Members or Special Meeting by the general membership. In the event of a tie vote the amendment will be brought forward at a special or annual meeting to be voted on by the membership. For Bylaw changes the Presidents role of casting the deciding vote shall not be applicable. A Special Meeting may be called to amend the Bylaws by a petition of 10 percent of the members of SCMBC and submitted to the Secretary or President of SCMBC. The proposal shall then be voted on by the members according to the procedure described in these Bylaws regarding Voting requirements.

## **Membership**

Membership is open to anybody who agrees to be bound to the rules, regulations and guidelines of SCMBC.

SCMBC membership term runs from April 1 until March 31 yearly

SCMBC membership are comprised of Adult and Child classes

### **1. Adult Membership**

Adult membership is open to anyone 18 years of age or older. Each adult membership is entitled to one (1) vote.

### **2. Youth Membership**

Youth memberships are open to anyone under 18 years of age as of the start of the calendar year. Youth membership does not carry voting rights unless the member has reached the age of 18 within the membership year.

## **Membership in Good Standing**

1. Has paid all membership dues for the current membership term
2. Is not under a ban or suspension by any official cycling organization including, without limitation, the Ontario Cycling Association or the International Mountain Bicycling Association
3. Is aware and follows all SCMBC rules, regulations and guidelines

## **Failure to Maintain Good Standing**

Members who are not in good standing shall have all membership rights including voting rights suspended and are not entitled to run for elected office until such time as their membership is brought into good standing. Suspended members shall also be prohibited from attending club events inclusive of trail builds.

## **Dues and Terms of Membership**

Membership begins April 1 and completes March 31 although early membership sign-up may start before April 1st.

Annual membership fees will be set by SCMBC Executive prior to the start of the membership year.

### **Revocation of Membership**

SCMBC Executive Board reserves the right to revoke membership, without refund of any member who's behavior is deemed inappropriate or detrimental to SCMBC and its membership. Examples of which may result in revocation of membership include but not limited to:

1. Reckless riding and disregard of safe cycling standards endangering themselves or others.
2. Any actions having a negative impact on the integrity of SCMBC.
3. Altering, damaging trails or lands where SCMBC stewardship is in place.
4. Promoting, sharing and taking non-members on private, members only links.

Initiation of revocation proceedings must be by way of a written complaint addressed to the president or to the executive board of SCMBC. Upon receipt of such notice, the executive board must conduct an investigation including a discussion of the complaint with the complainant, any witnesses and the member under review. The executive board must then hold a formal meeting and the decision to revoke membership shall be determined by majority vote.

### **Calling a Special General Meeting**

(a) The Board may at any time call and convene a Special General Meeting.

(b) Members in good standing may requisition a Special General Meeting in accordance with, and in the manner set out, in the Bylaws. The Board shall act in accordance with these Bylaws in the event any such requisition is received.

### **Annual General Meeting**

The Annual General Meeting ("AGM") will be held in the October / November timeframe, dates to be determined by the Executive Board.

Discussion / Business topics of discussion at the AGM to include

1. Financial Records and review of the fiscal year to date
2. Discussions and disclosure of any concrete plans for expansion, additions, concerns related to the trail system.
3. Any changes proposed to the SCMBC By-Laws. These changes will be carried out at the AGM or where immediate action is concerned a meeting of the membership and voted on by show of hands by Majority Vote, by members in Good Standing in attendance.



4. Election of the Executive board where needed given the duration of the term, removal by self or committee of an executive board member, change in minimum number of the executive board.

### **AGM Notice**

The Executive board will send notice of the AGM meeting time and place via electronic media. The preferred method will be via the Members Only SCMBC Facebook © page and or via email to the last known email address of the member, no less than 10 days prior to the meeting.

### **Quorum**

Quorum for members meetings is defined by attendance at the AGM.

## **Administration**

### **Executive Board**

The day to day business of SCMBC will be conducted by the Executive Board members. The board will be responsible for record keeping, appoint and assign duties to committees and individual members and any additional run the business activities related to SCMBC. The board will be comprised of no fewer than 3 members.

The following positions will be assigned to the elected officials:

President

Vice President

Vice President of Operations

Secretary

The Executive board would oversee all operations, negotiation of lands and disbursement of funds to the Regional Chapter Representative.

### **Election of Executive Board**

Members of the Executive board shall be elected from among the general membership to a term of (2) years.

Potential candidates will need to express interest in being part of the Executive Board and ask for their name to appear on the ballot at the AGM

All requests must be submitted at least 1 week prior to the AGM.

Candidates may circulate, to voting members attending the AGM one (1) letter sized page document as an electoral presentation. If the agenda for the AGM is being electronically distributed, each candidate wishing to distribute an electoral presentation shall make an electronic copy available to the Director of Operations at least seven (7) days prior to the time for sending notice of the AGM. The board will then make these available on the club social media page for review. For members that are not part of the club social media page who wish to vote must insure the executive has a valid email address.

There are no limits to the number of times a member of SCMBC may hold any given executive board position.

Voting for executive board positions shall be show of hands at the AGM (no proxy or absentee voting will be allowed) or via electronic voting provided a secure means of doing so that ensures one vote only per member and that only members can vote.

Voting for executive board positions shall be by show of hands at the AGM, no proxy or absentee voting will be allowed. Despite the extensive use of Social Media and Electronic methods of communicating, no provisions will be made to vote electronically at this time.

In the event of ties, the president shall cast the deciding vote with the exception where the position is for president and he is a nominee, in this case the current vice president will cast the deciding vote.

### **Eligibility of Executive Board**

Members seeking election to the executive board must meet the following criteria:

1. They must be at least 18 years of age
2. They must be an individual
3. They must be a member in good standing greater than 1 year

### **Composition of Executive Board**

The executive board shall be comprised of the following positions which will be determined by the Executive Board itself:

#### **President**

- Sets agenda, dates and acts as chair at all meetings
- Empowered to delegate duties and functions to SCMBC membership
- Maintains an order during meetings
- Insures adherence to the by-laws



- In the event of a tie vote, casts the deciding vote
- Liaison with other organizations
- Assist in the day to day business of the club

#### **Vice President**

- Assist the president
- Assume president's duties in his absence
- Assist in the day to day business of the club
- Act as the liaison with the Regional Director of Operations for each of the active local chapters

#### **Vice President of Operations**

- Document club meetings to be available on request of any club member
- Assist in the day to day business of the club
- Act as the liaison with the Regional Director of Operations for each of the active local chapters.

#### **Secretary**

- Document club meetings to be available on request of any club member
- Handle Membership Packages

#### **Remuneration**

The Executive Board members are not compensated in their role; however, expenses would be refunded, and mileage paid where appropriate as indicated below.

#### **Approved Expenses**

Board and other members may be refunded for mileage @ \$0.60 per Kilometer (Estimated CRA Approved rate for 2019) for travel for the following:

- Pickup and delivery of tools to members or repair depots
- Pickup and delivery of equipment and supplies
- Travel to County Meetings
- Travel to Sponsor locations and events.
- Travel for trail work for the specific purpose to deliver tools and supplies to the work event.
- Any other travel approved by the Board



\* Note: Mileage is not paid for general volunteer trail work

### **Vacancy**

The Board shall have the power to appoint any eligible member to fill any vacancy. Additionally, the board shall have the power to appoint an eligible member to any newly created executive board position. The member appointed to such vacancy or newly created position shall hold office for a term expiring not later than the close of the next annual meeting of the members, but the total number of directors so appointed may not exceed one-third of the number of directors elected at the previous annual meeting of the members. Those appointed to the vacant position must be willing to fill the position and capable of meeting the eligibility of the Executive Board as stated in the Bylaws.

## **Executive Board Meetings**

With technology being at the forefront the board is in constant communication so the need to meet formally is reduced. Where technology exists, virtual meetings can be substituted when and where convenient.

As a result, no formal agenda is needed, the board will use the private Facebook page to insure timely resolution of club matters.

Decisions made at executive board meetings virtual or in person, shall be by vote as determined by a show of hands.

### **Quorum**

Given that electronic or Social Media is used to communicate any decisions can be made posting for vote on the SCMBC Board Facebook page or any current social media inclusive of email. A majority vote is required to execute the decision.

### **Protection of Executive Board**

No executive board member of SCMBC, nor his or her heirs or legal representatives shall be liable for, without limitation, any act, failure to act, receipts, neglect, or default of any other member of SCMBC for any loss, damage, or expense happening to SCMBC through the insufficiency or deficiency of title to any property acquired by the order of the Executive Board or on behalf of SCMBC, or for the insufficiency or deficiency of any security in or upon which any of the monies of SCMBC shall be invested, or for the loss of damage arising from the bankruptcy, insolvency or tortuous act of any person, firm or corporation with whom any of the monies,



securities or effects of SCMBC shall be lodged or deposited, or for the loss occasioned by an error of judgment or oversight on their part, or for any loss, conversion, misapplication or misappropriation of any damage resulting from any dealing with any monies, securities or other assets belonging to SCMBC, or for any loss, damage or misfortune whatsoever which may happen in the execution of the duties of their respective office or trust, or in relation thereto, unless the same shall happen by or through their own dishonesty or willful neglect or default.

### **Regional Chapters**

Regional chapters will be established to reflect strategic areas of the county. While not all areas would be active, it provides for growth as SCMBC acquires additional properties. Regional Chapter positions will sit vacant until such time as a land use agreement exists for that area.

Existing areas will need representation or SCMBC may not renew agreements for those existing trails.

#### **The Regional Chapters will be as follows:**

1. Oro-Medonte
2. Severn / Ramara
3. Barrie / Springwater
4. Midland / Penetanguishene / Tiny
5. South Simcoe
6. Christian Island
7. Collingwood / Clearview
8. The Heights (Private Property) Horseshoe Valley
9. Tay Township

## **Reginal Director of Operations**

Each region will have Reginal Director of Operations. This position would be elected after a member expressed interest in the regional position. The same process will be used as the executive board with the voting members voting at the AGM. This position remains as a volunteer position without remuneration.

This position runs for a 2 year term.

The Regional Director of Operations would be responsible to present a yearly plan in detail including property requests, GPS marked proposed trails, for county approval through the Executive Board. Once approvals are received the Regional Director of Operations would be responsible to oversee the project to completion and ensure the project is completed within SCMBC and Simcoe County Forest standards.

Regional Directors will be required to amend their Yearly Plan to include any additional or unexpected expenses that are required that are in excess of \$500. These changes will need to be approved by the Executive Board and if required a Special Meeting of the membership will be called to get quorum.

All receipts are to be submitted to the Executive Board.

**SCMBC Executive board reserves the right to hire contractors to perform tasks for the club that cannot be completed by either the Executive board or Regional Representatives. All efforts to have a fiscally responsible process will be considered before any contractor is retained.**