

Starkville in Motion, Inc.

EIN 20-8601870

BYLAWS OF STARKVILLE IN MOTION, INC.

Starkville in Motion, Inc.: Promoting Bike Lanes, Sidewalks, and Trails.

March 2, 2007

ARTICLE I

NAME: The name of this organization shall be Starkville in Motion, Inc.

ARTICLE II

MISSION: The Mission of Starkville in Motion, Inc. is to promote the establishment and improvement of bike lanes, sidewalks, and trails in Starkville and Oktibbeha County.

ARTICLE III

MEMBERSHIP: Membership shall be composed of those individuals who annually join Starkville in Motion, Inc. and pay the annual membership fee, which is set as follows:

- \$10 per individual
- \$20 per family (spouses and children living in the same household).
- \$125 per business (corporate sponsor membership).

ARTICLE IV

OFFICERS: The officers of Starkville in Motion shall be composed of a President, a Vice-President, a Secretary, a Treasurer, and an Outreach Officer and two board members at large.

The President shall set meeting agendas and preside during meetings.

The Vice-President shall be ready to serve in the President's stead.

The Secretary shall keep and distribute minutes.

The Treasurer shall maintain the organization's checking account and shall report from time to time to the Board.

The Outreach Officer shall publicize Starkville in Motion through the use of the internet, press releases, and other PR devices.

Board members at large shall assist the above officers.

ARTICLE V

ELECTIONS: Candidates for officers shall be nominated by the Board in time for the candidates to be announced during the regular September monthly meeting.

Additional nominations for officers shall be taken from the floor during the regular October monthly meeting.

Officers shall be elected from the combined slate (Board nominees and floor nominees) during the regular November monthly meeting. In the event that a candidate does not receive a majority of votes for his or her position, a run-off shall be held during that same meeting between the two candidates with the highest votes.

Officers shall assume their duties January 1 of the following year.

ARTICLE VI

BOARD: The Board shall consist of nine voting members: all five officers and four at-large board members.

A majority of Board members (one half plus one) must be present to establish a quorum.

A quorum must be present for the Board to take any action.

Board Meetings may be called at any time convenient to the Board members. All Board Members shall receive adequate notice (48 hours minimum) via email of pending Board Meetings. Notice of Board Meetings shall be posted on the organizations website for all members' information.

Board members shall not receive compensation for their efforts, save reasonable reimbursement for office supplies and the like.

ARTICLE VII

EXECUTIVE DIRECTOR: At any point that the Board believes that adequate funds are available, the Board may hire an Executive Director to run the day-to-day affairs of the organization at a compensation level deemed adequate for the individual's role and responsibilities. With the Board's approval, the Executive Director may hire an Executive Assistant to assist with the Director's duties.

ARTICLE VIII

MEETINGS: Monthly meetings of Starkville in Motion shall be held during the evening of the second Monday of every month, barring a conflict with Spring Break or other major holiday.

ARTICLE IX

FUNDS: All funds generated by Starkville in Motion shall be used to promote the establishment and improvement of bike lanes, sidewalks, and trails in Starkville and Oktibbeha County. The Board shall have the authority to budget, acquire, and distribute funds.

ARTICLE X

COMMITTEES: Special committees may be appointed by the Board from time to time to address special projects or needs. A chairperson shall be designated by the Board to lead each committee. Said chairperson shall be an officer, an at-large board member, or a member in good standing.

ARTICLE XI

AMENDMENTS: The bylaws of Starkville in Motion may be altered or amended upon a two-thirds vote of all members present at a regularly scheduled meeting.

Proposed amendments may be presented by either the Board or from the floor during a regularly scheduled meeting. The entire text of the proposed amendment shall be posted on the Starkville in Motion website for a minimum of two weeks prior to the next regularly scheduled meeting, at which time an open forum debate shall take place concerning said proposed amendment.

At the conclusion of the debate, the Board or other author of the proposed amendment may choose to rescind the proposed amendment.

If this action is not taken, the amendment vote shall take place at the next regularly scheduled meeting. Notice of the amendment vote shall be placed immediately on the Starkville in Motion website, and email or postal notices shall be sent to all members within seven calendar days.

ARTICLE XII

DISSOLUTION CLAUSE: In the event that Starkville in Motion, Inc. shall be dissolved, all monetary holdings and other possessions shall be transferred to a like minded organization. No individual members shall profit in any way.

ARTICLE XIII

DECLARATION OF POLITICAL NEUTRALITY: Starkville in Motion, Inc. is not a political entity and will contribute no more than 10% of its total efforts towards activities that may influence legislation. Starkville in Motion, Inc. shall not attempt to influence legislation at the local, state, or federal level unless that legislation directly impacts the overall mission of the organization. In addition, Starkville in Motion, Inc. shall not endorse candidates for public office at the local, state, or federal level.