

BICYCLE RACING ASSOCIATION of OKLAHOMA

Article I: Name

This organization shall be constituted under the name "BICYCLE RACING ASSOCIATION OF OKLAHOMA," herein referenced as BRAO. The Bicycle Racing Association of Oklahoma is an incorporated, not-for-profit organization as described by the laws of the state of Oklahoma. The organizational name, logo(s) and insignia(s) stand protected and shall not be used for endorsement, advertising, etc., without the express consent of a quorum-majority of the Board of Directors. The Bicycle Racing Association of Oklahoma or BRAO is a registered association of USA Cycling. Association membership consists of registered clubs, bicycle race promoters and bicycle racing clubs from the state of Oklahoma who maintain good standing with USA Cycling, Inc.

Article II: Mission Statement

BRAO is a statewide membership organization whose mission is to educate, promote and enhance the sport of amateur bicycle racing in the State of Oklahoma. BRAO shall operate exclusively for the purpose of support and development of amateur athletes and fostering of national amateur sports competition.

Article III: Method

BRAO will accomplish its mission using the following methods:

- A. Coordination of an organized and balanced race calendar. Before each race season, BRAO officers, race promoters, and member club presidents (or their designees), in cooperation with the USA Cycling state or regional representative, shall establish a race calendar with minimal overlap of events
- B. Foster effective communication between racers, clubs, race promoters, USA Cycling, and the public.
- C. Agree to follow the terms and conditions set forth in the "Terms of Agreement" between BRAO and USA Cycling, Inc.
- D. Promote education through its membership clubs and by hosting officiating clinics as well as bicycling skills clinics.

Article IV: Membership

- A. BRAO membership is defined as a club who has membership with USA Cycling and is headquartered in the State of Oklahoma.
- B. A member must:
 1. Be sanctioned by, be current paid, and in good standing with the USA Cycling..
 2. Promote at least one sanctioned / BRAO endorsed event per calendar year following the BRAO guidelines, providing an open date is available on the calendar.
 - Two clubs may promote an event jointly in order to satisfy the annual event promotion requirement, thus allowing small clubs the opportunity to be a full BRAO member.
 3. Follow the BRAO bylaws including any contracts or agreements with other organizations as indicated in the bylaws.
 4. Any club eligible to become or wishing to become a member of the Association shall pay annual dues to the Association in the amount of \$50. Such amount may be

- changed by a recommendation from the Board of Directors and a vote of the membership. Dues shall be payable on or before 1 January of the year of membership. Dues will not be pro-rated for clubs joining after 1 January.
5. Non-Liability of Members: Was approved for adoption as written - No member, solely by virtue of being a member of the Association, shall be liable for the debts, liabilities or obligations of the Association.

Article V: Major Objectives

BRAO shall strive to:

- A. Coordinate and establish a balanced race calendar with minimal overlap of events.
- B. Develop and maintain a logical sequence of the Oklahoma State Championship Races.
- C. Encourage promoters to provide races that meet the category-specific USA Cycling time or distance requirements for rider upgrade.
- D. Provide for effective communications between racers, clubs and promoters by encouraging a spirit of cooperation and volunteerism.
- E. Purchase equipment that member clubs may use for a nominal, replacement based fee.
- F. Serve as a unified body that will best represent amateur bicycle racers in discussions regarding their needs and desires with their governing bodies.
- G. Create a supportive network and environment that enables race organizers to exchange ideas and support each other.
- H. Encourage clubs to offer cycling skills and safety education.

Article VI: Execution

- A. BRAO will hold an annual meeting to plan the calendar for the coming year and adopt new or modify existing bylaws. Clubs should be prepared to commit to dates and types of events as much as possible at this meeting.
- B. Changes to dates and events will be allowed throughout the year, but clubs wishing to do so should be willing to accept the dates that are, at the time, available.
- C. Event dates will be awarded on a first come, first served basis. In the event that a conflict arises that can't be resolved by the promoters, BRAO officers will vote to resolve the conflict, taking into consideration issues such as availability of course, distance between the two events and other open dates. Every effort will be made to avoid having two BRAO endorsed events on the same day.
- D. Members must be given a minimum 30 day notice prior to the annual meeting.

Article VII: Administration

- A. Officers, Board, and Elections
 1. Officer positions will consist of President, Vice-President, Secretary, and Treasurer.
 2. These officers, along with one representative from each of the three largest clubs, will serve as the Board of Directors. The three largest clubs will be measured by current, paid licenses affiliated with the club.
 3. BRAO Officers will be elected at the annual meeting from the body of the membership. Officers will hold office for one-year, terms beginning on January 1st of the respective year. An Officer may be re-elected; however, the maximum term is two consecutive years in a single position.

4. BRAO Officers can be removed before the annual election by a 2/3 vote of the BRAO membership.
 5. BRAO operational year shall run from January 1 to December 31.
- B. President: The leader responsible for overseeing all aspects of BRAO. The President shall be responsible for overseeing the coordination of the calendar with promoters, negotiating date disputes, enforcing BRAO rules, appointing committees and/or special positions, acting as a liaison between clubs and governing body representatives when necessary and seeking new ways to improve amateur cycling in Oklahoma. Additional duties of the president will consist of the following:
- Ensure that all BRAO members sanction their events through USA Cycling and its representatives.
 - Coordinate an organized and balanced race calendar.
 - Organize state championships for Oklahoma. At the President's discretion, a member club may be appointed to fulfill these obligations.
 - Appoint special positions to aid in the execution of the presidential duties, such as Commissioner of Officials. The duties of the Commissioner of Officials consist of the following:
 - Conduct rider upgrading as per USA Cycling guidelines.
 - Assign officials for local races.
 - Conduct officials' educational clinic utilizing the USA Cycling Curriculum.
 - Conduct officials incentive programs.
 - Coordinate race equipment program for BRAO events.
- C. Vice President: The Vice president will assist the organization president with the leadership responsibilities and assume the duties of the president in their absence, removal or early resignation. The duties of the Vice President will consist of the following:
- Conduct rider development, skill, safety and educational clinics.
 - Promote mentoring and educational programs for organizers/ promoters.
 - Oversee BRAO equipment and coordinate member club use of equipment.
- D. Secretary: The Secretary is to oversee the safekeeping of BRAO documents, maintain current information, and record meeting minutes. The duties of the Secretary consist of the following:
- Communication between BRAO members, racers, USA Cycling and the public through the establishment and maintenance of a website, mailing lists and other methods
 - State Record Keeper whose duty will be to maintain a document containing bicycle racing time and distance records for the State of Oklahoma.
 - Record minutes of BRAO meetings.
 - Keep track of event results from BRAO promoters.
 - Additionally, the Secretary will be responsible for the safekeeping and storing of official BRAO documents.
 - Submit pre event documents from BRAO members to USA Cycling as per USA Cycling guidelines.
- E. Treasurer: The Treasurer shall be responsible for the management of BRAO funds and handling financial matters including payment of expenses/bills that may be incurred. The

treasurer must keep a detailed transaction report and provide it to member clubs upon request.

- F. Officers will be reimbursed for expenses incurred in the performance of their duties upon the submission and approval of an expense report. Approval of an expense report requires two officers' signatures, neither of whom is submitting the report. Business mileage will be paid at the current Internal Revenue Service deductible mileage rate for business mileage.

Article VIII: Operations

- A. Race Equipment Program: The race equipment program consists of cycling resources that have been acquired by BRAO and which promoters can use, for a fee, at their events. In order for promoters to be included in the race equipment program they must adhere to the following guidelines:
1. Only BRAO members will be eligible to be part of the race equipment program.
 2. Only race events that are included on the calendar will eligible to be part of the race equipment program.
 3. Promoters shall coordinate their usage of the equipment with the Commissioner of Officials.
 4. Promoters shall be responsible for transporting and handling of the race equipment during the period of their use of the equipment.
 5. Promoters shall be responsible for replacing race equipment that is damaged due to the promoter's neglect during the period of their use of the equipment.
- B. Event Documents Processing
1. All BRAO members must submit their pre event documents to the BRAO Secretary in accordance with USA Cycling guidelines.
 2. BRAO members shall be required to submit event results with their post event documents in a manner that is approved by USA Cycling to USA Cycling.
 3. BRAO members shall submit post event documents to USA Cycling in a timely manner, no more than 7 days following event.
 4. Results from events containing timed components must include recorded times for the purpose of record evaluation.
- C. State Championship Event Promotion:
1. The following state championship events shall be conducted annually.
 - Cyclocross
 - Road Race
 - Criterium
 - Individual Time Trial
- D. Championship race events will encompass the entire state and not be divided.
- E. The promoting team/club of a State Championship road type race must be a member of B.R.A.O.
- F. B.R.A.O. will furnish a State Championship jersey for each state champion.
- G. Association member teams/clubs agree to give free entry to any Oklahoma State Champion who enters their race providing the rider wears his/her State Championship jersey. Entry must be in the same discipline that the jersey was won in and no more than 12 months after being won.

- H. The hosting / promoting club or clubs of any State Championship Races will be selected by a bid process as outlined in the document entitled: USAC State Championship Application for Road Events.

Article IX: Voting

- A. Any decisions regarding major purchases, other than for reasonable administrative supplies and expenses, must be made by a majority vote of the membership. Other issues will periodically present themselves that will require a BRAO membership vote.
- B. Each President or appointed representative of BRAO member clubs in good standing will have one vote. In the event of a tie vote, the board of directors shall vote to break the tie.
- C. Voting will normally take place at an official BRAO meeting. In order for voting to be valid, a quorum of 50% of the BRAO member club presidents/representatives must be present.
- D. On issues requiring resolution, as determined by the BRAO President, voting can be conducted via email and/or telephone with a 30 day minimum notice.

Article X: Financial

- A. BRAO will seek funding by:
 - USA Cycling, Inc. will give BRAO an agreed amount of each annual racing license sold to individuals in Oklahoma. Monies will be paid on a quarterly basis to BRAO. These funds will be used by BRAO to fund its operating costs, expand its function, and provide to its members the services described in the Local Association Agreement.

Each member club will pay a surcharge of \$1 per rider to the association on all competitive events. If the event is a multi day, stage, or omnium type event, the promoter will only pay for the day with the largest number of entrants. The promoting club may also deduct \$50 from their first surcharge payment to cover the \$50 already paid to the association as membership fees. Surcharge money must be paid to the association within 5 days after the event.

- B. A mid-year and end-of-year financial report shall be prepared by the Treasurer and distributed to BRAO members. It shall be the responsibility of each BRAO member club to make these reports available to its members upon request.
- C. BRAO shall fund the purchase of equipment that can be used by BRAO members, for a reasonable fee, for BRAO approved events only. The fees charged shall be set aside in the financial records and strictly reserved for the eventual replacement of equipment. They will responsible for the safeguard and care for the equipment until it is passed on to the next member club.
- D. BRAO shall employ an outside independent audit of its books and accounts once per calendar year. Such audit will be of a scope commensurate with the dollars handled by BRAO and performed by a qualified accounting auditor.

Article XI: Bylaws

The organization bylaws must be approved by a 2/3 vote of those present and eligible to vote. Proposed amendments should be presented to the board 30 days prior to the annual meeting.

Changes can only be made by a 2/3 vote of the membership present at annual meeting or via email and/or telephone by the discretion of the President.

Article XII: Dissolution Clause

Upon dissolution of the organization known as the Bicycle Racing Association of Oklahoma, after all outstanding bills have been settled; remaining assets shall be distributed among the current Not-For-Profit member clubs.

Article XIII: Organizing Document

The provisions listed in the Articles of Association of the BRAO shall serve as the organizing document that created this association.

Amendments to the bylaws

1/21/2007 B.R.A.O. will furnish a State Championship jersey for each state champion.

Association member teams/clubs agree to give free entry to any Oklahoma State Champion who enters their race providing the rider wears his/her State Championship jersey.

Entry must be in the same discipline that the jersey was won in and no more than 12 months after being won

1/21/2007 Each member club will pay a surcharge of \$1 per rider to the association on all competitive events. If the event is a multi day, stage, or omnium type event, the promoter will only pay for the day with the largest number of entrants. The promoting club may also deduct \$50 from their first surcharge payment to cover the \$50 already paid to the association as membership fees. Surcharge money must be paid to the association within 5 days after the event.

12/6/2008 The hosting / promoting club or clubs of any State Championship Races will be selected by a bid process as outlined in the document entitled : USAC State Championship Application for Road Events