



**AGENDA**  
**Committee on General Services**  
**Monday, April 8, 2019 @ 4:30 p.m. (note time)**  
**City Council Conference Room, City Hall 10<sup>th</sup> Floor**

Councilmember Jody Washington, Chair  
Councilmember Brian T. Jackson, Vice Chair  
Councilmember Carol Wood, Member

**1. Call to Order**

**2. Approval of Minutes:**

March 25, 2019

**3. Public Comment on Agenda Items**

**4. Discussion/Action:**

A.) RESOLUTION – Non-Profit Recognition; League of Michigan Bicyclists

**5. Other**

- Michigan Liquor Control Commission; Transfer License with Sunday Sales, Outdoor Service, Catering Bars and Dance-Entertainment from 7786 E. US 10, Walhalla to 419 Spring Street, Lansing. Transfer Governmental Unit from Branch Twp., Mason County to Lansing City, Ingham County **(Pending Application)**
- Michigan Liquor Control Commission; Transfer Ownership of a 2018 Class C and SDM Licensed Business w/Sunday Sales, Dance-Entertainment Permit and Outdoor Service from Leo's Outpost, Inc. located at 600 S. Pennsylvania, Lansing, MI 48912 **(Pending Application)**
- Michigan Liquor Control Commission; Transfer Ownership of an escrowed 2018 Class C Licensed Business w/Dance Entertainment Permit from Tini Bikinis-Lansing, LLC; transfer location from 511 East Hazel., Lansing; cancel existing Outdoor Service and request new Sunday Sale to Bar Mitena, LLC 2001 East Michigan Avenue **(Pending Application)**

**6. Place On File**

**7. Adjourn**

[illegible]

DRAFT



## **MINUTES**

### **Committee on General Services**

**Monday, March 25, 2019 @ 4:30 p.m.**

**City Council Conference Room, City Hall 10<sup>th</sup> Floor**

### **CALL TO ORDER**

The meeting called to order at 4:30 p.m.

### **ROLL CALL**

Council Member Jody Washington, Chair

Council Member Brian T. Jackson, Vice Chair- arrived at 4:31 p.m.

Council Member Carol Wood, Member

### **OTHERS PRESENT**

Sherrie Boak, Council Office Manager

Scott Sanford, Code Enforcement

Eric Brewer, Council Internal Auditor

Lisa Hagen, Assistant City Attorney

Mike Falk, Melrose Pyrotechnics, Inc.

Nicholas Premo

### **Minutes**

MOTION BY COUNCIL MEMBER WOOD TO APPROVE THE MINUTES FROM FEBRUARY 25, 2019 AS PRESENTED. MOTION CARRIED 2-0.

### **Public Comment on Agenda Items**

Comments will be made during the agenda items.

### **Discussion/Action:**

RESOLUTION – Fireworks Application; Display by Melrose Pyrotechnics, Inc. at Thomas M. Cooley Law School Stadium, 505 E. Michigan Avenue on Various Dates

Mike Falk confirmed that there will be 17 shows, with one of those being at the Ignite Soccer game, 5 minutes shows which will be 1 minute short then last year, and they will use the same crews for the shows.

## DRAFT

MOTION BY COUNCIL MEMBER WOOD TO APPROVE THE RESOLUTION FOR THE FIREWORKS APPLICATION FOR 505 E MICHIGAN AVENUE ON VARIOUS DATES IN 2019. MOTION CARRIED 3-0.

RESOLUTION – Claim Appeal; #1656, Nickolas J. Premo; 1126 Farrand Street; \$3,065  
Mr. Sanford explained that the LPD contacted their office because they were called out there by the owner who stated there was someone living there. When Code arrived the house was under demolition and rehabilitation and there were no permits. At the time there was also a trash violation. The owners claimed to not be living there and they asked him to update his mailing address on 12/7/2018 the owner informed them there would be a forwarding address and as of this meeting, Mr. Sanford stated there had been no change in assessing. He then outlined the timeline; tagged on 11/1/2018, an electrical permit was pulled on 11/20/2018, but there has been no action on that permit.

Mr. Premo stated his belief that the City employee from Code Enforcement cited the exterior and that was the bill. He then stated he never received the ticket and was told the post office does not forward mail or leave mail on red tagged properties.

Council Member Washington asked how that occurs, and Mr. Premo stated he was told that by the post office when he went there to ask why he was not getting mail, therefore he attempted to forward his mail.

Council Member Jackson asked how long the trash in the photos had been on site, and Mr. Premo tried to explain items the contractor took, items they left behind and items that he did not believe were trash. He acknowledged that some items they removed, such as the wood, had been on the property in five (5) years. Council Member Jackson then asked if he was getting his mail there at the time of the violation, and Mr. Premo stated he was stopping to get it when he mowed or was attempting to pick up the trash. He noted that the property over the last five (5) years had been under land contract and that person had not kept it up.

Council Member Wood had no comments, other than the photos told the story, then stated to Mr. Premo that the Committee has been advised that mailing a notice is sufficient under the ordinance and that was confirmed by Ms. Hagen. Council Member Wood added to Mr. Premo that he should have changed his address.

Council Member Jackson asked for an inquiry from Law on if the post office is truly not delivering mail to red tagged homes. Council Member Wood asked Mr. Sanford when the property was tagged, and Mr. Sanford stated 11/1/2018. Mr. Premo admitted he saw it then then called but thought it was the interior, and believed he was never told about trash on the outside. Mr. Sanford continued with details from the inspector including that it was re-inspected on 11/13/2018 and there was partial clean up, so they added a week before another inspection.

Council Member Washington pointed out to Mr. Premo, that by his own omission the items had been there for years. Mr. Premo attempted to dispute.

## DRAFT

MOTION BY COUNCIL MEMBER WOOD TO DENY THE APPEAL FOR 1126 FARRAND IN THE AMOUNT OF \$3,065.00. MOTION CARRIED 3-0.

Council Member Washington informed Mr. Premo his claim will be in front of the entire Council on April 8<sup>th</sup> and he will have 3 minutes at that time to make his appeal to them.

### Other

Michigan Liquor Control Commission; Transfer License with Sunday Sales, Outdoor Service, Catering Bars and Dance-Entertainment from 7786 E. US 10, Walhalla to 419 Spring Street, Lansing. Transfer Governmental Unit from Branch Twp., Mason County to Lansing City, Ingham County **(Pending Application)**

Michigan Liquor Control Commission; Transfer Ownership of a 2018 Class C and SDM Licensed Business w/Sunday Sales, Dance-Entertainment Permit and Outdoor Service from Leo's Outpost, Inc. located at 600 S. Pennsylvania, Lansing, MI 48912 **(Pending Application)**

Michigan Liquor Control Commission; Transfer Ownership of an escrowed 2018 Class C Licensed Business w/Dance Entertainment Permit from Tini Bikinis-Lansing, LLC; transfer location from 511 East Hazel., Lansing; cancel existing Outdoor Service and request new Sunday Sale to Bar Mitena, LLC 2001 East Michigan Avenue **(Pending Application)**

### Adjourned

Adjourned at 4:50 p.m.

Submitted by Sherrie Boak,

Office Manager,

Lansing City Council

Approved by the Committee on \_\_\_\_\_



City of Lansing, Michigan  
Application for Request for Non-Profit Status in the City of Lansing

Organization Name (As Incorporated): League of Michigan Bicyclists

Address: 410 S Cedar St, Ste A

City: Lansing State: MI Zip: 48912

Contact Person: John Lindenmayer

Main Contact Number: (517) 334-9100 Secondary Contact Number: (517) 303-5562

Email Address: john@LMB.org

Please include the following with your application:

- a. A copy of your 501(c)3 Designation
- b. A copy of your Articles of Incorporation
- c. A copy of your Bylaws Articles of Inc.
  - ☒ Includes in bylaws a dissolution provision a plan to distribute all the remaining assets to ensure that
    - 1. All financial and contractual obligations are fulfilled and that
    - 2. Remaining assets are distributed only to one or more similar nonprofit, tax exempt organizations and/or institutions
- d. Non-refundable application fee of \$100.00 or fee waiver request\*

***I hereby certify that this application is complete and accurate to the best of my knowledge, information and belief.***

Ben AB-Ge  
Signature

3/14/19  
Date

\*Fee waiver request

I hereby certify that the assets of this non-profit organization are less than \$2,500 and I request the fee be waived. The fee would cause an extreme hardship because:

\_\_\_\_\_

John Lindenmayer  
Signature

3/14/19  
Date

Please submitted completed application and attached documents, please return it to:

Chris Swope, City Clerk  
Lansing City Clerk's Office

Ninth Floor, City Hall, 124 W. Michigan Ave., Lansing, MI 48933-1695

[City.clerk@lansingmi.gov](mailto:City.clerk@lansingmi.gov) 517-483-4131



## **LEAGUE OF MICHIGAN BICYCLISTS BY-LAWS**

### **ARTICLE I POLICY**

#### **SECTION 1. POLICY**

The Corporation, The League of Michigan Bicyclists (League) is dedicated to providing programs, services, activities and assistance to bicyclists to make Michigan a bicycle friendly state. The League shall serve all persons and shall carry out its purposes as shall be appropriate for a nonprofit corporation within the laws of the State of Michigan. The assets of the League shall be used to achieve maximum benefit in promoting the purposes of the League.

### **ARTICLE II PURPOSE**

#### **SECTION 1. PURPOSE**

The League is organized and shall be operated for the following purposes:

- (a) To provide programs, services and assistance which will result in favorable recognition of bicycling in Michigan, that will be reflected in improved physical facilities, recreational opportunities, scheduled tours, information on events, partnerships with related groups, pro- bicycling legislation, regulations and associated implementation.
- (b) To carry out the activities of the organization in a manner which is consistent with the requisite purposes of an organization qualifying for tax-exemption under [Section 501(c)(3)] of the Internal Revenue Code of [1986], as amended;
- (c) To accept and receive by gift, devise, bequest, endowment, grant or otherwise real and personal property of any kind and to make grants and gifts of such property to organizations as designated by the Board of Directors and as consistent with the Articles of Incorporation and these By-Laws; and
- (d) To purchase, receive, acquire, own, use, lease, mortgage, sell, transfer, maintain and/or otherwise dispose of real and personal property of every nature and description and to direct the whole or any part of the appreciation or income there from and the principal thereof exclusively in furtherance of the purposes of the League.

## **ARTICLE III** **OFFICE**

### **SECTION 1. REGISTERED OFFICE**

The registered office of the League shall be in the City of Lansing, County of Ingham, State of Michigan, or at such other registered office as the Board of Directors of the League may determine from time to time.

### **SECTION 2. OTHER OFFICES**

The League may also have offices at such other places both within and without the State of Michigan as the Board of Directors may from time to time determine or the purposes of the League may require.

## **ARTICLE IV** **MEMBERSHIP**

### **SECTION 1. INDIVIDUAL MEMBERSHIP**

An Individual Membership shall be open on a continuing basis to anyone at least eighteen years of age who has paid the annual dues as required and set by the Board of Directors.

### **SECTION 2. FAMILY MEMBERSHIP**

A Family Membership shall be open on a continuing basis to any household unit consisting of one or more adults and/or minor children residing at the same address, who has paid the annual dues as required and set by the Board of Directors.

### **SECTION 3. ORGANIZATION/CLUB/SHOP/INDUSTRY MEMBERSHIP**

Membership shall be open on a continuing basis to any Organization, Club, Shop or Industry whose purpose is compatible or complementary to the League, upon payment of the annual dues as set by the Board. There shall be four classifications of this membership category: (a) Organization, (b) Team/Club Membership, (c) Shop Membership, and (d) Industry Membership. Industry Membership shall be open to manufacturers, makers and assemblers of frames, components, after market items, clothing, replacement parts, accessories, racks, shelters, and carriers, bike share companies, and hospitality businesses that support cycling.

### **SECTION 4. RECORD OF MEMBERSHIP**

The electronic or written record of the membership of the League is the sole property of the League and will be kept in accordance with policy adopted by the Board.

### **SECTION 5. RIGHTS AND PRIVILEGES OF MEMBERS**

The rights and privileges of membership shall be extended equally to all members in accordance with these bylaws.

### **SECTION 6. ANNUAL MEETINGS OF THE MEMBERSHIP**

Annual Membership meetings shall be held at such place and time as may be designated from time to time by the Board. The election of directors shall occur at the Annual Membership meeting in accordance with the procedures set forth in Article V below.

### **SECTION 7. SPECIAL MEETING OF THE MEMBERSHIP**

A special meeting of the membership may be called at any time by a majority of the then elected and qualified Board, or by a petition of not less than five (5%) percent of the Membership.

## **SECTION 8. NOTICE OF MEMBERSHIP MEETINGS**

Appropriate notice stating the place, date, and hour of any membership meetings, and in the case of special membership meetings, the purpose or purposes for which the meeting was called, shall be posted-not less than ten nor more than sixty days prior to the date of such meeting.

## **SECTION 9. QUORUM OF A MEMBERSHIP MEETING**

The presence in person of not less than twelve members of the League constitutes a quorum for the transaction of business. If at any meeting of the members, there shall be less than a quorum present, those present may elect, by majority vote, to subject issues introduced at the meeting to a mail ballot of the entire membership or alternatively, those present may adjourn the meeting until a quorum shall be present.

## **SECTION 10. VOTING RIGHTS**

Each membership unit is entitled to one vote on each matter submitted to a vote of the members. A majority of the votes cast at a meeting, duly called and at which a quorum is present shall be sufficient to take or authorize action upon any matter which may properly come before the membership, except as otherwise provided in these Bylaws.

## **SECTION 11. PROXIES**

The Members of record may vote at any meeting, either in person or by duly signed proxy by the member.

## **SECTION 12. FIXING THE MEMBERSHIP RECORD DATE**

- (a) For the purposes of determining members entitled to notice of or vote at, meetings, or the purpose of any like action; the Board shall fix a date as the record date for such determination of eligible members. Such date is to be no less than ten (10) days nor more than thirty 30 days before the date of the annual meeting or any action demanding such determination.
- (b) If the record date is not fixed, then the record date for determination of members entitled to notice of, or voting rights at, a meeting of members shall be the close of business on the day next proceeding the day on which the notice is given, or if no notice is given, the day preceding the day on which the meeting is held.
- (c) The record date for determining members for any other purpose other than that specified here above shall be the close of business on the day on which the resolution of the Board relating thereto is adopted.
- (d) When a determination of members has been made for a given meeting or action, such determination shall apply to any deferred meeting thereof, unless the Board fixes a new record date under this section for the deferred meeting or action.

## **SECTION 13. RULES OF ORDER**

Unless otherwise stated, Roberts Rules of Order (current edition) shall be followed at all meetings.

## **ARTICLE V** **DIRECTORS**

## **SECTION 1. NUMBER AND RESPONSIBILITIES OF DIRECTORS**

The Board of Directors of the League of Michigan Bicyclists shall be composed of twelve (12)

members elected from the membership.

## **SECTION 2. VACANCIES**

A vacancy occurring in the Board of Directors may be filled by the affirmative vote of a majority of the remaining Directors, even though the remaining Directors may not constitute a quorum, and said person shall hold office until the next election. If because of death, resignation or other cause, the League has no Directors in office, an officer, an executor, administrator, trustee or guardian of a Director, or other fiduciary entrusted with like responsibility for the person or estate of a Director, may call a special meeting in accordance with the Articles of Incorporation or these By-Laws. A vacancy that will occur at a specific date by reason of resignation or otherwise, may be filled before the vacancy occurs but the newly elected or appointed Director may not take office until the vacancy occurs. The appointed Director will serve until the next Board elections (a maximum of 1 year).

## **SECTION 3. REMOVAL**

A Director may be removed at any time, with or without cause, by a vote of the majority of Directors, not including the Director who is the subject of the vote for removal. A director removed from the Board by such an action shall not be eligible for election or appointment to the Board again.

## **SECTION 4. RESIGNATION**

A Director may resign by written notice to the League. The resignation is effective upon its receipt by the League or a subsequent time as set forth in the notice of resignation.

## **SECTION 5. POWERS**

The Board of Directors shall have the following powers:

- a) To determine the philosophy and direction of the League;
- b) To elect and remove, with or without cause, the officers of the League;
- c) To amend, alter, modify or repeal the Articles of Incorporation and By-Laws of the League;
- d) To acquire, purchase, sell, lease, transfer or encumber, construct or undertake the destruction of land and/or buildings owned by the League or in which the League has or will have equitable or legal title;
- e) To terminate, merge, consolidate, affiliate, divide, or separate programs from this League and/or to merge, consolidate, or affiliate the League or any of its programs with any other League, organization or program having similar purposes and goals to those of the League and which are exempt organizations under [Section 501(c)(3)] of the Internal Revenue Code;
- f) To dissolve the League and to determine the distribution of the League's assets upon dissolution in conformity with the Articles of Incorporation, these By-Laws, the Internal Revenue Code of [1986], as now or hereafter amended, and the applicable laws of the State of Michigan;
- g) To approve any borrowing or other financial obligation not contained in the capital or operating budgets of the League;
- h) To grant prior approval to any increment or addition to the capital debt and/or to renegotiate, modify or otherwise change the existing capital debt obligation of the League;
- i) To require a certified audit of the corporate funds at any time and to appoint the fiscal auditor of the League annually; and
- j) To take such other actions as may be taken by a nonprofit League in accordance with the League's Articles of Incorporation and the laws of the State of Michigan.

## **SECTION 6. COMPOSITION AND QUALIFICATION OF THE BOARD**

- a) All Directors shall be current paid league members
- b) No individual shall hold office, or be a Director, solely by virtue of the office, directorship, or

- membership, which that person holds in another organization.
- c) No Director shall participate or vote on any matter that would involve conflicts of interest. Whenever a director or committee member has cause to believe that a matter to be voted upon would involve them in a conflict or possible conflict, they are to announce the conflict and abstain from both participating in any discussion of, and voting on, such a matter.

#### **SECTION 7. ELECTION OF DIRECTORS**

- a) The Board will set the Election Calendar at their fall meeting for the following year.
- b) The Nominating Committee will recommend to the Board, at the last Board Meeting before the Annual Meeting, a slate of candidates to be placed on the ballot for election of all open seats.
- c) After the Board has accepted the Nominating Committee's recommendation there will be no opportunity for additional nominations.
- d) Members will be given the opportunity to vote by online ballot or mail in ballot.
- e) Notice of the proposed slate and ballot instructions will be sent to all current members via email or regular mail at least 3 weeks before the ballot deadline.
- f) The ballots will be structured so that members may vote for individual candidates separately.
- g) To be elected a nominated person must receive more yes votes than no votes.
- h) The results of the election will be announced at the Annual Meeting.
- i) If after the election process there are still vacant positions the Board may appoint individuals for a one year term. That seat would then be up for election at the next election cycle.
- j) Those candidates elected will begin their term as soon as they are elected.

#### **SECTION 8. COMMITTEES OF DIRECTORS**

The Board of Directors may designate one (1) or more committees, each committee shall consist of one or more Directors of the League and may include League members who are not members of the Board of Directors. The Board of Directors may designate one or more Directors as alternate members of any committee, who may replace an absent or disqualified member at any meeting of the committee. In the absence or disqualification of a member of a committee, the members thereof present at any meeting and not disqualified from voting, whether or not they constitute a quorum, may unanimously appoint another member of the Board of Directors to act at the meeting in the place of any such absent or disqualified member. Any such committee, to the extent provided in the resolution of the Board of Directors creating such committee may exercise all the powers and authority of the Board of Directors in the management of the business and affairs of the League. Provided, however, no such committee shall have the power or authority to (i) amend the Articles of Incorporation of the League, (ii) adopt an agreement of merger or consolidation, (iii) sell, lease or exchange all or substantially all of the League's property and assets, (iv) dissolve the League, (v) revoke a dissolution, or a cessation of the business of the League, (vi) amend the By-Laws of the League, or (vii) fill vacancies in the Board of Directors. Any such committee, and each member thereof, shall serve at the pleasure of the Board of Directors. All committee meetings shall be open to all League members. No employee of the League may serve as a voting member of any committee.

#### **SECTION 9. EXECUTIVE COMMITTEE**

The executive committee will constitute the officers of the board and would act for the Board in the interim between its regular meetings. Once created this committee may be dissolved by a majority vote of the Directors. Executive committee meetings shall always be open to Board members.

#### **SECTION 10. NOMINATING COMMITTEES**

- a) The Officer Nominating Committee shall be appointed by the Board. The Board Chair may not serve as a member of this Committee. The chair of this Committee shall be a member of the

Board. The committee will be appointed at the time of elections are held each year to recommend to the Board a slate of candidates to run for Officer positions.

- b) The Director Nominating Committee shall be appointed by the Board. Board members whose term will expire at the election shall not serve as a member of this committee. The chair of this Committee shall be a member of the Board. The committee will be appointed by the Board when the Board sets the election schedule to recommend to the Board a slate of candidates to run for expiring Board terms. The committee shall consider all timely and properly submitted candidate applications from the Membership. The committee may also consider as potential candidates Members who did not submit a candidate application, including current Board members whose term will expire at the election.

#### **SECTION 11. PLACE OF MEETING**

All meetings of the Board of Directors of the League shall be held at the registered office or such other place, within or without the State of Michigan, as may be determined from time to time by the Board of Directors of the League.

#### **SECTION 12. ANNUAL MEETING OF BOARD**

The annual meeting of the Board of Directors shall be held within ninety (90) days after the annual membership meeting, on a day not a legal holiday, at such time as may be determined by the Board of Directors, unless such action is taken by written consent as provided in of these By-Laws. At said meeting the Board of Directors shall elect the officers of the League and shall transact such other business as may properly be brought before the meeting. If the annual meeting is not held on the date designated, the Board of Directors shall hold the meeting as soon thereafter as convenient. Notice of the annual meeting shall be given to the newly elected Directors.

#### **SECTION 13. NOTICE OF MEETING OF DIRECTORS**

Except as otherwise provided in the Nonprofit Corporation Act (the "Act"), written notice of the time, place and purposes of a meeting of Directors shall be given not less than ten (10) nor more than sixty (60) days before the date of the meeting. When a meeting is adjourned to another time or place, it is not necessary to give notice of the adjourned meeting if the time and place to which the meeting is adjourned are announced at the meeting at which the adjournment is taken and at the adjourned meeting only such business is transacted as might have been transacted at the original meeting. However, if after the adjournment the Directors fix a new record date for the adjourned meeting, a notice of adjourned meeting shall be given to each Director of record on the new record date entitled to vote at the meeting. Attendance of a person at a meeting of the Board of Directors, in person or by proxy, constitutes waiver of objection to (a) lack of notice of defective notice of the meeting, unless the Director at the beginning of the meeting objects to the holding of the meeting or transacting business at the meeting; and (b) consideration of a particular matter at the meeting that is not within the purpose or purposes described in the meeting notice, unless the Director objects to considering the matter when presented.

#### **SECTION 14. REGULAR MEETING OF THE BOARD OF DIRECTORS**

Regular meetings of the Board of Directors, or of the members of a committee, may be held without public notice at such time and at such place as shall from time to time be determined by the Board of Directors or the members of the committee, and may be held concurrently with the annual meeting of the Board of Directors or otherwise.

#### **SECTION 15. SPECIAL MEETING OF THE BOARD OF DIRECTORS**

Special meetings of the Board of Directors may be called by the Chairperson, or by a majority of the persons then comprising the Board of Directors (or if there are only two (2) members of the Board of Directors, by either of said Directors), at any time by means of notice of the time and place thereof to each Director, given not less than twenty-four (24) hours before the time such special meeting is to be held.

#### **SECTION 16. QUORUM AND REQUIRED VOTE OF BOARD AND COMMITTEES**

At all meetings of the Board of Directors, or of a committee thereof, a majority of the members of the Board of Directors then in office, or of the members of a committee thereof, shall constitute a quorum for transaction of business. The vote of the majority of members present at a meeting at which a quorum is present constitutes the action of the Board of Directors or of the committee unless the vote of a larger number is required by the Act, the Articles of Incorporation, the By-Laws, or, in the case of a committee, the Board of Directors resolution establishing the committee. Amendment of these By-Laws by the Board of Directors requires the vote of not less than a majority of the members of the Board of Directors then in office. If a quorum shall not be present at any meeting of the Board of Directors, the Directors present there at may adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum shall be present.

#### **SECTION 17. CONSENT OF DIRECTORS IN LIEU OF MEETING**

Action required or permitted to be taken pursuant to authorization voted at a meeting of the Board of Directors then in office or a committee thereof, may be taken without a meeting if, before or after the action, all members of the Board of Directors then in office or of the committee consent thereto in writing. The written consents shall be filed with the minutes of the proceedings of the Board of Directors or committee. The consent has the same effect as a vote of the Board of Directors or committee for all purposes.

#### **SECTION 18. PARTICIPATION IN MEETING BY TELEPHONE**

A member of the Board of Directors or of a committee designated by the Board of Directors may participate in a meeting by means of conference telephone or similar electronic communications equipment by means of which all persons participating in the meeting can communicate with each other. Participation in a meeting pursuant to this Section constitutes presence in person at the meeting.

#### **SECTION 19. WAIVER OF NOTICE**

Attendance at or participation of a Director at a meeting constitutes a waiver of notice of the meeting, unless the Director at the beginning of the meeting, or upon his arrival, objects to the meeting or the transaction of business at the meeting and does not thereafter vote for or assent to any action taken at the meeting.

#### **SECTION 20. ATTENDANCE BY MEMBERS AT BOARD MEETINGS**

All regular and special meeting of the Board shall be open for voluntary attendance by all members of the League.

### **ARTICLE VI** **NOTICES**

#### **SECTION 1. NOTICE**

Whenever any notice or communication is required to be given to any Director under any provision of the Act, the Articles of Incorporation or these By-Laws, it may be given in writing, either by mail or

land/air express courier service, addressed to such Director, at the address designated by him or her for that purpose or, if none is designated, at his or her last known address. The notice or communication is given when deposited, with postage thereon prepaid, in a post office or official depository under the exclusive care and custody of the United States postal service or in an appropriate depository for such land/air express courier service. The mailing shall be registered, certified or other first class mail, except where otherwise provided in the Act. Notice may also be given orally in person or by telephone, e-mail, facsimile, telex, radiogram or cablegram, and such notice shall be deemed to be given when the recipient receives the notice personally, by telephone, or when the notice, addressed as provided above, has been delivered to the company, or to the equipment transmitting such notice. Neither the business to be transacted at, nor the purpose of, a regular or special meeting of the Board of Directors need be specified in the notice of the meeting, except as provided by the Act.

## **SECTION 2. WAIVER OF NOTICE**

When, under the Act or the Articles of Incorporation or these By-Laws, or by the terms of an agreement or instrument, the League may take action after notice to any person or after lapse of a prescribed period of time, the action may be taken without notice and without lapse of the period of time, if at any time before or after the action is completed the person entitled to notice or to participate in the action to be taken or, in case of a Director, by his or her attorney-in-fact, submits a signed waiver of such requirements. Neither the business to be transacted at, nor the purpose of, a regular or special meeting of the Board of Directors need be specified in the waiver of notice of the meeting, except as provided by the Act. Attendance of a person at a meeting constitutes a waiver of notice of such meeting, except when the person attends a meeting for the express purpose of objection, at the beginning of the meeting, to the transaction of any business because the meeting is not lawfully called or convened.

## **ARTICLE VII** **OFFICERS**

### **SECTION 1. SELECTION**

- a) The Board of Directors, at the first meeting after the Annual Meeting, shall elect or appoint a Chairperson, Vice Chairperson, Secretary and Treasurer. The Board of Directors may also elect or appoint such other officers as they shall deem necessary, who shall hold their offices for such terms and shall exercise such powers and perform such duties as shall be determined from time to time by the Board of Directors. Two (2) or more offices may be held by the same person, but an officer shall not execute, acknowledge or verify an instrument in more than one (1) capacity if the instrument is required by law or the Articles of Incorporation or By-Laws of the League to be executed, acknowledged or verified by two (2) or more officers.

### **SECTION 2. COMPENSATION**

The compensation of employees and agents of the League shall be fixed by the Board of Directors; provided, however, that the Board of Directors may delegate to the officers the fixing of compensation of employees and agents.

### **SECTION 3. TERM, REMOVAL AND VACANCIES**

Each officer of the League shall hold office for the term for which he or she is elected or appointed and until his or her successor is elected or appointed and qualified, or until his or her resignation or removal. Any officer elected or appointed by the Board of Directors may be removed by the Board of Directors with or without cause at any time. Any officer may resign by written notice to the League. The resignation is effective upon its receipt by the League or at a subsequent time specified in the

notice of resignation. Any vacancy occurring in any office of the League shall be filled by the Board of Directors.

#### **SECTION 4. CHAIRPERSON OF THE BOARD OF DIRECTORS**

If the Board of Directors elects or appoints a Chairperson of the Board, he or she shall be elected or appointed by, from and among, the members of the Board of Directors. He/she shall preside at all meetings of the Board of Directors and of any Executive Committee. The Chair shall perform such other duties and functions as shall be assigned to him/her from time to time by the Board of Directors. the chair shall be ex officio, a member of all standing committees. the Chairperson of the Board of Directors shall possess the power and authority to sign all certificates, contracts, instruments, papers and documents of every conceivable kind and character whatsoever in the name of and on behalf of the League which may be authorized by the Board of Directors.

#### **SECTION 5. VICE CHAIRPERSON**

The Board of Directors may elect or appoint the Vice Chairperson. The Vice Chairperson shall perform the duties and exercise the powers of the Chairperson during the absence or disability of the Chairperson. The Vice Chairperson shall perform such other duties as may be delegated by the Board of Directors.

#### **SECTION 6. SECRETARY**

The Secretary shall attend all meetings of the Board of Directors and shall ensure that the books of the League and true minutes of the proceedings of all such meetings are preserved. The Secretary shall safely keep in his or her custody the seal of the League and shall have authority to affix the same to all instruments where its use is required or permitted. The Secretary shall ensure appropriate meeting notice as required by the Act, these By-Laws or resolution. The Secretary shall perform such other duties as may be delegated by the Board of Directors, any committee or the Chairperson.

#### **SECTION 7. TREASURER**

Working under the guidelines and policies established by the Board it shall be the duty of the Treasurer to assist the Board: to develop prescribed budgets, to assure that all monies due the League are collected, to confirm custody of the funds of the League, to confirm that such funds are placed in depositories as may be necessary, to approve a process of payment of all bills against the League. The Treasurer shall periodically submit to the Board a report of the financial condition of the League. The Treasurer shall carry out all other duties which are incidental to the office of Treasurer, and shall perform such other duties and have such other powers as the Board may from time to time prescribe.

#### **SECTION 8. DELEGATION OF AUTHORITY AND DUTIES BY DIRECTORS**

All officers, employees and agents shall, in addition to the authority conferred, or duties imposed, on them by these By-Laws, have such authority and perform such duties in management of the property and affairs of the League as may be delegated to them by the Board of Directors, unless the same is contrary to the Articles of Incorporation or these By-Laws.

#### **SECTION 9. EXECUTIVE DIRECTOR**

The Executive Director shall be responsible to the Board of Directors for the general supervision and management of the business and affairs of the League and shall see that all orders and resolutions of the Board of Directors are carried into effect. The Executive Director shall perform such other duties and functions as shall be assigned to him or her from time to time by the Board of Directors. The Executive Director shall be, ex officio, a member of all committees. The Executive Director shall possess the authority to sign all certificates, contracts, instruments, papers and documents of every conceivable

kind and character whatsoever in the name of and on behalf of the League which may be authorized by the Board of Directors. The Executive Director shall, in general, perform all duties incident to the office of Executive Director and such other duties as may be prescribed by the Board of Directors through policy and organizational goals.

## **ARTICLE VIII** **INDEMNIFICATION**

### **SECTION 1. NON-DERIVATIVE ACTIONS**

Subject to all of the other provisions of this Article VIII, the League shall indemnify any person who was or is a party defendant (including counter defendants, third party defendants and cross defendants) or is threatened to be made a party defendant (including counter defendants, third party defendants and cross defendants) to any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative, formal or informal (other than an action by or in the right of the League), by reason of the fact that the person is or was a Director or officer of the League, is or was serving at the request of the League as a director, officer, partner, trustee, employee, or agent of another foreign or domestic League, business League partnership, joint venture, trust, or other enterprise, whether for profit or not, against expenses (including actual and reasonable attorney fees), judgments, penalties, fines, and amounts paid in settlement actually and reasonably incurred by him in connection with the action, suit, or proceeding if the person acted in good faith and in a manner the person reasonably believed to be in or not opposed to the best interests of the League, and with respect to any criminal action or proceeding, if the person had no reasonable cause to believe his conduct was unlawful. The termination of any action, suit, or proceeding by judgment, order, settlement, conviction, or on a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith and in a manner that the person reasonably believed to be in or not opposed to the best interests of the League, and, with respect to any criminal action or proceeding, had reasonable cause to believe that his conduct was unlawful.

### **SECTION 2. DERIVATIVE ACTIONS**

Subject to all of the other provisions of this Article VIII, the League shall indemnify any person who was or is a party defendant (including counter defendants, third party defendants and cross defendants) to or is threatened to be made a party defendant (including counter defendants, third party defendants and cross defendants) to any threatened, pending, or completed action or suit by or in the right of the League to procure a judgment in its favor by reason of the fact that the person is or was a Director or officer of the League, is or was serving at the request of the League as a director, officer, partner, trustee, employee, or agent of another foreign or domestic League, business League, partnership, joint venture, trust, or other enterprise, whether for profit or not, against expenses (including actual and reasonable attorney fees) and amounts paid in settlement actually and reasonably incurred by the person in connection with defending the action or suit if the person acted in good faith and in a manner the person reasonably believed to be in or not opposed to the best interests of the League. However, indemnification shall not be made for any claim, issue, or matter in which the person has been found liable to the League unless and only to the extent that the court in which the action or suit was brought has determined on application that, despite the adjudication of liability but in view of all the circumstances of the case, the person is fairly and reasonably entitled to indemnification for the reasonable expenses incurred.

### **SECTION 3. EXPENSES OF SUCCESSFUL DEFENSE**

Without limiting the foregoing indemnities in any way, to the extent that a person has been successful on the merits or otherwise in defense of any action, suit, or proceeding referred to in Sections 1 and 2

of this Article VIII, or in defense of any claim, issue, or matter in the action, suit, or proceeding, the person shall be indemnified against actual and reasonable expenses (including attorney fees) incurred by the person in connection with the action, suit, or proceeding and an action, suit, or proceeding brought to enforce the mandatory indemnification provided in this Section 3.

#### **SECTION 4. DEFINITION**

For the purposes of Sections 1 and 2, "other enterprises" shall include, without limitation, employee benefit plans; "fines" shall include, without limitation, any excise taxes assessed on a person with respect to an employee benefit plan; and "serving at the request of the LEAGUE" shall include, without limitation, any service as a Director, officer, employee, or agent of the LEAGUE that imposes duties on, or involves services by, the Director or officer with respect to an employee benefit plan, its participants, or its beneficiaries; and a person who acted in good faith and in a manner the person reasonably believed to be in the interest of the participants and beneficiaries of an employee benefit plan shall be considered to have acted in a manner "not opposed to the best interests of the LEAGUE" as referred to in Sections 1 and 2.

#### **SECTION 5. CONTRACT RIGHT; LIMITATION ON INDEMNITY**

The right to indemnification conferred in this Article VIII shall be a contract right, and shall apply to services of a Director or officer as an employee or agent of the LEAGUE as well as in the person's capacity as a Director or officer. Except as provided in Section 3 of this Article VIII, the LEAGUE shall have no obligations under this Article VIII to indemnify any person in connection with any proceeding, or part thereof, initiated by the person without authorization by the Board of Directors.

#### **SECTION 6. DETERMINATION THAT INDEMNIFICATION IS PROPER**

An indemnification under Sections 1 or 2 of this Article VIII (unless ordered by a court) shall be made by the League only as authorized in the specific case (a) when it is determined that indemnification of the person is proper in the circumstances because the person has met the applicable standard of conduct set forth in Sections 1 or 2, whichever is applicable, and (b) upon an evaluation of the reasonableness of expenses and amounts paid in settlement. The determination and evaluation shall be made in any of the following ways:

- a) By a majority vote of a quorum of the Board of Directors consisting of Directors who are not parties or threatened to be made parties to the action, suit, or proceeding.
- b) If the quorum described in (a) above is not obtainable, then by majority vote of a committee consisting solely of two or more Directors, duly designated by the Board of Directors, who are not at the time parties or threatened to be made parties to the action, suit, or proceeding.
- c) By independent legal counsel in a written opinion, which counsel shall be selected in one of the following ways: (1) by the Board of Directors or its committee in the manner prescribed in (a) or (b) above; or (2) if a quorum of the Board of Directors cannot be obtained under (a) above and a committee cannot be designated under (b) above, by the Board of Directors.

#### **SECTION 7. PROPORTIONATE INDEMNITY**

If a person is entitled to indemnification under Sections 1 or 2 of this Article VIII for a portion of expenses, including attorney fees, judgments, penalties, fines, and amounts paid in settlement; but not for the total amount, the LEAGUE shall indemnify the person for the portion of the expenses, judgments, penalties, fines, or amounts paid in settlement for which the person is entitled to be indemnified.

#### **SECTION 8. EXPENSE ADVANCE**

The League may pay or reimburse the reasonable expenses incurred by a person referred to in Sections 1 and 2 of this Article VIII who is a party or threatened to be made a party to an action, suit, or proceeding in advance of final disposition of the proceeding if the person furnishes the LEAGUE a written undertaking, executed personally or on his behalf, to repay the advance if it is ultimately determined that he did not meet the standard of conduct. The authorization of payment must be made in the manner specified in Section 6. The undertaking shall be an unlimited general obligation of the person on whose behalf advances are made, but it need not be secured.

#### **SECTION 9. NON-EXCLUSIVITY OF RIGHTS**

The indemnification or advancement of expenses provided under this VIII is not exclusive of other rights to which a person seeking indemnification or advancement of expenses may be entitled under a contractual arrangement, under the League's Articles of Incorporation, or elsewhere under these By-Laws. However, the total amount of expenses advanced or indemnified from all sources combined shall not exceed the amount of actual expenses incurred by the person seeking indemnification or advancement of expenses.

#### **SECTION 10. INDEMNIFICATION OF EMPLOYEES AND AGENTS OF THE LEAGUE**

The League may, to the extent authorized from time to time by the Board of Directors, grant rights to indemnification and to the advancement of expenses to any employee or agent of the League to the fullest extent of the provisions of this Article VIII with respect to the indemnification and advancement of expenses of Directors and officers of the League.

#### **SECTION 11. FORMER DIRECTORS AND OFFICERS**

The indemnification provided in this Article VIII continues for a person who has ceased to be a Director or officer with respect to acts or omissions taken by them during their tenure as a Director or officer and after the date this Article VIII was adopted by the League and shall inure to the benefit of the heirs, executors, and administrators of the person.

#### **SECTION 12. INSURANCE**

The League may purchase and maintain insurance on behalf of any person who is or was a Director, officer, employee, or agent of the League, or is or was serving at the request of the League as a director, officer, partner, trustee, employee, or agent of another League, business League, partnership, joint venture, trust, or other enterprise against any liability asserted against the person and incurred by him in any such capacity or arising out of his status as such, whether or not the League would have power to indemnify the person against the liability under these By-Laws or the laws of the State of Michigan.

#### **SECTION 13. CHANGES IN MICHIGAN LAW**

If there is any change in Michigan law applicable to the League relating to the subject matter of this Article VIII, then the indemnification to which any person shall be entitled under this Article VIII shall be determined by the changed provisions, but only to the extent that the change permits the League to provide broader indemnification rights than the provisions permitted the League to provide before the change. Subject to Section 14, the Board of Directors is authorized to amend these By-Laws to conform to any such changed statutory provisions.

#### **SECTION 14. AMENDMENT OR REPEAL OF ARTICLE VIII**

No amendment or repeal of this Article VIII shall apply to or have any effect on any Director or officer of the League for or with respect to any acts or omissions of the Director or officer occurring before the amendment or repeal.

**ARTICLE IX**  
**REIMBURSEMENT**

**SECTION 1. REIMBURSEMENT TO THE LEAGUE**

Should any payment made by the League to an officer of the League, or on his behalf, including, without limitation, salary, commission, bonus, interest, rent or expense reimbursement, be disallowed in whole or in part as a deductible expense for purposes of determining the income tax liability of the League, then such officer shall reimburse the League to the full extent of such disallowance. It shall be the duty of the Board of Directors to enforce payment of any amount to be reimbursed to the League hereunder immediately following such disallowance. In lieu of payment to the League by the officer, the Board of Directors, in its discretion, may permit proportionate amounts to be withheld from future compensation to be paid to such officer until the total amount owed to the League has been recovered.

**ARTICLE X**  
**GENERAL PROVISIONS**

**SECTION 1. BANK ACCOUNTS**

The funds of the League shall be deposited in such bank or banks as may be designated by the Board of Directors. All checks, drafts and orders of the payment of money shall be signed in the name of the League in such manner and by such person or persons as the Board of Directors shall from time to time designate for that purpose. The League shall keep detailed books of accounts pertaining to the administration of the League in accordance with generally accepted accounting principles. Such account shall be open for inspection by the Board of Directors at each meeting of the Directors.

**SECTION 2. CONTRACTS, CONVEYANCES, ETC**

When the execution of any contract, conveyance or other instrument has been authorized without specification of the executing officers, the Chairman of the Board, Vice Chairman, Treasurer, Executive Director and the Secretary, may execute the same in the name and on behalf of this League and may affix the corporate seal thereto. The Board of Directors shall have the power to designate the agents who shall have authority to execute any instrument in behalf of the League.

**SECTION 3. BOOKS AND RECORDS**

The League shall keep books and records of account and minutes of the proceedings of its Board of Directors or any committee. The League shall keep at its registered office records containing the names and addresses of all its Directors. Any of such books, records or minutes may be in written form or in any other form capable of being converted into written form. The League shall convert into written form without charge any such record not in such form, upon written request of a person entitled to inspect them.

**SECTION 4. FISCAL YEAR**

The Fiscal Year of the League shall be January 1<sup>st</sup> through December 31<sup>st</sup>. The Fiscal Year may be changed by the Board of Directors for accounting reasons or other good cause.

**SECTION 5. SEAL**

If the League has a corporate seal, it shall have inscribed thereon the name of the League and the words "Corporate Seal" and "Michigan". The seal may be used by causing it or a facsimile thereof to be impressed or affixed or reproduced or otherwise.

## **ARTICLE XI** **AMENDMENTS**

### **SECTION 1. AMENDMENTS**

These By-Laws may be altered, amended or repealed or new By-Laws may be adopted at any regular or special meeting of the Board of Directors at which a quorum is present or represented, by the affirmative vote of a majority of the Directors then in office entitled to vote. Such action may be taken by written consent or at any meeting of the Board of Directors; provided, that if notice of any such meeting is required by these By-Laws, the notice of meeting shall contain notice of the proposed amendment, repeal or new By-Laws.

## **ARTICLE XII** **EFFECTIVE DATE OF BY-LAWS**

### **SECTION 1. ADOPTION**

- a) These By-Laws were adopted at the regular meeting of the Board of Directors on March 16, 2003.
- b) These By-Laws were ratified by a vote of the general membership of the League of Michigan Bicyclists prior to June 1, 2003.
- c) These By-Laws became effective starting July 1, 2003.

### **SECTION 2. AMENDED**

- a) These By-Laws were amended and became effective at the regular meeting of the Board of Directors on November 11, 2006.
- b) These By-Laws were amended and became effective at the regular meeting of the Board of Directors on December 8, 2007.
- c) These By-Laws were amended and became effective at the regular meeting of the Board of Directors on January 8, 2011.
- d) These By-Laws were amended and became effective at the regular meeting of the Board of Directors on April 9, 2011.
- e) These By-Laws were amended and became effective at the regular meeting of the Board of Directors on October 1, 2011.
- f) These By-Laws were amended and became effective at the regular meeting of the Board of Directors on January 14, 2012.
- g) These By-Laws were amended and became effective at the regular meeting of the Board of Directors on August 18, 2012.
- h) These By-laws were amended and became effective at the regular meeting of the Board of Directors on October 12, 2013
- i) These By-laws were amended and became effective at the regular meeting of the Board of Directors on April 11, 2015 (added new membership category for bicycle industry)

Internal Revenue Service  
District Director

Department of the Treasury

Date: MAY 20 1986

Our Letter Dated:

September 9, 1985

Person to Contact:

Darlene Keckler

Contact Telephone Number:

513-684-2501

LEAGUE OF MICHIGAN BICYCLISTS  
PO BOX 16201  
LANSING, MI 48901

- Dear Sir or Madam,

This modifies our letter of the above date in which we stated that you would be treated as an organization which is not a private foundation until the expiration of your advance ruling period.

Based on the information you submitted, we have determined that you are not a private foundation within the meaning of section 509(a) of the Internal Revenue Code, because you are an organization of the type described in section 509(a)(1). Your exempt status under section 501(c)(3) of the code is still in effect.

Grantors and contributors may rely on this determination until the Internal Revenue Service publishes notice to the contrary. However, a grantor or a contributor may not rely on this determination if he or she was in part responsible for, or was aware of, the act or failure to act that resulted in your loss of section 509(a)(1) status, or acquired knowledge that the Internal Revenue Service had given notice that you would be removed from classification as a section 509(a)(1) organization.

Because this letter could help resolve any questions about your private foundation status, please keep it in your permanent records.

If you have any questions, please contact the person whose name and telephone number are shown above.

Sincerely yours,



District Director

2016/11/14/11/11

(Please do not write in spaces below for Department use)

MICHIGAN DEPARTMENT OF COMMERCE CORPORATION AND SECURITIES BUREAU

**FILED**

DEC 14 1982

Administrator  
MICHIGAN DEPARTMENT OF COMMERCE  
Corporation & Securities Bureau

Date Received

NOV 22 1982

Corporation Number

700 509

## ARTICLES OF INCORPORATION

### Non-Profit Domestic Corporations

(See Instructions on Reverse Side)

These Articles of Incorporation are signed by the incorporators for the purpose of forming a non-profit corporation pursuant to the provisions of Act 327, Public Acts of 1931, as amended, and Act 284, Public Acts of 1972, as amended, as follows:

#### ARTICLE I.

The name of the corporation is League of Michigan Bicyclists ✓

#### ARTICLE II.

The purpose or purposes for which the corporation is organized are as follows:  
(See Part 2 of Instructions)

- a. To defend the rights and promote the interests of bicyclists in Michigan
- b. To act as a focal point, clearinghouse, and support center for the ideas, concerns, and interests of the bicyclists of Michigan and the bicycle clubs and like organizations with which they are affiliated
- c. To promote greater public awareness of bicyclists' rights and responsibilities
- d. To promote more frequent and safer use of bicycles by the people of Michigan
- e. This organization is organized and operated exclusively for the purposes described in Section 501(c)3 of the Internal Revenue Code.

**ARTICLE III.**  
**NON-STOCK**

Said corporation is organized upon a

(Stock-share or non-stock)

basis.

(a)

(If upon a stock-share basis fill in the following)

The total number of shares of stock which the corporation shall have authority to issue is \_\_\_\_\_ of the par value of \$ \_\_\_\_\_ per share.

A statement of all or any of the designations and the powers, preferences and rights, and the qualifications, limitations or restrictions thereof is as follows: \_\_\_\_\_

(b)

(If upon a non-stock basis strike out paragraph (a) above and fill in the following)

The amount of assets which said corporation possesses is:

\*Real Property: (Give description and value. If none, insert "none") None

\*Personal Property: (Give description and value. If none, insert "none") Cash \$200.00

Said corporation is to be financed under the following general plan:

Membership dues, donations, fund raising, gifts and grants.

**ARTICLE IV.**

(1) The address of the initial registered office is (See part 3 of Instructions)

2020 Clifton

(No. and Street)

Lansing

(Town or City)

Michigan

48910

(Zip Code)

(2) The mailing address of the initial registered office is (need not be completed unless different from the above address—See part 2 of Instructions)

P.O. Box 16201

Lansing

(Town or City)

Michigan

48901

(Zip Code)

(3) The name of the initial resident agent at the registered office is

Dean H. Brailey

**ARTICLE V.**

The names and addresses of the incorporators are as follows:

(At least 3 incorporators are required; See Part 4 of Instructions)

Names

Residence or Business Address

Dean H. Brailey 2020 Clifton, Lansing, MI 48910

Patrick A. McNicholas 2852 Brisam, N.E., Grand Rapids, MI 49505

Henry D. Wiegand, Jr. 5029 Thorncroft, Royal Oak, MI 48073

Thomas M. Ferstle 23937 Huron River Drive, Rockwood, MI 48173

Sandra Kimbrough 113 Candlewyck #713, Kalamazoo, MI 49001

Steven B. Leiby 2015 Cooper Avenue, Lansing, MI 48910

Gary Kautz 4062 Woodrow, Burton, MI 48509

Thomas S. Pendleton 3424 Platt Road, Ann Arbor, MI 48104

William H. Frey 443 Roland Road, Grosse Point Farms, MI 48236

Benjamin A. Eynon 613 S. Bay Shore Drive, Elk Rapids, MI 48629

# ARTICLE VI.

The names and addresses of the first board of directors (or trustees) are as follows:  
(At least 3 directors or trustees are required, See Part 4 of Instructions)

| Names                 | Residence or Business Address                 |
|-----------------------|-----------------------------------------------|
| Dean H. Brailey       | 2020 Clifton, Lansing, MI 48910               |
| Patrick A. McNicholas | 2852 Brisam, N.E., Grand Rapids, MI 49505     |
| Henry D. Wiegand, Jr. | 5029 Thorncroft, Royal Oak, MI 48073          |
| Thomas M. Ferstle     | 23937 Huron River Drive, Rockwood, MI 48173   |
| Sandra Kimbrough      | 113 Candlewyck #713, Kalamazoo, MI 49001      |
| Steven B. Leiby       | 2015 Cooper Avenue, Lansing, MI 48910         |
| Gary Kautz            | 4062 Woodrow, Burton, MI 48509                |
| Thomas S. Pendleton   | 3424 Platt Road, Ann Arbor, MI 48104          |
| William H. Frey       | 443 Roland Road, Grosse Point Farms, MI 48236 |
| Benjamin A. Eynon     | 613 S. Bay Shore Drive, Elk Rapids, MI 48629  |

# ARTICLE VII.

(Here insert any desired additional provisions authorized by the Acts)

**Disposal of Assets:** In the event of dissolution, all assets, real and personal, shall be distributed to such organizations as are qualified as tax exempt under Section 501(c)3 of the Internal Revenue Code or the corresponding provisions of a future United States Internal Revenue Code.

**Amendment of the bylaws :** The bylaws may be amended, repealed, or altered, in whole or in part and additional bylaws may be adopted by a majority vote of the directors then in office and by ratification of a majority of the votes cast by members in a mailed ballot or at the annual meeting. Members shall be notified of all bylaw changes.

These Articles of Incorporation are hereby signed by the incorporators on this 17th day of November, 1982.

Dean H. Brailey  
Patrick A. McNicholas  
Henry D. Wiegand, Jr.  
Thomas M. Ferstle  
Sandra Kimbrough  
Steven B. Leiby

Thomas S. Pendleton  
William H. Frey  
Benjamin A. Eynon

BY THE COMMITTEE ON GENERAL SERVICES  
RESOLVED BY THE CITY COUNCIL OF THE CITY OF LANSING

WHEREAS, The League of Michigan Bicyclists has requested a resolution of recognition as a Local Nonprofit Organization operating in the City of Lansing for the purpose of obtaining a charitable gaming license pursuant to MCL 432.103 (9); and

WHEREAS, the City Attorney has reported that, based on a review of the documentation submitted, the applicant qualifies as a Local Nonprofit Organization;

NOW, THEREFORE, BE IT RESOLVED that the Lansing City Council, hereby, recognizes the League of Michigan Bicyclists as a Local Nonprofit Organization operating in the City of Lansing for the purpose of obtaining a charitable gaming license.

BE IT FURTHER RESOLVED the City Clerk is requested to provide a copy of this resolution to the League of Michigan Bicyclists of 410 S Cedar St., Suite A Lansing, MI 48912.