



## **Volunteer Handbook**

Nothing compares to the simple pleasure of a bike ride.

~John F. Kennedy

[T]he bicycle will accomplish more for women's sensible dress than all the reform movements that have ever been waged.

~Author Unknown, from Demerarest's Family Magazine, 1895

## **Emergency Contacts**

- Ben Hussey (Volunteer Coordinator): 907-306-8683
- Shop Hotline: 907-258-6822 (OTCC)
- Police, Fire, Ambulance: 911
- Northern Lights Center, LLC - Matanuska Maid Landlord.  
907-563-2655

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## **Introduction**

This booklet has been designed to assist volunteers at Off the Chain Bicycle Cooperative. It contains information to help you run and work at the shop, participate in meetings, and take part in other activities that Off the Chain sponsors. If you have any questions while volunteering this should be the first place you look for an answer.

Community collectives and cooperatives are unique institutions. Due to the egalitarian (ideal) nature of the organizational structure, all of the collective members are not only responsible for running Off the Chain, but also for sharing power, and communicating their needs in a constructive and cooperative manner. The membership of the collective is ultimately responsible for every aspect of Off the Chain.

Have fun!

## **Mission Statement**

Off the Chain is a low cost, volunteer run bicycle cooperative open to the Anchorage community. Off the Chain strives to increase bicycle ridership, awareness, and safety through community service and education.

## **Principles of Off the Chain**

- Our common goals should come first, personal differences should be set aside.
- Board positions and Managers are the servants of the Membership.
- Off the Chain will not lend its name or endorse any outside enterprise; though, we may work with other groups to achieve our mission.
- Off the Chain is nonprofessional; however, we may employ workers to administer business aspects of the cooperative.
- Off the Chain operates with the minimum level of organization possible, we strive to be transparent. Committees may be formed to fulfill a specific function.
- In order to avoid public controversy, Off the Chain is an apolitical organization.

- In order to emphasize the non-hierarchical nature of a cooperative no person should speak on behalf of Off the Chain when addressing the press.

## **Donations**

We accept all bikes and parts, regardless of their condition; we do this in order to encourage all bikes to be recycled. When accepting a bike donation, place a tag on the bike that includes the date of donation, the bike make and model, your name, and what triage level the bike is at. If the bike is at the “Fixer” triage level then make sure to assess the bike and list specifically what needs to be repaired on it.

## ***Trading***

We maintain a strict “**No Trades**” policy. We do this for two reasons. The first is to remove the incentive for laundering stolen bikes at our shop. If someone trades a stolen bike to our shop, it can lead to legal problems for the person who ends up with the bike. The second reason we do this is to discourage “cherry picking”. If you would like a part that you don't need, that is available for sale, then please donate an amount equal to the fair market value of that part to the coop.

This policy applies to everyone so that we don't have to discriminate against any one person or group of people.

## ***Triage***

Off the Chain grades donated bikes according to a 3-level scale.

- Good-2-go - Good send out into the community.
- Fixer - needs a tune up or repair before use. Please make sure that the tag on this bike has a list of what needs to be fixed.
- Stripper - strip for parts and recycle unusable metal.

## ***Money***

Off the Chain accepts monetary donations. If you would like to make a donation please place it in the donation container in the shop, give it to the shift manager, or the Cooperative treasurer.

## ***Receipts***



We are unable to offer receipts for tax deduction purposes at this time.

## **Money**

### ***Pricing***

Off the Chain operates on a donations-only basis. This means that we don't have a set price for any item that we have not purchased; most items that we sell are on a "pay what you can" basis. Prices that are listed on for-sale items are a suggested price that was set with shop operating costs, wholesale cost, and shipping costs in mind. You may set the suggested price on a part if there is not already a price listed; however, please consult with the shift manager on duty if you are not absolutely sure that your price is appropriate. The Shift Manager has the final say on all prices.

### ***Handling***

When small amounts of money (less than \$20) are donated to the shop they may be put in the donations container. This jar will be emptied on a regular basis by the treasurer, or by the shift manager when it gets full or when the shop closes. When money is removed from the jar it should be taken directly to the bank and deposited.

Mark an entry in the financial ledger for all deposits and withdrawals into and out of the bank account.

There is often a small amount of money in the donations container that may be used as petty cash. If you need to withdraw money while volunteering please let the shift manager know. If you are a shift manager you may remove money from the bank bag. When you do, make sure to mark an entry in the financial ledger.

## **Shop Use Rate**

In order to pay rent, and cover other expenses, Off the Chain has an hourly shop rate. This rate is to be paid, on a voluntary basis, by everyone while they are using the shop. The current rate will be posted in the shop. People who use the shop are responsible for keeping track of their own time, and depositing the correct amount of money in the donation container prior to their departure. This rate is a *suggested* rate only.

# **Shop Positions**

## ***General Manager***

Duties include implementing new policy decisions and making sure that the wishes of the coop membership are implemented.

## **Board Positions**

Board positions are held for a time of one year.

### ***President***

The person who holds this position is in charge of overseeing the general direction that the cooperative is taking.

### ***Vice-President***

The person in this position is in charge whenever the president is unable to attend the the president's duties.

### ***Secretary***

The person in this position is in charge of documentation for the shop. If you hold this position you will need to take notes at meetings and post them to the Internet Forums on our website, as well as keep a paper record accessible at the shop. Once a month you will need to call people who have bikes that are overdue from the bike library and make arrangements for a renewal or return. You will also need to maintain the tool manuals, volunteer hour records and other shop documentation.

### ***Volunteer Coordinator***

The person who holds this position will be tasked with wrangling volunteers! If you hold this position you will need to schedule volunteer hours, call all volunteers with shop hours on a weekly basis to remind them of their hours, and make sure that there were no problems during the previous week. This person is also in charge of helping new members to get involved.

## ***Outreach Coordinator***

This position is, to a large extent, the public face of the cooperative. The person who holds this position should be good at talking to people and good at communicating what the shop is for, and how it runs. If you hold this position you will be in charge of cooperative events that happen that are not regular shop-hours. Examples of outreach events are: community bike tune-ups, Boys & Girls Club work, and clinics. This person is also in charge of advertising and letting the community know what the shop is about.

## ***Treasurer***

This person handles financial considerations related to the shop. If you hold this position you will need to make a weekly money drop at the bank, and keep financial records. You will also need to report our financial status regularly at shop meetings.

## **Membership Levels**

You are a member of Off the Chain Cooperative when you say you are. There are 3 levels of membership. To become a Lead Member, or a Committed member you must fulfill the requirements of each of these levels for a time of 30 days, you become a member at the end of the 30 day time period. Membership at a specific membership level remains in effect for 30 days from the last week that the requirements for that level were fulfilled. 4 hours of volunteer time over the course of 2 weeks may be substituted for attendance at 1 volunteer meeting.

## ***Lead member***

Lead members are responsible for volunteering a shift of 4 hours per week - they help to maintain the space. Attendance at 2 meetings per month is mandatory. After volunteering consistently for one full month the Lead member gets the following privileges:

### **Privileges:**

- May use the shop during off hours
- Buying parts at 10% over wholesale
- Used parts that you need, may be taken for free
- Used parts that you don't need, may be purchased at a low price (use discretion and don't be a hog)

If you use the shop during off hours, please make sure to clean the shop when you are done and vacate the shop at least 15 minutes before the start of the next shop hour.

## ***Committed member***

Committed members work at least 8 hours a month, either as an apprentice/aid to the core mechanics on a weekly basis, or by doing odd tasks from the chore list regularly. Attendance at 2 meetings per month is mandatory. After volunteering consistently for one full month the committed member gets the following privileges:

### **privileges:**

- New parts at 35% over Wholesale
- Used parts that you need, may be taken for free.
- Used parts that you don't need, may be purchased at a low price (use discretion and don't be a hog).

## ***Impromptu member***

Impromptu members are people who ask if they can do some work for that day, usually as a trade for shop use/assistance, and necessary used parts (and occasionally a new tube). The member is referred to a list of chores, and the value is determined by the mechanic.

## **Shop Equipment**

### ***Tools***

Every tool in the shop has a specific place where it belongs. If you use a tool, and don't replace it when you're done, other people will not be able to use it or find it.

There are five tool areas in the shop. Please make sure that you put tools back in their correct location. Some locations have the same tools as other locations, please observe where the tool that you have came from.

The pink tool area contains many tools that are expensive or easily broken. This set of tools may only be used by permission of a committed member or the shift manager, as is appropriate.

**If you break a tool, don't panic!** The purpose of the shop is to be a place of education and part of the education process is learning how to use tools. Please tell the shift manager what tool you

broke, and write the name of that tool on the to buy list that is posted in the shop. Please keep the remains of the broken tool, and place them in the to-be-sorted box - sometimes the tool can be salvaged with a little welding or TLC.

Learning how to use hand tools is a deceptively difficult task. Here are some quick pointers on how to use hand tools. If you have any questions feel free to ask on the website, or talk to a shop mechanic.

- When using a wrench, pull rather than push on the wrench whenever possible, this will protect your knuckles.
- Hand tools are meant to be stronger than the part they manipulate; if the tool feels like it's not strong enough for the task then you are probably using the wrong tool.
- There are 3 sizes of Phillips head (+) screw drivers. Use the correct size - it should fit in the screw head snugly.
- Start all fasteners with your hand - only after you are sure that the fastener is in correctly should you use a screwdriver or wrench.
- Turning a fastener right typically tightens it; remember, "righty tighty, lefty loosey."
- Left bike pedals are reverse threaded.

## ***Supplies***

In order to be a more sustainable enterprise, Off the Chain tries to minimize our use of consumable supplies. Please consider your use of paper towels, grease, plastic silverware, chemicals, etc., before you use them. If we run out something place the name of the item on the to-buy list posted in the shop. If you need this item immediately you may purchase it and have the shop compensate you. Consult the shift manager **before** you do this. Make sure to handle all shop money according to the directions in this handbook.

## ***Parts***

Every part has a specific location, if you don't know where a part goes put it in the to-be-sorted box. If you are looking for something to do put parts away that are in this box. This is a great way to learn where everything goes.

## ***Trailers***

The shop has trailers that may be used to haul heavy or irregularly shaped equipment. They may be used by lead members and committed members for short-term personal use. Please leave a note on the white board in the shop if you have taken the trailer.

## **Project Bikes**

Please feel free to work on your personal projects during any time that the shop is open and you are not facilitating open shop hours. Freak bikes and art bikes fit in well with the theme and the atmosphere of the shop - have fun!

We discourage personal project bikes from being stored in the shop. If you need to store a bike fill out a name tag with the date and your telephone number and attach it to your bike. If your bike is left for more than one week the bike will be moved into storage, after one month it will be considered a donation. If all of the bike storage hooks are full you will need to make alternate arrangements to storing your bike in the shop.

## **Volunteering**

### ***Shift Manager***

The shift manager is responsible for acquiring the shop key-codes as well as opening and closing the shop. The person in this position should be an accomplished mechanic and capable of making decisions regarding the day to day operations of the shop. This person will help answer technical questions and guide others in repair and the proper use of tools.

### ***Shift Assistant***

The Shift assistant is so named because his/her job is to assist community members who come into the shop. This person is in charge of greeting new volunteers and guests, making sure that everyone has something to do, answering general questions and directing people to the correct resources.

### ***All volunteers***

You will assist community members in their bike business, i.e. showing how to repair broken bikes, giving practical advice and offering bike enthusiasm. You will also be working on community bikes in need of repair and maintenance. Don't forget to have fun. If

you start to feel like working at the shop is drudgery then consider why you are volunteering here. Sometimes burn-out strikes when we least expect it. It's better to work fewer hours, and be more productive, than to work more and hate it!

## ***Sign in***

All volunteers and community members must sign-in prior to doing any work at the shop.

## **Key-code Policy**

Key-code use is restricted to Lead Members. If you need to use the shop during off hours, contact a Lead Member and have them chaperon you.

## **Running the Shop**

### ***Opening***

1. Unlock the front door, and prop it open (in warm weather).
2. Turn on the lights (including the lights in the hallway leading to the shop and the entry-way lights).
3. Sign in.
4. Turn on the computer, and stereo if you want music.
5. Check the answering machine.
6. Clean up any trash, or projects that where left out. Make a note in the sign-in log of any messes or other things of note.
7. Make sure that there are no missing tools.
8. Put the open sign in front of the shop.

### ***During***

We are all responsible for running the shop.

- The shift manager is responsible for making on the spot decisions while the shop is open.
- While you are repairing "Fixer" bikes keep a list on the tag that is attached to the bike of what repairs you have done and any additional issues that you encounter.

- Remain aware of new arrivals at the shop. Greet everyone as they arrive, and inform them about the nature of the shop and membership. Refer new comers to this handbook if appropriate. Find out their needs and give them an estimate of how soon they can expect assistance.
- Let newcomers know to ask for assistance before using unfamiliar tools. All threading/facing (cutting) tools, headset installation tools, pin spanners, chain breaker, and cassette lock ring removers are to be used only after training.
- Used Parts are priced on a “pay what you can” basis. Please advise people who need parts the approximate value of the parts that they need. Direct them to deposit what they can in the donation container. Most parts will be priced in the \$5 to \$30 range. Remember: “pay what you can” doesn't mean that the parts and labor are free - unless you can't pay for them.
- New parts are priced according to membership level. Consumables such as patch kits and tubes are priced as marked, or at 30% above wholesale cost.
- We do not accept IOU's.
- We do not buy parts or bikes from walk-ins.
- We do not offer consignment.
- During slow times when there are no community members to help, you can strip bikes, repair fixer-uppers, sort parts in the to-be-sorted bin, and clean the shop.
- Shop hours are for working with community members and Off the Chain bikes. Please don't work on personal bikes during shop hours in which you are volunteering.
- Please follow and set an example of the shop rules.
- Love your neighbor and be kind to those who come into the shop.

## ***Closing***

1. Count and handle any money that is in the donation container.
2. Clean up any parts and trash that have been left out - both inside and outside the shop.
3. Turn off the computer.
4. Sweep the floor.
5. Sign out.
6. Turn off the lights
7. Lock and close the monkey-cage, and storage room doors.
8. Make sure that the shop door is locked and closed.



9. Double check that the shop door is closed, **seriously!**
10. Close and lock the outside door.

## **Distributor Accounts and Wholesale Parts**

One of the benefits of volunteering at Off the Chain is access to discounted bike parts and supplies via our wholesale accounts. If you would like to place an order talk with the treasurer. The cost of the part will be based on your membership level (see membership levels for details).

When you are prepared to place an order make a list of the parts you would like. This list should include part number, quantity, brief description, cost per group of same-items, and total cost. You will need to pay 50% of the cost prior to the order, and 50% of the cost when the parts arrive. The treasurer will not give you your parts until you have paid the entire cost of your order. Please consider that we may not make an order for quite some time; the treasurer can give you an idea of when we will place our next order.

## **Shop Rules**

- No violence or intimidation, this includes racist or sexist behavior. You will be asked to leave if you violate this rule. If you see someone acting like this, it is your responsibility to stop them; **ask for help** if you need it.
- **No drugs may be used at the shop during shop hours - this includes alcohol.** Breaking of this rule is grounds for immediate and permanent removal from the shop.
- Leave the shop cleaner than when you arrived.
- Put items back where they belong.
- Be respectful of everyone in the shop, we all have a right to be here.
- If you have a question about bikes or parts, speak with the shift manager or a lead volunteer.
- The shop is to be locked and the lights are to be shut down upon exiting.

## **Communications**

- Website: [www.offthechainak.org](http://www.offthechainak.org)
- Phone: 907-258-OTCC
- Mailing Address: Off the Chain Suite W-15, west end of Mat-Maid building, Anchorage, AK 99503

## **Meetings**

### ***Weekly Meetings***

Meetings are held on a weekly basis at the shop. Typically, meetings are held in the evening at a time that is convenient to everyone, meeting times will be posted in the shop, listed in the voicemail (258-OTCC), and posted on the website ([offthechainak.org](http://offthechainak.org)). Decisions are made by a 75% majority of the members who are present and vote. If you are not present then you may not vote. Only Committed Members and Lead Volunteers may vote at meetings. Off the Chain will have food for attendees so that no one goes hungry. Feel free to bring food, but don't feel obligated.

One person will be the moderator of the meetings. This person will start the meeting, call on people when they raise their hand, and keep the meeting on track. We try to keep meeting times to about one hour. At the beginning of the meetings everyone should introduce themselves. The moderator will then ask for the names and topics of everyone who has old business. Old business will then be considered. At the end of old business the same process will be repeated with new business.

Please raise your hand to make a comment, and only speak when it is your turn.

### ***Annual Meetings***

Once a year, Off the Chain hosts an annual meeting. At this meeting yearly business is handled. This includes:

- New officers are evaluated and elected by secret ballot
- Long-term goals of the shop are discussed
- Achievements from the previous year are presented

Please plan on attending this meeting as we hope to have 100% member attendance. This meeting is a potluck, so bring some food.

## **Problem Meetings**

If a member refuses to follow the recommendations in this handbook, or otherwise defies the wishes of the membership of the shop, a meeting may be held that includes all officers (80% for a quorum) and lead members (any who wish to join). The person that the meeting is about is not welcome. At this meeting the people present will decide what the best course of action is. The member in question will then be presented with a document that contains:

- Reasons for the disciplinary action
- What action the membership wishes to take
- Steps that the member may take to solve the problem

Everyone makes mistakes now and then, and we all go through hard times; this meeting should be a last step. It should only happen when all other avenues have failed.

## **Clerkships**

At this time Off the Chain has no paid positions - we are completely volunteer run.

## **Classes**

Off the Chain hosts Biking 101, and Biking 201 classes. At a minimum, these classes will be put on once a year; however, they may be put on more often. Check with the Outreach Coordinator to find out when the next class is. Classes will also be posted on the calendar located on the website.

## **Special Events**

Special events are highly encouraged. If you are interested in scheduling an event please contact the Outreach Coordinator. Events must be scheduled during non-shop hours, and be approved at the member meeting at least 7 days prior to the event. If you need people to help out at the event, contact the Volunteer Coordinator.

## **Minors**

- A person under 18 may not buy or be given a bike. A parent or guardian must be contacted prior to transferring a bike to a minor. A phone call is an appropriate means of contact.

- There must be at least 2 adults in the shop if there is a person under 16 in the shop. Parents or guardians are preferred.
- Children do not get free bikes, unless warranted by special situations.

## **Build-a-Bike Policy**

### ***Rational***

Off the Chain's original plan to get bikes into the hands of the people of Anchorage consisted of the lend-a-bike program that stipulated a 3 month bike loan in return for a \$30 deposit. This program was successful in getting people on bikes, but was difficult to administer due to cash being tied up in escrow and paperwork tracking. Approximately 75% of borrowed bikes were not returned.

The need for a simpler program was obvious.

The Build-a-bike program was born to address these issues. It provides the same service as the lend-a-bike program, but allows people to keep the borrowed bike at the end of the 3 month period. This also prevents people from taking advantage of the shop by borrowing a bike with a high retail value, providing a \$30 deposit, then never returning the bike.

It is important to keep in mind that all bikes sold are for the purposes of education on bike use and maintenance. We should not compete with local bike shops. If a person is not willing learn how to tune up the bike they are about to buy, they should be referred to a local bike shop.

### ***Details***

- We do not loan bikes
- All bikes have a 3 month return policy (100% money back, minus cost of repairs)
- There must always be at least 1 bike priced at \$30 in the shop. If need be sell the lowest priced bike at \$30.
- Work is paid at \$10/hour credit.
- Bike prices may be adjusted at the discretion of the shift manager (please be transparent and honest).
- Shop hours worked can not be refunded in cash - these are volunteer hours.

- A purchaser may combine volunteer hours and cash.
- All volunteer hours used toward the purchase price of a bike must be credited prior to the purchase of a bike.
- We want you to learn, more than we want your money.
- We don't buy bikes to refurbish.
- High-end parts may be sold for fund raising purposes. Try to sell locally before selling online. We do this to pay expenses, and lower the prices of bikes and parts.

## ***Pricing Bikes***

- The cost of bikes should be very affordable since the goal is to give people knowledge and confidence to ride their bikes, not make money. We should make sure to cover our costs, and only our costs.
- The Shift manager is responsible for setting the price of a bike, keeping in mind the components and time that have been put into the bike.
- Feel free to question the price of bikes.

## ***When Selling a Bike***

1. Fill out a bike-sale receipt form.
2. Make sure that purchaser name, date, bike make, bike model, bike serial number and price are included.
3. File the receipt in the receipt folder (blanks should be in the folder).
4. Give a paper receipt to the purchaser.
5. Put money in the donation container and record the transaction in the shift log
6. Make sure the customer understands the return policy.

## ***Target Audiences***

The following list is made of the different types of people who off the chain makes an attempt to consider with the build-a-bike policy.

- Person who has walked a long distance to the shop who needs a bike, has no money, can't return due to time constriction.
  - This person can tune up a waiting bike and purchase it

on the spot (with volunteer time).

- College student, has money, has no time.
  - If the person does not want to spend time working on their bike they should be referred to a local bike shop.
- Children who come in, need bike/parts. No money.
  - The parent needs to be contacted, if appropriate furnish a bike and put the kid to work!
- Average working person, restricted money/time.
  - May mix volunteer hours(learning to tune up their bike) and money to pay for bike.
- Person who wants a bike fixed for them. Has money, no time. Trying to get a bargain.
  - Send to local bike shop.
- Person with money and time who wants to build up a “cherried” bike.
  - This person may come to the shop and work on their bike, purchasing parts from us or the local shop.
- Carp
  - Always welcome in the shop.
- Single parent with kids, no money/time wants a bike for their children.
  - If the situation warrants the shop manager may give the children bikes.
- Tourist who wants to rent a bike for the season.
  - Send them to a local bike-rental shop.

## **Training**

If you would like to be trained in a specific aspect of bike related work, or if you would like to train people in an area of expertise that you have, talk to the Volunteer Coordinator. The Coordinator can coordinate a training session and connect the appropriate members.

## **How to Get Involved**

There are different ways to become involved within Off the Chain.

- You can call the hotline 907-258-OTCC (6822).

- Show up to our weekly meeting.
- Visit our web address ([www.offthechainak.org](http://www.offthechainak.org)) and get on the message board.
- Show up during shop hours and ask the Shift Manager what you can do.
- Sort and put away parts from the to-be-sorted box.

## **Appendix I: Conflict of Interest Policy**

The following policy was adopted with unanimous support at the October 22, 2009 Volunteer Meeting.

### **CONFLICT OF INTEREST POLICY**

#### **OFF THE CHAIN BICYCLE EDUCATION CORPORATION**

##### ***Article I - Purpose***

The purpose of the conflict of interest policy is to protect the interests of Off the Chain Bicycle Education Foundation (the "Corporation") when it is contemplating entering into a transaction or arrangement that might benefit the private interest of a director or officer of the Corporation or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

##### ***Article II - Definitions***

###### **1. Interested Person**

Any member, director, officer, or member of a committee with Board-delegated powers who has direct or indirect financial interest, as defined below, is an "Interested Person."

###### **2. Financial Interest**

A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

- a. An ownership or investment interest in any entity with which the Corporation has a transaction or arrangement,
- b. A compensation arrangement with the Corporation or with any entity or individual with which the Corporation has a transaction or arrangement, or
- c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Corporation is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. Under Article III, Section 2 of this Policy, a person who has a financial interest may have a conflict of interest only if the Board or committee decides that a conflict of interest exists.

## ***Article III - Procedures***

### **1. Duty to Disclose**

In connection with any actual or possible conflict of interest, an Interested Person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the Board of Directors, and members of committees with Board-delegated powers considering the proposed transaction or arrangement.

### **2. Determining Whether a Conflict of Interest Exists**

After disclosure of the financial interest and all material facts, and after any discussion with the Interested Person, the Interested Person shall leave the Board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining Board or committee members shall decide if a conflict of interest exists.

### **3. Procedures for Addressing the Conflict of Interest**

- a. An Interested Person may make a presentation at the Board or committee meeting, but after the presentation, the Interested Person shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.



**b.** The chair of the Board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

**c.** After exercising due diligence, the Board or committee shall determine whether the Corporation can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

**d.** If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the Board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Corporation's best interests, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

#### **4. Violations of the Conflicts of Interest Policy**

**a.** If the Board or committee has reasonable cause to believe a member, director, committee member, or officer of the Corporation has failed to disclose actual or possible conflicts of interest, it shall inform the person of the basis for such belief and afford the person an opportunity to explain the alleged failure to disclose.

**b.** If, after hearing the person's response and after making further investigation as warranted by the circumstances, the Board or committee determines the person has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

#### ***Article IV - Records of Proceedings***

The minutes of the Board and all committees with Board-delegated powers shall contain:

**a.** The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the Board's or committee's decision as to whether a conflict of interest in fact existed.

**b.** The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with

the proceedings.

## **Article V - Compensation**

- a.** A voting director of the Board who receives compensation, directly or indirectly, from the Corporation for services is precluded from voting on matters pertaining to that director's compensation.
- b.** A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Corporation for services is precluded from voting on matters pertaining to that member's compensation.
- c.** No voting member of the Board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Corporation, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

## **Article VI - Annual Statements**

Each director, principal officer and member of a committee with Board-delegated powers shall annually sign a statement which affirms such person:

- a.** Has received a copy of the conflicts of interest policy,
- b.** Has read and understands the policy,
- c.** Has agreed to comply with the policy, and
- d.** Understands the Corporation is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

## **Article VII - Periodic Reviews**

To ensure the Corporation operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- a.** Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's length bargaining.
- b.** Whether partnerships, joint ventures, and arrangements

with management organizations conform to the Corporation's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

## ***Article VIII - Use of Outside Experts***

When conducting the periodic reviews as provided for in Article VII, the Corporation may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the Board of its responsibility for ensuring periodic reviews are conducted.

## **Appendix II: Corporate Bylaws**

Bylaws

Of

Off the Chain Bicycle Education Corporation

Adopted February 26, 2009

### ***Article I - Name***

The name of this corporation is Off the Chain Bicycle Education Corporation, also commonly referred to as Off the Chain or Off the Chain Collective.

### ***Article II - Purpose***

1. To support increased bicycle ridership, awareness, and safety in and around the Municipality of Anchorage through education.
2. To provide a place for members of the community to learn how to properly repair their bikes and learn about the benefits of bicycle ridership.

### ***Article III -- Membership***

#### ***Section 1 -- Eligibility***

You are a member of Off the Chain Cooperative when you say you are. Everyone is eligible to become a member.

## **Section 2 - membership levels**

There are 3 levels of membership. To become a Lead Member, or a Committed member you must fulfill the requirements of each of these levels for a time of 30 days, you become a member at the end of the 30 day time period. Membership at a specific membership level remains in effect for 30 days from the last week that the requirements for that level were fulfilled. 4 hours of volunteer time over the course of 2 weeks may be substituted for attendance at 1 volunteer meeting.

### ***Part 1 - Lead Member***

Lead members are responsible for volunteering a shift of 4 hours per week - they help to maintain the space. Attendance at 2 meetings per month is mandatory.

### ***Part 2 - Committed Member***

Committed members work at least 8 hours a month, either as an apprentice/aid to the core mechanics on a weekly basis, or by doing odd tasks from the chore list regularly. Attendance at 2 meetings per month is mandatory.

### ***Part 3 - Impromptu Member***

Impromptu members are people who ask if they can do some work for that day.

## **Section 3 - Rights and Liability of Members**

Each lead or committed member of the corporation shall have the right to vote on corporate matters as set forth in these bylaws. The members of the corporation shall not be liable for the debts or obligations of the corporation. No member shall receive compensation for services rendered to the corporation except as otherwise approved by the Board of Directors. A corporation member may be reimbursed for expenses reasonably incurred on behalf of the corporation, if approved by the Board of Directors.

## **Section 4 - Non-Discrimination**

corporation membership shall not be denied to any individual on the basis of race, color, creed, national origin, sex or sexual orientation.

## **Section 5 - Revocation of Membership**

Membership is subject to revocation for cause.

## ***Article IV - Voting***

### **Section 1 -- Eligibility**

All Lead and Committed members are eligible to vote.

### **Section 2 - Items Put to Vote**

Any member may bring an issue to a vote by petitioning the Chair of the membership meeting.

### **Section 3 - Election Dates**

Elections are to be held yearly in May with the new officers taking office immediately. Nominations shall be open at the April meetings and also immediately prior to balloting.

## ***Article V -- Officers***

### **Section 1 - Officers**

The following positions make up the entirety of the Corporation's Officers:

- President
- Vice-President
- Secretary
- Volunteer Coordinator
- Outreach Coordinator
- Treasurer

### **Section 2 -- Officer Responsibilities**

- President -- This person will normally conduct the meetings. The President coordinates the agenda for the meeting in consultation with the other officers. The President may call special meetings and appoint committees and their chairs as may be needed.

- Vice-President -- This person assists the President as required. The Vice-President will normally conduct the meetings in the President's absence.
- Secretary -- This person maintains needed records of the corporation.
- Volunteer Coordinator -- The person who holds this position will need to schedule volunteer hours, call all volunteers with shop hours on a weekly basis to remind them of their hours, and make sure that there were no problems during the previous week. This person is also in charge of helping new members to get involved.
- Treasurer -- This person handles the corporation's finances, collects donation and sees that they are deposited into the corporation's accounts. The Treasurer maintains the financial records, and maintains the corporation's membership lists. The corporation's financial records are available for review by any member upon reasonable notice.
- Outreach Coordinator -- This person is in charge of Off the chain events that happen that are not regular shop-hours. This person is also in charge of advertising and letting the community know what the shop is about.

### **Section 3 - Removal**

Any officer or director of the corporation may be removed by a majority vote of the members. Notification to the membership that a vote will be conducted on the removal of an officer or director must be included in the regular notice of the weekly meeting.

### **Section 4 - Officer Resignation**

On the resignation of an officer, the remaining portion of the Board of Directors shall select a member to take the responsibility of the officer that resigned and the member will serve out the remainder of the resigned officer's term. Vacant Director positions will be filled pursuant to Article VI, section 4 below.

## **Article VI - Board of Directors**

### **Section 1 - Membership**

The Board of Directors shall consist of the current President, Vice-President, Secretary, Treasurer, Volunteer Coordinator, and Outreach

Coordinator. The Directors shall serve for two (2) year terms, with two or three Directors elected each year. The first election after these bylaws take effect shall elect two (2) Directors that will serve until the May 2009 meeting. Thereafter, all Directors will be elected to two (2) year terms.

## **Section 2 - Powers**

The Board of Directors shall have general control of the affairs of the corporation. The Board shall have full charge of all funds and financial matters of the corporation. No corporation functions will be held nor any corporation money spent except with the approval of the Board and the membership.

## **Section 3 - Meetings**

Regular meetings of the Board will be called by the President. Special meetings may be called by any elected officer. Meetings shall be announced in advance and any member in good standing may attend. A quorum is a majority of the Board of Directors.

## **Section 4 - Vacancies**

A vacant Director position shall be filled by the President with ratification by the membership. Vacant officer positions are filled pursuant to Article V, section 4 above.

## ***Article VII -- Nonprofit Corporation***

### **Section 1**

This corporation is organized exclusively for educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986. Notwithstanding any other provision of these bylaws the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding section any future tax code).

### **Section 2**

This status as a non-profit corporation does not make contributions to the corporation tax deductible under the rules of the United States Department of Internal Revenue unless applied for and received at a

later date.

## ***Article IX - Meetings***

### **Section 1 - Meetings of Members**

Members shall meet at least monthly on the last Thursday of every month unless otherwise instructed by the corporation President. A quorum (ten (10) members) must be present before any corporation business may be conducted.

## ***Article X - Bylaws Acceptance or Changes***

### **Section 1 - Acceptance**

These bylaws are accepted at the time of adoption by a majority vote of registered members.

### **Section 2 - Procedures for Changes**

Any member may petition for a change in the bylaws. When changes are suggested, the petition must be presented in writing and introduced at a regular meeting of the corporation. A vote may not be held until the next regular meeting of the membership. A majority of the corporation's members that are eligible to vote must approve a bylaws change.

## **Article XI - Further Information**

Clarifications of the this document may be posted in the Volunteer Handbook. In all cases this document will be authoritative.

## **Appendix III: Articles of Incorporation**

ARTICLES OF INCORPORATION

of

OFF THE CHAIN BICYCLE EDUCATION CORPORATION

We, the undersigned natural persons of the age of nineteen years or more, acting as incorporators of a corporation under the Alaska Nonprofit Corporation Act (AS 10.20), adopt the following Articles of



Incorporation for the Corporation:

## **Article I**

The name of the corporation shall be Off the Chain Bicycle Education Corporation.

## **Article II - Purpose**

The objects and purposes for which the corporation is organized are:

1. To support increased bicycle ridership, awareness, and safety in and around the Municipality of Anchorage through education.
2. To provide a place for members of the community to learn how to properly repair their bikes and learn about the benefits of bicycle ridership.

The Corporation is a non-profit corporation. The Corporation is organized exclusively for educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954. It is not organized, nor shall it be operated, for pecuniary gain or profit. It does not contemplate the distribution of gains, profits or dividends to the members thereof or to any individual; and no part of the property, profit or income of the corporation shall inure to the benefit of any member, officer or director of the corporation, or to the benefit of any other person.

The activities of the Corporation shall consist in part of the adoption by the majority of the members at any regular meeting of an official position of the corporation concerning those issues, whether political, legislative or otherwise, which directly affect the stated purpose of the corporation; provided, however, that the Board of Directors of the corporation may, when urgent time circumstances require, adopt by a majority vote and express an official policy of the corporation concerning any of the foregoing subjects, which position so adopted shall be subject to ratification by a majority vote of the members present at the next regular meeting. These qualifications shall be stated at the time such official position, as adopted by the Board of Directors, is publicly announced.

The carrying on of business for profit, if such should occur, shall be merely incidental to the specific and primary purposes of the Corporation as herein set forth, and shall be in furtherance of those purposes.

The Corporation shall have and exercise all the rights, privileges and

powers which a non-profit corporation may now or hereinafter have or exercise which may be necessary or expedient for the administration of its affairs and the full attainment of its purposes, including all such powers enumerated in AS 10.20.011, including the power to accept gifts, bequests, devises and other types of donations for the purposes and uses of the corporation.

### ***Article III - Duration***

The period of duration of this Corporation shall be perpetual.

### ***Article IV - Registered Agent***

The initial registered agent of the Corporation and his address are:

Ben Hussey

5432 E. Northern Lights Blvd. #233

Anchorage, AK 99508

### ***Article V - Membership***

This corporation shall have members whose designations, qualifications, and rights shall be provided in the Bylaws of the Corporation as amended from time to time, which conditions may include, without limitation, provisions not inconsistent with these Articles of Incorporation and the laws of the State of Alaska as are now in effect or as may hereafter be amended.

### ***Article VI - Indemnification***

No member, officer or Director of the corporation shall be personally liable for the debts or obligations of the corporation of any nature whatsoever, nor shall any of the property of the members, officers or Directors be subject to the payment of the debts or obligations of the corporation.

### ***Article VII - Governance***

The internal affairs of the Corporation shall be regulated by a board of directors nominated by and elected by individual members. The board of directors is subject to such terms, conditions, restrictions, and duties as set forth in the Corporation's by-laws.

## **Article VIII - Dissolution**

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

## **Article IX - Initial Board of Directors**

The initial board of Directors shall consist of Three (3) persons, all of whom shall hold office until their successors are duly elected in accordance with the Bylaws of the Corporation. The names and addresses of the initial directors are:

Ben Hussey

5432 E. Northern Lights Blvd #233

Anchorage Alaska 99508

Jodie Banks

3014 Emory St.

Anchorage, Alaska 99508

Chris Himes

1418 Medfra St.

Anchorage, Alaska 99501

The number of directors may be changed from time to time by the corporation as provided in its by-laws.

## **Article X - Restrictions on the Corporate Officers**

No Officer or Director shall at any time receive remuneration for any services rendered while performing the duties that are set forth in the bylaws or while acting as an agent of the Corporation.

## **Article XI - Amendment of Articles of Incorporation**

These Articles of Incorporation may be amended at a regular or special meeting of the members of the corporation called for that

purpose, by a vote of two-thirds of the members present or represented at the meeting. However, no amendment of the Articles of Incorporation shall be made at a regular or special meeting unless notice is provided to each member, either personally or by mail at his/her last registered address at least fifteen (15) days before the meeting, stating that it is proposed that the Articles of Incorporation be amended at the meeting.

## **Article XII - Incorporators**

The name and address of the three (3) resident adult persons who are to act in the capacity of original incorporators are:

Ben Hussey  
5432 E. Northern Lights Blvd. #233  
Anchorage Alaska 99508

Jodie Banks  
3014 Emory St.  
Anchorage, Alaska 99508

Chris Himes  
1418 Medfra St.  
Anchorage, Alaska 99501

IN WITNESS WHEREOF, for the purposes of incorporating Off the Chain Bicycle Education Corporation, an existing unincorporated association, we, the undersigned, being United States citizens, over the age of nineteen (19) years, and residents of the Third Judicial District, Anchorage, Alaska, have executed these Articles of Incorporation on the date hereinafter indicated.

DATED: \_\_\_\_\_

Ben Hussey

DATED: \_\_\_\_\_

Jodie Banks

DATED: \_\_\_\_\_

Chris Himes

## **Appendix IX: Volunteer Meeting Format**

The purpose of the meeting facilitator is to make sure that the Volunteer meetings happen on time and are effective. To this end it's important to move irrelevant discussion off the meeting floor, ask smaller groups of people to confer after the meeting, and make sure that everyone who wants to speak gets the chance and is encouraged to voice their opinion...all in under an hour.

Here is generally how the meetings proceed:

1. Prior to the meeting have people who have business to attend to sign up on a sign-up sheet. Each entry on the sign-up sheet should contain a topic, a name, and whether the business is new or old.
2. Call the meeting to order and introduce yourself.
3. Verify that there is someone who is taking notes. If not, ask someone to.
4. Have everyone present introduce themselves and answer an ice-breaker question.
5. Explain that you will start going through the meeting agenda starting with the old business and moving to the new business. Anyone may talk, if the discussion gets heated then you will call on people in the order that they raise their hands
6. Explain that this shop and meeting time is open for anyone to bring business to. If someone wishes to see something accomplished at the shop or by the collective - now is the time to bring it up.
7. Explain that we try to keep the meeting less than one hour; it's important to keep the meeting flowing and don't get bogged down into discussion.
8. Start attending to business. If a vote is called for, take the vote in an appropriate manner (show of hands, secret ballot, verbal, etc). If it is close (less than 75% in favor) remind everyone of the requirements to be a voting member, as shown in the volunteer handbook. Proceed as appropriate.
9. After all business is attended to make sure that the note taker will post the notes on the forums. If that person is unable, ask

for a volunteer to do so.

10. After all business has been attended to thank everyone and announce any after meeting engagements (bike polo, movies, bars, group ride, etc).

## **References**

- [http://www.bikecollectives.org/wiki/index.php?title=Bicycle\\_Church\\_Handbook](http://www.bikecollectives.org/wiki/index.php?title=Bicycle_Church_Handbook)
- [Manualhttp://www.bikecollectives.org/wiki/index.php?title=SLC\\_Bicycle\\_Collective\\_Volunteer\\_Manual](http://www.bikecollectives.org/wiki/index.php?title=SLC_Bicycle_Collective_Volunteer_Manual)
- [http://www.bikecollectives.org/wiki/index.php?title=Fort\\_Collins\\_Bike\\_Coop\\_Volunteer\\_Manual](http://www.bikecollectives.org/wiki/index.php?title=Fort_Collins_Bike_Coop_Volunteer_Manual)

## **Revision History**

31 August, 2008	Initial Revision
11 September 2008	Release 1.0
14 September 2008	Release 1.1
15 April 2009	Added Shop Use Rate, Build a Bike policy, and minors. Removed lend-a-bike. Updated communications.
11/04/09	Added Conflict of Interest policy, bylaws, fixed typos, updated policies to reflect current practice