

## BYLAWS OF ONE STREET, INC.

### Article I

#### Mission (Purpose)

To serve with kindness and respect, leaders of organizations working to increase bicycling, including pedestrian, transit and social equity needs.

### Article II

#### Members

One Street has no members because service to leaders in need is primary and membership must not be required for this service.

### Article III

#### Leadership

Section 1. Leadership consists of the Executive Director, the Board of Directors, and the Board of Advisors. These three form a shape much like three cups that fit together – the Executive Director fits into the Board of Directors, and the Board of Directors fits into the Board of Advisors; all at the same level of responsibility.

Section 2. All leaders hold equal responsibility to ensure that One Street carries out its mission in the most effective, kind and respectful manner possible. Each leader is required to think critically and ethically, as an individual, before acting; to openly discuss important matters with the other leaders; to help build a spirit of teamwork; to act in the best interest of One Street and its mission; to help ensure diverse funding sources as well as financial stability and compliance; to include kindness and respect for others in every decision; and to do their part in ensuring One Street obtains measurable success towards its mission every year.

Section 3. Executive Director. Appointment & Terms: This staff position will be appointed by the Board of Directors after careful assessment by the Board of Advisors. Responsibilities: The Executive Director is responsible for the daily operations of One Street and, as such, is responsible for overseeing the entire organization and will take a leading role in all actions of One Street. The Executive Director also makes all day-to-day decisions that do not alter the organization's structure or annual work plan/budget agreed upon by the Board of Directors.

Section 4. Board of Directors. Appointment & Terms: The Board of Directors consists of the Executive Director, Vice President, Secretary and Treasurer (or a combined Secretary/Treasurer). The Executive Director will always hold the President position. The Vice President, Secretary and Treasurer positions will rotate annually. Rotating members of the Board of Directors may not serve consecutive terms. These three rotating roles will be filled by members of the Board of Advisors in good standing who have served for at least one year. The three last names that follow the last names of the standing members of the Board of Directors in alphabetical order will be invited to serve with full ability to turn down the post and remain on the Board of Advisors, in which case the next name

will be invited. Once their year-long service is complete, they will remain on the Board of Advisors.

*Responsibilities:* The Board of Directors is the decision-making body of One Street for major decisions that affect the structure and operations of the organization and thus must take greater care in assessing actions and potential decisions than the Board of Advisors. All decisions must be made by consensus. If consensus is not reached, the advice of the entire Board of Advisors must be sought and the issue at hand adapted until consensus is reached. The Executive Director fills the President's position much like a CEO/President. The Vice President holds similar oversight expectations as the Executive Director and is the first Advisor the Executive Director turns to to discuss new ideas and problems as well as to prepare meetings.

Section 5. Board of Advisors. Appointment & Terms: All who serve on the Board of Directors are also considered to be on the Board of Advisors. There is no limit to the number who may serve as Advisors. Potential Advisors must receive unanimous support from the Board of Directors before being invited to serve by the Executive Director. There is no term limit.

*Responsibilities:* The Board of Advisors is the advisory body of One Street. All Advisors must be called upon to advise the Board of Directors on all controversial issues including, but not limited to: removal of any member of the Board of Directors, any significant change in the operations of One Street, and any issues that do not meet consensus by the Board of Directors. All Advisors are expected to stay abreast of One Street's progress towards its mission and offer advice on controversial decisions as well as projects pertaining to their particular expertise.

Section 6. Removal. If, after full review by the entire Board of Advisors, any leader is found to be acting in a way that is unethical, hinders One Street's mission or harms One Street, that leader may be removed from their leadership position through a consensus decision by the entire Board of Directors. If a member of the Board of Advisors has not responded to messages or offered their advice for six consecutive months, the Executive Director will remove them from the Board of Advisors.

Section 7. Resignation. Any leader may resign in writing to any member of the Board of Directors.

#### Article IV Amendments

These Bylaws and the Articles of Incorporation may only be amended after full consideration by the entire Board of Advisors and, once the advice of the Advisors has been included in the amendment, by consensus of the entire Board of Directors.