

Florida Mudcutters, Inc.

A Non-Profit Club

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ARTICLE I - NAME

The name of the club shall be the Florida Mudcutters, Inc.

ARTICLE II - MISSION/PURPOSE

The Florida Mudcutters are an off road cycling club set up to enjoy, promote and create single-track cycling opportunities throughout SW Florida.

The purpose of this club is:

- a. To work with our County and State Governments and private landowners such as Lee County Parks & Recreation and Conservation Collier to provide a single-track mountain bike trail at Caloosahatchee Regional Park, Pepper Ranch Preserve and other SW Florida facilities for public and club usage.
- b. Organize workdays with Mudcutter members for trail maintenance purposes to build and maintain the mountain bike trails.
- c. To promote safe & responsible cycling.
- d. To provide an association for members and guests interested in mountain biking and to unite the members & guests in a spirit of good fellowship and fair play through sponsored activities in a manner to attract prestige and respect within the community.
- e. To work with Lee, Charlotte, Glades, Hendry and Collier Counties to develop additional off road cycling opportunities.
- f. Promote the appreciation of and care of public lands.

ARTICLE III - MEMBERSHIP

SECTION 1: Dues and Assessments: Club membership is renewed annually. Fees according to IMBA Southern Off-Road Bicycle Association dues for Fort Myers, FL (Mudcutters).

SECTION 1: Requirements for membership: An applicant must submit a signed application along with a check for the appropriate amount or acknowledgement of review through the online payment system or check to IMBA-SORBA Membership, P.O. Box 20280 Boulder, CO 80308.

SECTION 2: Member Benefits: Active members are entitled to use of the club website, receive notices of club activities by e-mail, receive a copy of the by-laws and shall have the right to vote and hold office. IMBA-SORBA members also receive special deals and discounts for IMBA gear and event registrations.

SECTION 3. In order to remain a member, the member must conduct Him/herself in a responsible manner for all club functions & while using the club website.

SECTION 4. A member may be suspended based on the good faith determination by the board if the member has been engaged in conduct that is seriously prejudicial to the purposes of this corporation. The member shall be given 15 days prior notice and the reasons for proposed expulsion or suspension.

SECTION 5. There shall 2 levels for Volunteers

a. Titanium volunteer - This volunteer has over 40 hours of recorded volunteer work for maintaining the bike trail from the previous year.

b. Big Ring volunteer - This volunteer has over 10 recorded volunteer hours for maintaining the bike trail from the previous year.

ARTICLE IV - STANDARD TRAIL MAINTENANCE RULES

Section 1. All members must seek approval from the Mudcutter board & Lee County Parks & Recreation, Conservation Collier or any other trail owner before making any changes to the existing mountain bike trail.

Section 2. All members must follow Lee County's rules and regulations, Conservation Collier County's rules and regulation or any other trail owner's rules and regulation when volunteering at the County/owners parks.

ARTICLE V - CLUB WEBSITE

Section 1. The official club web site is <http://www.mudcutters.org>

Section 2. All postings on the club web site message board/Facebook and photo gallery will be monitored for appropriateness. Any posting felt to be inappropriate by two-thirds (2/3rds) of the Board of Directors will be erased immediately.

ARTICLE VI - OFFICERS

Section 1. The officers of the club shall be made up of a 10 member board of directors. The top 10 volunteers from the previous calendar year who choose to participate will comprise the board. Participation on the board is entirely voluntary.

Section 2. Terms of the office shall be one year. At the end of each year the potential new members will be identified by their recorded volunteer hours. If a volunteer chooses not to fill their seat on the board the member/volunteer with the next highest recorded hours will be invited to participate until the complete 10 member board is identified.

Section 3. The board shall perform the duties customary to their office and in particular as follows.

VOLUNTEER COORDINATOR: Maintains accurate records of the trail maintenance volunteer hours produced by the club members. She/he will send in the total hours accrued by the members to Lee County's volunteer coordinator each quarter. She/he will also be responsible for making sure the volunteers have access to Lee County's rules and regulations for volunteering.

She/he will keep a Lee County Volunteer Application available on the club's website. The volunteer coordinator will also be assuming the role of one of the trail maintenance coordinators.

TRAIL MAINTENANCE COORDINATORS: These individuals help to organize volunteer groups to perform appropriate trail maintenance tasks for the bike trail. They will instruct the volunteers on learning how to follow the county's rules & regulations for using equipment and becoming registered. There is no minimum to the number of trail maintenance coordinators that can be elected.

ACTIVITY OFFICERS: These are individuals who have volunteered to host a club event or project that has been approved by the Board of Directors. I.e.: Socials, Time trails, Friend's day, Plant a tree project, or Bike Patrol leader. Club events & activities may change each year.

ARTICLE VII - BOARD OF DIRECTORS

Section 2. The Board of Directors will be the governing body of the club and will make all of the rules and decisions for the club. The Board of Directors will decide what issues require voting from the general membership. For all issues that are not specifically addressed in these by-laws, the board of directors shall vote on the resolution which will pass on Two-Thirds (2/3rds) vote of the board of directors.

Section 3. Activity Officers and Trail Maintenance coordinators will be elected on a yearly basis from a vote by the board of directors.

ARTICLE VIII - VOTING

Section 1. The current Board of Directors shall make the nominations of the elective officers. Other nominations may be submitted by the membership at the time of the election. Affirmative vote is two-thirds (2/3rds) of the members who attend the meeting. No proxy votes shall be accepted.

Section 2. At club meetings, active members can vote on trail issues and in the general elections. Affirmative vote is two-thirds (2/3rds) of the members.

Section 3. At board meetings only current board members may place a vote. Any active member may attend a meeting, but have no voting rights.

ARTICLE IX - MEETINGS

Section 1. The annual meeting of the membership shall be held during the last quarter/first quarter of each year. The exact date and time is to be determined by the Board of Directors. The purpose of said meeting shall be for the sharing of the new board members and information.

Section 2. Board meetings: The board of directors shall meet on an as needed basis as determined by the board. A quorum will consist of 3/5 of the current board.

Section 2: Special meetings: The Board of Directors or not less than one-tenth of the members having voting rights may call a special meeting of the members. The Board shall determine the time and place.

Section 3: A quorum must be present for the conduct of any business at any meeting. A Quorum will consist of 10% of the active membership or 3/5 of the current board.

Section 4: Notice of all club meetings will be given in the form of e-mail invitations and will be posted on the club official website at least 10 days prior to the meeting date.

ARTICLE X - VACANCIES

Section 1. Vacancies during the current year shall be filled by a vote from the Board of Directors and can be selected from the current membership.

ARTICLE XI - DISCIPLINE AND CONDUCT

Section 1. All members and officers shall perform their duties and obligations in a responsible, competent and reliable manner.

Section 2. Any officer may be removed, suspended, or expelled by two-thirds (2/3rds) vote of the club membership for cause or conduct after an appropriate hearing.

Section 3. Any member may be removed, suspended, or expelled from the club or from use of the club message board by two-thirds (2/3rds) vote from the board of directors for cause or conduct after an appropriate hearing.

ARTICLE XII - AMENDMENTS

Section 1. These by-laws may be amended or changed as suited by affirmative vote of two-thirds (2/3rds) vote of the board of directors.

Section 2. Trail Maintenance rules or club membership rules may be amended or changed as suited by affirmative vote of two-thirds (2/3rds) vote of the board of directors.

ARTICLE XIV - DISSOLUTION OF THE CLUB

Section 1. The disbanding of this organization must be voted on by fifty one percent (51%) of the total membership present at a meeting set specifically for this purpose. In the event that the Florida Mudcutters, Inc. is disbanded and thereby no longer in existence, the assets remaining after satisfying all outstanding debts and obligations shall not be divided among those active members at the time of dissolution, but shall remain in escrow for a period of not to exceed six (6) months; after such time the assets of the club shall be donated to Lee County Parks & Recreation headquartered at 3410 Palm Beach Blvd. Fort Myers, FL 33916.