

# **B-TOP**

## **BLOOMINGTON TRANSPORTATION OPTIONS for PEOPLE**

Caldwell ECO Center  
323 S. Walnut St.  
Bloomington Indiana 47401

## **BYLAWS**

### **Article I - NAME AND PURPOSE**

Section 1. The name of this organization shall be Bloomington Transportation Options for People (B-TOP).

Section 2. B-TOP is a project of The Center for Sustainable Living (CSL) which is a 501 (c) organization.

Section 3. The purpose of this organization shall be to encourage and promote walking, bicycling, and mass transit as the most appropriate modes of transportation in order to create a more sustainable environment and improve the quality of life, public health and safety in Bloomington and its surrounding area.

### **Article II - MEMBERSHIP**

Section 1. All persons who support the mission and goals of B-TOP and who are interested in membership in B-TOP may become members. There are no membership dues. Members in good standing shall have voting rights at meetings. Interested persons may become members immediately upon filling out a Membership Application. Voting rights or Membership can be denied by the President or the Executive Committee for cause. Members in good standing shall be subscribed to the B-TOP email discussion list. Membership expires after 1 year without participating in a monthly or annual meeting.

Section 2. B-TOP shall maintain a list of persons who wish to receive general communications from the organization (e.g. e-mail announcements, newsletters, or other infrequent communications). All persons on this list shall be considered B-TOP supporters. Supporters may become members by meeting the requirements in Section 1.

Section 3. Members are not authorized to speak for B-TOP unless authorized by the President. Members may publicly communicate positions on issues which B-TOP members have adopted at a regular meeting or at the Annual meeting.

Section 4. Written documents prepared for official release by B-TOP should be presented for comment (physically or electronically) to the body of active members and/or to relevant committee members with reasonable time available for review prior to public release. Membership in B-TOP shall not prevent any member from communicating personal opinions as long as the member does not present them as official positions of B-TOP.

## **Article III - MEETINGS**

Section 1. Monthly business meetings of B-TOP shall be held at an appropriate location, day and time as determined by the President. Voting rights are as described in Article II.

Section 2. Any change in meeting time or place should be announced to the list of B-TOP supporters at least one week prior to the meeting.

Section 3. The order of the meeting may be: Call to order; Reports; Old business; New business; Announcements; and Adjournment.

Section 4. The annual meeting shall be the January meeting of each year.

Section 5. Other meetings for committees or for the larger membership may be occasionally scheduled as necessary or desired.

Section 6. An agenda should be sent to the members email discussion list at least one week before the meeting.

## **Article IV - OFFICERS**

Section 1. The officers are President, Vice President, Secretary, and Treasurer. They shall be elected in accordance with Article VII to serve for a term of one year. The term shall begin with the Annual meeting in January and run to the next annual meeting.

Section 2. The officers shall constitute an Executive Committee that shall be convened as necessary and responsible for conducting B-TOP business regarding B-TOP policies, rules, personnel matters and other duties specified within this document.

## **Article V - DUTIES OF OFFICERS**

Section 1. The officers shall:

- a. report any new activity or information in their areas of responsibility which has occurred since the last meeting;
- b. present an annual written report to the organization and file an original copy with the Secretary. The reports shall be given at the annual meeting following the term of office;
- c. deliver to their successors all official material within ten days following the end of their term of office.

d. nominate members to paid or volunteer positions requiring professional expertise (e.g. Outreach Organizer, Outreach Coordinator, Web Master, Newsletter Editor, etc.) as needed. Appointments for unpaid and paid positions and salaries for paid positions must be approved by the members.

Section 2. The President shall:

- a. preside at all meetings of the organization and shall be ex-officio member of all committees except the Nominating Committee;
- b. lead in the implementation and enforcement of the bylaws, rules and policies approved by the membership;
- c. appoint an Audit Committee consisting of at least two members at the December meeting to review the accounts of the Treasurer;
- d. appoint a Chairperson and committee members to serve on any committee as needed;
- e. have the authority to sign checks.

Section 3. The Vice President shall:

- a. assist the President and perform the duties of the President in the absence or inability of that officer to serve;
- b. maintain records of membership, email lists, etc., except as delegated to technical support staff.

Section 4. The Secretary shall:

- a. record the minutes of the previous regular meeting, distribute said minutes to members for review prior to the next meeting, and preserve all minutes and reports;
- b. be responsible for any routine correspondence of the Organization;
- c. maintain a Record of Resolutions and Position Statements adopted by the members of B-TOP. This Record should be kept current and posted to the B-TOP web site.

Section 5. The Treasurer shall:

- a. collect and record all funds received by the Organization and shall pay all approved bills and accounts of the Organization. The Treasurer has the authority to sign checks.
- b. keep an accurate record of all receipts and expenditures;
- c. give a financial report consisting of an Income Statement and Balance Statement at each monthly meeting. A list of transactions should also be maintained for inspection by the Finance and Audit Committees. An annual Financial Report shall be provided to the Treasurer of the Center for Sustainable Living.

d. The Treasurer's accounts shall be examined annually at the end of each fiscal year by the Audit Committee. This committee shall audit the books and report their findings in a signed statement at the March Business meeting.

Subsection e. The Treasurer shall deliver to the Audit Committee the following items by the end of January each year:

1. A copy of the Check Register
2. Bank statements and canceled checks
3. Ledger or computer printout
4. Paid bills and statements
5. Publications sales records

## **Article VI - STANDING and AD HOC COMMITTEES**

Section 1. Committees may be established as needed by the members on the recommendation of the President. The President shall appoint Committee Chairs and members with the approval of the members. Committee members may be recommended by the Committee Chair.

## **Article VII - ELECTIONS**

Section 1. The Nominating Committee shall solicit nominations from among current active members with an aim of at least one nominee for each office to be filled. Any member may suggest him or herself or another member for any office. In the case of nomination by others, the Committee shall ascertain whether the nominated member is willing to serve, if elected; if not, the nomination shall be considered invalid. The Committee shall present a slate of one candidate for each office and report the slate of candidates in writing at the November meeting.

Section 2. Officers shall be elected by a simple majority vote of the members present at the December meeting. Nominations may be made from the floor provided that the nominee accept the nomination either in person or by signed written consent to be nominated.

Section 4. A vacancy occurring in any office shall be filled for the unexpired term by a member elected by a majority vote of the members present at a regular meeting.

## **Article VIII - FISCAL YEAR**

Section 1. The Organization's fiscal year shall be from January 1 to December 31.

## **Article IX - PARLIAMENTARIAN AUTHORITY**

Section 1. The business meetings of the Organization shall be conducted in accordance with the parliamentary procedures set forth in Robert's Rules of Order. Robert's rules of Order may be modified so that a brief discussion of a topic may precede the making of a motion. Motions may be adopted by unanimous consent and without a vote if no members present object. If there is not unanimous consent, motions may be adopted by a majority vote of members present.

Section 2. Members defined under Article II can vote. Four or more members present shall constitute a quorum to do business at a meeting.

## **Article X - AMENDMENTS**

Section 1. Any member may propose an amendment to these Bylaws by submitting the same in writing to the President.

Section 2. A written copy of any amendment so proposed shall be presented at any regular meeting of B-TOP members following the receipt of such amendment by the President. The proposed amendment shall be reported to the membership by email and in a prominent place on the web site at least three weeks before voting on it.

Section 3. The amendment shall then be voted upon at the next regular monthly meeting or the Annual Meeting. The by-laws may be amended by a three-fourths majority vote of all members present at a regular meeting or the Annual Meeting.

## **Article XI - DISSOLUTION**

Section 1. Upon the dissolution of the Organization, the officers, after paying or making provision for the payment of all liabilities of the Organization, shall donate the remaining assets of the Organization to The Center for Sustainable Living or, if it is no longer in existence, to a non-profit organization which promotes and encourages research concerning livable cities and appropriate transportation.