

# Bylaws

## OUTER BANKS BICYCLE & PEDESTRIAN SAFETY COALITION

### ARTICLE I

#### AUTHORIZATION

1.1 The name of this organization shall be the Outer Banks Bicycle & Pedestrian Safety Coalition, hereinafter referred to as the Coalition. The Coalition is a non-profit corporation established under the laws of North Carolina. These Bylaws have been adopted in accordance with the applicable provisions of the Outer Banks Bicycle & Pedestrian Safety Coalition's Articles of Incorporation.

### ARTICLE II

#### OBJECT AND PURPOSE

2.1 The object and purpose of the Coalition is *"To help facilitate the education and awareness of practical bicycle and pedestrian safety to drivers, pedestrians, cyclists, and all those who live and visit the Outer Banks of North Carolina."* Coalition volunteers will participate in public education on matters related to bicycle and pedestrian safety. Coalition will attend events to provide education and outreach on matters of bicycle and pedestrian safety.

2.2 The Coalition is organized as a non-profit, public safety education organization, consistent with Chapter 55A of the General Statutes of North Carolina and Section 501(c)(3) or successor provisions of the Internal Revenue Code.

2.3 The principal office and registered agent of the Corporation shall be located in North Carolina.

### ARTICLE III

#### POWERS AND DUTIES

3.1 The Coalition shall engage in the following activities:

- a) To promote intergovernmental and public/private cooperation and coordination on cycling and pedestrian safety matters;
- b) To facilitate citizen participation in local governments' consideration of matters involving cyclist and pedestrian safety issues;
- c) To evaluate current and proposed laws, regulations, and best practices concerning cycling and pedestrian safety issues;
- d) To reach out to the public and on matters affecting the relationship between bicycle and pedestrian transportation safety and parks, schools, beaches, greenways, and other major facilities and destinations; and,
- e) To perform other such duties as may be necessary to raise bicycle and pedestrian safety awareness.

ARTICLE IV  
**ORGANIZATION OF THE COALITION**

4 1. Board of Directors.

The Coalition shall consist of no fewer than four and not more than 15 volunteer board members. All board members shall reside full or part-time in the Outer Banks, or have a special interest and skillset related to bicycle and pedestrian transportation safety on the Outer Banks. Board members shall have demonstrated a special interest, experience, or education in the fields of:

Transportation

Law Enforcement  
Planning

Health and Wellness

Education  
Fundraising  
Public Relations  
Local Government  
Bicycle and Pedestrian clubs and organizations  
Bicycle commuting  
Youth and children advocacy  
Senior and disability advocacy

4.2 Board terms shall be for no more than two years. All members shall be eligible for reappointment at the discretion of the Executive Committee, up to a maximum of three consecutive terms (six years). In the event of a vacancy, the Executive Committee shall fill the unexpired term.

4.3 The Chair may request the removal of any member who has three consecutive unexcused absences or who is absent from a total of six regular meetings within a given fiscal year.

ARTICLE V  
**EXECUTIVE COMMITTEE OFFICERS**

5.1 Personnel and Terms. The elected officers shall consist of a Chair and a Vice-Chair whose terms shall be for one year. The terms of these officers shall begin on September 1.

5.2 Chair. The Chair shall be the chief executive officer of the Coalition and shall approve agendas for and preside over the regular and special meetings of the Coalition; shall appoint committees and designate their chairmen; and shall be an *ex-officio* member of all committees.

5.3 Vice-Chair. The Vice-Chair shall assist the Chair and perform the duties and exercise the powers of the Chair in his or her absence.

5.4 Secretary. The Secretary shall prepare minutes of Coalition meetings and provide draft minutes to members prior to subsequent meeting.

5.5 Treasurer. The Treasurer shall keep records of financial matters and report to the Coalition on financial matters at least quarterly.

5.6 Election of Officers. The nomination and election of the Chair and Vice-Chair shall occur during the regular August meeting of the Coalition. A slate of officers may be prepared by the Nominations Committee, appointed by the Chairman, or nominations may be made from the floor. In the event of two or more candidates for one office, there shall be a secret written ballot. Election shall be by a majority of those present and voting. In the event of a vacancy in the offices of Chair or Vice-Chair, the vacancy shall be filled by a nomination and election at the next regular meeting following the meeting at which the vacancy has been announced.

5.7 Executive Committee. The officers *and other members as designated by the Chair* shall constitute the Executive Committee, and is authorized by the board to conduct the affairs of the Coalition between Meetings.

## ARTICLE VI COMMITTEES

6.1 The Commission may authorize the Chair to create standing and special or *ad hoc* committees as needed and to appoint individuals to serve on such committees.

## ARTICLE VII MEETINGS

Meetings.

4.5 The Coalition shall hold regularly scheduled meetings, except that meetings in July and/or December may be canceled at the discretion of the Chair. Special meetings may be called at the discretion of the Chair and shall be called upon written request of at least three members of the Coalition Board of Directors provided that written notice of special meetings is publicly announced one week in advance of the meeting.

7.2 Three fourths of board members in good standing present in person or by proxy shall constitute a quorum for the transaction of any business.

7 At any regular board meeting, meeting of the members, a member entitled to vote may do so by proxy executed in writing for that meeting. Proxies may confer general voting rights, or they may be limited to prescribed action on a particular issue. (I think we change this to address that attending a meeting via zoom or by phone is or is not acceptable.)

7.4 The Commission shall keep permanent minutes of its meetings, which shall include attendance resolutions, findings, recommendations, and other actions. The Coalition shall follow the rules contained in the current edition of *Robert's Rules of Order, Newly Revised*, except where they are not consistent with these Bylaws or any special rules of order the Coalition may adopt.

ARTICLE VII

**AMENDMENTS** These bylaws may be amended by a three-fourths vote of board members present and voting at any regular meeting of the Coalition, provided that the text of the proposed amendment has been presented in writing at the previous meeting.

*Approved by Bicycle and Pedestrian Safety Coalition Board of Directors on*  
February 2, 2024

DocuSigned by:  
   
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Gray Berryman

Secretary

Signed Name

Title

