

Form 990

Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

OMB No. 1545-0047

2007

Open to Public Inspection

Department of the Treasury Internal Revenue Service

The organization may have to use a copy of this return to satisfy state reporting requirements.

A For the 2007 calendar year, or tax year beginning and ending

B Check if applicable: C Name of organization LEAGUE OF AMERICAN BICYCLISTS D Employer identification number 36-6206225 E Telephone number 202-822-1333 F Accounting method: X Accrual

G Website: WWW.BIKELEAGUE.ORG J Organization type X 501(c)(3) K Check here if the organization is not a 509(a)(3) supporting organization and its gross receipts are normally not more than \$25,000. H and I are not applicable to section 527 organizations.

L Gross receipts: Add lines 6b, 8b, 9b, and 10b to line 12 1,625,259. M Check if the organization is not required to attach Sch. B (Form 990, 990-EZ, or 990-PF).

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances

Table with columns for Revenue, Expenses, and Net Assets. Rows include Contributions, Program service revenue, Membership dues, Gross rents, Other investment income, Gross amount from sales of assets, Special events, Gross sales of inventory, and Total revenue/expenses.

723001 12-27-07

LHA For Privacy Act and Paperwork Reduction Act Notice, see the separate instructions.

COPY Form 990 (2007)

Part II Statement of Functional Expenses

All organizations must complete column (A). Columns (B), (C), and (D) are required for section 501(c)(3) and (4) organizations and section 4947(a)(1) nonexempt charitable trusts but optional for others.

Table with 5 columns: (A) Total, (B) Program services, (C) Management and general, (D) Fundraising. Rows include 22a Grants paid from donor advised funds, 22b Other grants and allocations, 23 Specific assistance to individuals, 24 Benefits paid to or for members, 25a Compensation of current officers, 25b Compensation of former officers, 25c Compensation and other distributions, 26 Salaries and wages, 27 Pension plan contributions, 28 Employee benefits, 29 Payroll taxes, 30 Professional fundraising fees, 31 Accounting fees, 32 Legal fees, 33 Supplies, 34 Telephone, 35 Postage and shipping, 36 Occupancy, 37 Equipment rental and maintenance, 38 Printing and publications, 39 Travel, 40 Conferences, conventions, and meetings, 41 Interest, 42 Depreciation, depletion, etc., 43 Other expenses not covered above, 44 Total functional expenses.

Joint Costs. Check [ ] if you are following SOP 98-2.

Are any joint costs from a combined educational campaign and fundraising solicitation reported in (B) Program services? [ ] Yes [X] No
If "Yes," enter (i) the aggregate amount of these joint costs \$ N/A ; (ii) the amount allocated to Program services \$ N/A ; (iii) the amount allocated to Management and general \$ N/A ; and (iv) the amount allocated to Fundraising \$ N/A

723011 12-27-07

Part III Statement of Program Service Accomplishments (See the instructions.)

Form 990 is available for public inspection and, for some people, serves as the primary or sole source of information about a particular organization. How the public perceives an organization in such cases may be determined by the information presented on its return. Therefore, please make sure the return is complete and accurate and fully describes, in Part III, the organization's programs and accomplishments.

What is the organization's primary exempt purpose? ► <u>SEE STATEMENT 5</u>	Program Service Expenses (Required for 501(c)(3) and (4) orgs., and 4947(a)(1) trusts; but optional for others.)
All organizations must describe their exempt purpose achievements in a clear and concise manner. State the number of clients served, publications issued, etc. Discuss achievements that are not measurable. (Section 501(c)(3) and (4) organizations and 4947(a)(1) nonexempt charitable trusts must also enter the amount of grants and allocations to others.)	
<b>a</b> <u>ADVOCACY - WORK FOR IMPROVED CYCLING CONDITIONS BY INFLUENCING TRANSPORTATION POLICY AND LEGISLATION AS WELL AS ASSISTING STATE AND LOCAL ADVOCACY ORGANIZATIONS.</u>	
(Grants and allocations \$ ) If this amount includes foreign grants, check here ► <input type="checkbox"/>	532,366.
<b>b</b> <u>EDUCATION - EDUCATE CYCLISTS AND MOTORISTS ON SAFE AND EFFECTIVE CYCLING AND DESIGNATE BICYCLE FRIENDLY COMMUNITIES.</u>	
(Grants and allocations \$ ) If this amount includes foreign grants, check here ► <input type="checkbox"/>	215,727.
<b>c</b> <u>MEMBERSHIP SERVICES - ACT AS A RESOURCE CENTER FOR MEMBERS AND PROVIDE SERVICES TO RECREATIONAL BIKE CLUBS.</u>	
(Grants and allocations \$ 47,225. ) If this amount includes foreign grants, check here ► <input type="checkbox"/>	340,962.
<b>d</b> <u>PROMOTION- PUBLISH "AMERICAN BICYCLIST" MAGAZINE AND SPONSOR NATIONAL BIKE MONTH AND BIKE TO WORK DAY.</u>	
(Grants and allocations \$ ) If this amount includes foreign grants, check here ► <input type="checkbox"/>	212,827.
<b>e</b> Other program services (attach schedule) (Grants and allocations \$ ) If this amount includes foreign grants, check here ► <input type="checkbox"/>	
<b>f</b> Total of Program Service Expenses (should equal line 44, column (B), Program services) ►	1,301,882.

Form 990 (2007)

**Part IV Balance Sheets** (See the instructions.)

**Note:** Where required, attached schedules and amounts within the description column should be for end-of-year amounts only.

		(A) Beginning of year		(B) End of year
Assets	45 Cash - non-interest-bearing .....	30,221.	45	14,250.
	46 Savings and temporary cash investments .....		46	
	47 a Accounts receivable .....	26,608.		
	b Less: allowance for doubtful accounts .....		47c	26,608.
	48 a Pledges receivable .....		48a	
	b Less: allowance for doubtful accounts .....		48b	
	49 Grants receivable .....	242,077.	49	312,739.
	50 a Receivables from current and former officers, directors, trustees, and key employees .....		50a	
	b Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) .....		50b	
	51 a Other notes and loans receivable .....		51a	
	b Less: allowance for doubtful accounts .....		51b	
	52 Inventories for sale or use .....		52	
	53 Prepaid expenses and deferred charges .....	10,933.	53	12,043.
	54 a Investments - publicly-traded securities .....		<input type="checkbox"/> Cost <input type="checkbox"/> FMV	54a
	b Investments - other securities .....		<input type="checkbox"/> Cost <input type="checkbox"/> FMV	54b
	55 a Investments - land, buildings, and equipment: basis .....		55a	
	b Less: accumulated depreciation .....		55b	55c
	56 Investments - other .....		56	
57 a Land, buildings, and equipment: basis .....	101,544.	57a		
b Less: accumulated depreciation .....	76,041.	57b	57c	
58 Other assets, including program-related investments (describe ► SEE STATEMENT 6 )	40,922.	58	39,234.	
59 <b>Total assets</b> (must equal line 74). Add lines 45 through 58	358,985.	59	430,377.	
Liabilities	60 Accounts payable and accrued expenses .....	161,096.	60	147,946.
	61 Grants payable .....		61	
	62 Deferred revenue .....	19,353.	62	28,150.
	63 Loans from officers, directors, trustees, and key employees .....		63	
	64 a Tax-exempt bond liabilities .....		64a	
	b Mortgages and other notes payable .....	135,545.	64b	151,246.
	65 Other liabilities (describe ► SEE STATEMENT 8 )	39,441.	65	49,512.
66 <b>Total liabilities.</b> Add lines 60 through 65	355,435.	66	376,854.	
Net Assets or Fund Balances	<b>Organizations that follow SFAS 117, check here</b> <input checked="" type="checkbox"/> and complete lines 67 through 69 and lines 73 and 74.			
	67 Unrestricted .....	<237,695.>	67	<281,390.>
	68 Temporarily restricted .....	241,245.	68	334,913.
	69 Permanently restricted .....		69	
	<b>Organizations that do not follow SFAS 117, check here</b> <input type="checkbox"/> and complete lines 70 through 74.			
	70 Capital stock, trust principal, or current funds .....		70	
	71 Paid-in or capital surplus, or land, building, and equipment fund .....		71	
	72 Retained earnings, endowment, accumulated income, or other funds .....		72	
73 <b>Total net assets or fund balances.</b> Add lines 67 through 69 or lines 70 through 72. (Column (A) must equal line 19 and column (B) must equal line 21)	3,550.	73	53,523.	
74 <b>Total liabilities and net assets/fund balances.</b> Add lines 66 and 73	358,985.	74	430,377.	





Part VI Other Information (continued)		Yes	No	
82 a	Did the organization receive donated services or the use of materials, equipment, or facilities at no charge or at substantially less than fair rental value?	82a	X	
b	If "Yes," you may indicate the value of these items here. Do not include this amount as revenue in Part I or as an expense in Part II. (See instructions in Part III.)	82b		1,950.
83 a	Did the organization comply with the public inspection requirements for returns and exemption applications?	83a	X	
b	Did the organization comply with the disclosure requirements relating to <i>quid pro quo</i> contributions?	83b	X	
84 a	Did the organization solicit any contributions or gifts that were not tax deductible?	84a		N/A
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	84b		N/A
85 a	501(c)(4), (5), or (6). Were substantially all dues nondeductible by members?	85a		N/A
b	Did the organization make only in-house lobbying expenditures of \$2,000 or less?	85b		N/A
If "Yes" was answered to either 85a or 85b, do not complete 85c through 85h below unless the organization received a waiver for proxy tax owed for the prior year.				
c	Dues, assessments, and similar amounts from members	85c		N/A
d	Section 162(e) lobbying and political expenditures	85d		N/A
e	Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices	85e		N/A
f	Taxable amount of lobbying and political expenditures (line 85d less 85e)	85f		N/A
g	Does the organization elect to pay the section 6033(e) tax on the amount on line 85f?	85g		N/A
h	If section 6033(e)(1)(A) dues notices were sent, does the organization agree to add the amount on line 85f to its reasonable estimate of dues allocable to nondeductible lobbying and political expenditures for the following tax year?	85h		N/A
86	501(c)(7) organizations. Enter: a Initiation fees and capital contributions included on line 12	86a		N/A
b	Gross receipts, included on line 12, for public use of club facilities	86b		N/A
87	501(c)(12) organizations. Enter: a Gross income from members or shareholders	87a		N/A
b	Gross income from other sources. (Do not net amounts due or paid to other sources against amounts due or received from them.)	87b		N/A
88 a	At any time during the year, did the organization own a 50% or greater interest in a taxable corporation or partnership, or an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Part IX	88a		X
b	At any time during the year, did the organization, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Part XI	88b		X
89 a	501(c)(3) organizations. Enter: Amount of tax imposed on the organization during the year under: section 4911 <u>0.</u> ; section 4912 <u>0.</u> ; section 4955 <u>0.</u>			
b	501(c)(3) and 501(c)(4) organizations. Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year? If "Yes," attach a statement explaining each transaction	89b		X
c	Enter: Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958			0.
d	Enter: Amount of tax on line 89c, above, reimbursed by the organization			0.
e	All organizations. At any time during the tax year, was the organization a party to a prohibited tax shelter transaction?	89e		X
f	All organizations. Did the organization acquire a direct or indirect interest in any applicable insurance contract?	89f		X
g	For supporting organizations and sponsoring organizations maintaining donor advised funds. Did the supporting organization, or a fund maintained by a sponsoring organization, have excess business holdings at any time during the year?	89g		N/A
90 a	List the states with which a copy of this return is filed			DC, PA, MD
b	Number of employees employed in the pay period that includes March 12, 2007	90b		9
91 a	The books are in care of			THE ORGANIZATION
	Located at			1612 K STREET, NW, #800, WASHINGTON, DC
	Telephone no.			202-822-1333
	ZIP + 4			20006-2850
b	At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)? If "Yes," enter the name of the foreign country	91b		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.			N/A

Part VI Other Information (continued)

Yes No

c At any time during the calendar year, did the organization maintain an office outside of the United States? 91c N/A X

92 Section 4947(a)(1) nonexempt charitable trusts filing Form 990 in lieu of Form 1041- Check here and enter the amount of tax-exempt interest received or accrued during the tax year 92 N/A

Part VII Analysis of Income-Producing Activities (See the instructions.)

Note: Enter gross amounts unless otherwise indicated.

Table with 5 main columns: (A) Business code, (B) Amount, (C) Exclusion code, (D) Amount, (E) Related or exempt function income. Rows include 93 Program service revenue (RALLY AND EVENTS, PUBLICATIONS), 94-103 Other revenue (SUBLEASE, LIST RENTAL, MISCELLANEOUS), and 104-105 Subtotal and Total.

Note: Line 105 plus line 1e, Part I, should equal the amount on line 12, Part I.

Part VIII Relationship of Activities to the Accomplishment of Exempt Purposes (See the instructions.)

Table with 2 columns: Line No., Explain how each activity for which income is reported in column (E) of Part VII contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes). Entry: SEE STATEMENT 11

Part IX Information Regarding Taxable Subsidiaries and Disregarded Entities (See the instructions.)

Table with 5 columns: (A) Name, address, and EIN of corporation, partnership, or disregarded entity; (B) Percentage of ownership interest; (C) Nature of activities; (D) Total income; (E) End-of-year assets. Entry: N/A

Part X Information Regarding Transfers Associated with Personal Benefit Contracts (See the instructions.)

(a) Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes X No
(b) Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes X No
Note: If "Yes" to (b), file Form 8870 and Form 4720 (see instructions).



**Part XI** Information Regarding Transfers To and From Controlled Entities. Complete only if the organization is a controlling organization as defined in section 512(b)(13). N/A

106 Did the reporting organization make any transfers to a controlled entity as defined in section 512(b)(13) of the Code? If "Yes," complete the schedule below for each controlled entity.

				Yes	No
(A) Name, address, of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	(D) Amount of transfer		
a					
b					
c					
<b>Totals</b>					

107 Did the reporting organization receive any transfers from a controlled entity as defined in section 512(b)(13) of the Code? If "Yes," complete the schedule below for each controlled entity.

				Yes	No
(A) Name, address, of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	(D) Amount of transfer		
a					
b					
c					
<b>Totals</b>					

108 Did the organization have a binding written contract in effect on August 17, 2006, covering the interest, rents, royalties, and annuities described in question 107 above?

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

**Please Sign Here**

Signature of officer: Andrew Clarke Date: 9/4/08

Type or print name and title: ANDREW W CLARKE, PRESIDENT

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**Paid Preparer's Use Only**

Preparer's signature: RHFA Date: 9/4/08 Check if self-employed:

Firm's name (or yours if self-employed), address, and ZIP + 4: RAFFA, PC  
1899 L STREET NW, SUITE 900  
WASHINGTON, DC 20036

Preparer's SSN or PTIN (See Gen. Inst. X): EIN

Phone no.: 202-822-5000

**SCHEDULE A**  
**(Form 990 or 990-EZ)**

**Organization Exempt Under Section 501(c)(3)**

(Except Private Foundation) and Section 501(e), 501(f), 501(k),  
501(n), or 4947(a)(1) Nonexempt Charitable Trust

OMB No. 1545-0047

**2007**

Department of the Treasury  
Internal Revenue Service

**Supplementary Information-(See separate instructions.)**  
▶ **MUST be completed by the above organizations and attached to their Form 990 or 990-EZ**

Name of the organization: **LEAGUE OF AMERICAN BICYCLISTS**  
Employer identification number: **36 6206225**

**Part I Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees**  
(See page 1 of the instructions. List each one. If there are none, enter "None.")

(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense account and other allowances
ELIZABETH KIKER: 1612 K STREET, NW #800, WASHINGTON, DC 20006-2850	COMMUNICATION 40.00	DIR. 74,038.	6,109.	0.
WALTER FINCH: 1612 K STREET, NW #800, WASHINGTON, DC 20006-2850	ADVOCACY DIR. 40.00	77,499.	1,777.	0.
MINORU FURUYAMA: 1612 K STREET, NW #800, WASHINGTON, DC 20006-2850	DEVELOPMENT DIR. 40.00	57,462.	0.	0.
BILL NESPER: 1612 K STREET, NW #800, WASHINGTON, DC 20006-2850	PROGRAM MANAGER 40.00	51,999.	1,950.	0.
Total number of other employees paid over \$50,000 ▶		0		

**Part II-A Compensation of the Five Highest Paid Independent Contractors for Professional Services**  
(See page 2 of the instructions. List each one (whether individuals or firms). If there are none, enter "None.")

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services ▶		0

**Part II-B Compensation of the Five Highest Paid Independent Contractors for Other Services**  
(List each contractor who performed services other than professional services, whether individuals or firms. If there are none, enter "None." See page 2 of the instructions.)

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
L & E MERIDIAN 7400 FULLERTON RD., SPRINGFIELD, VA 22153	DATABASE ADMINISTRATION	120,751.
MERCURY PUBLISHING SERVICES 1300 PICARD DR., ROCKVILLE, MD 20850	PRINTING	75,227.
INTERNATIONAL TRADE CENTER 1300 PENNSYLVANIA AVE., NW, WASHINGTON, DC 20004	FACILITIES AND CATERING	74,392.
Total number of other contractors receiving over \$50,000 for other services ▶		0

<b>Part III Statements About Activities</b> (See page 2 of the instructions.)		Yes	No
1	During the year, has the organization attempted to influence national, state, or local legislation, including any attempt to influence public opinion on a legislative matter or referendum? If "Yes," enter the total expenses paid or incurred in connection with the lobbying activities ▶ \$ _____ \$ <u>8,087.</u> (Must equal amounts on line 38, Part VI-A, or line i of Part VI-B.) <b>VI-A, LINE 38B</b> Organizations that made an election under section 501(h) by filing Form 5768 must complete Part VI-A. Other organizations checking "Yes" must complete Part VI-B AND attach a statement giving a detailed description of the lobbying activities.	X	
2	During the year, has the organization, either directly or indirectly, engaged in any of the following acts with any substantial contributors, trustees, directors, officers, creators, key employees, or members of their families, or with any taxable organization with which any such person is affiliated as an officer, director, trustee, majority owner, or principal beneficiary? (If the answer to any question is "Yes," attach a detailed statement explaining the transactions.)		
a	Sale, exchange, or leasing of property? .....		X
b	Lending of money or other extension of credit? .....		X
c	Furnishing of goods, services, or facilities? .....		X
d	Payment of compensation (or payment or reimbursement of expenses if more than \$1,000)? <b>SEE PART V-A, FORM 990</b> .....	X	
e	Transfer of any part of its income or assets? .....		X
3 a	Did the organization make grants for scholarships, fellowships, student loans, etc.? (If "Yes," attach an explanation of how the organization determines that recipients qualify to receive payments.) .....		X
b	Did the organization have a section 403(b) annuity plan for its employees? .....	X	
c	Did the organization receive or hold an easement for conservation purposes, including easements to preserve open space, the environment, historic land areas or historic structures? If "Yes," attach a detailed statement .....		X
d	Did the organization provide credit counseling, debt management, credit repair, or debt negotiation services? .....		X
4 a	Did the organization maintain any donor advised funds? If "Yes," complete lines 4b through 4g. If "No," complete lines 4f and 4g .....		X
b	Did the organization make any taxable distributions under section 4966? .....	N/A	
c	Did the organization make a distribution to a donor, donor advisor, or related person? .....	N/A	
d	Enter the total number of donor advised funds owned at the end of the tax year .....		0
e	Enter the aggregate value of assets held in all donor advised funds owned at the end of the tax year .....		0.
f	Enter the total number of separate funds or accounts owned at the end of the year (excluding donor advised funds included on line 4d) where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts .....		0.
g	Enter the aggregate value of assets in all funds or accounts included on line 4f at the end of the tax year .....		0.

**Part IV Reason for Non-Private Foundation Status** (See pages 4 through 8 of the instructions.)

I certify that the organization is not a private foundation because it is: (Please check only **ONE** applicable box.)

- 5  A church, convention of churches, or association of churches. Section 170(b)(1)(A)(i).
- 6  A school. Section 170(b)(1)(A)(ii). (Also complete Part V.)
- 7  A hospital or a cooperative hospital service organization. Section 170(b)(1)(A)(iii).
- 8  A federal, state, or local government or governmental unit. Section 170(b)(1)(A)(v).
- 9  A medical research organization operated in conjunction with a hospital. Section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state **▶** \_\_\_\_\_
- 10  An organization operated for the benefit of a college or university owned or operated by a governmental unit. Section 170(b)(1)(A)(iv). (Also complete the **Support Schedule** in Part IV-A.)
- 11a  An organization that normally receives a substantial part of its support from a governmental unit or from the general public. Section 170(b)(1)(A)(vi). (Also complete the **Support Schedule** in Part IV-A.)
- 11b  A community trust. Section 170(b)(1)(A)(vi). (Also complete the **Support Schedule** in Part IV-A.)
- 12  An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its charitable, etc., functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See section 509(a)(2). (Also complete the **Support Schedule** in Part IV-A.)
- 13  An organization that is not controlled by any disqualified persons (other than foundation managers) and otherwise meets the requirements of section 509(a)(3). Check the box that describes the type of supporting organization:  
 Type I                       Type II                       Type III-Functionally Integrated                       Type III-Other

Provide the following information about the supported organizations. (See page 8 of the instructions.)

(a) Name(s) of supported organization(s)	(b) Employer identification number (EIN)	(c) Type of organization (described in lines 5 through 12 above or IRC section)	(d) Is the supported organization listed in the supporting organization's governing documents?		(e) Amount of support
			Yes	No	
<b>Total</b> .....					<b>▶</b>

- 14  An organization organized and operated to test for public safety. Section 509(a)(4). (See page 8 of the instructions.)

**Part IV-A Support Schedule** (Complete only if you checked a box on line 10, 11, or 12.) **Use cash method of accounting.**  
**Note:** You may use the worksheet in the instructions for converting from the accrual to the cash method of accounting.

Calendar year (or fiscal year beginning in)	(a) 2006	(b) 2005	(c) 2004	(d) 2003	(e) Total
15 Gifts, grants, and contributions received. (Do not include unusual grants. See line 28.)	463,723.	757,787.	726,492.	893,727.	2,841,729.
16 Membership fees received	638,032.	501,083.	533,492.	742,095.	2,414,702.
17 Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is related to the organization's charitable, etc., purpose	400,129.	450,518.	209,893.	136,866.	1,197,406.
18 Gross income from interest, dividends, amounts received from payments on securities loans (section 512(a)(5)), rents, royalties, income from similar sources, and unrelated business taxable income (less section 511 taxes) from businesses acquired by the organization after June 30, 1975	84.	8,359.	21,223.	10,610.	40,276.
19 Net income from unrelated business activities not included in line 18					
20 Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf					
21 The value of services or facilities furnished to the organization by a governmental unit without charge. Do not include the value of services or facilities generally furnished to the public without charge					
22 Other income. Attach a schedule. Do not include gain or (loss) from sale of capital assets					
23 Total of lines 15 through 22	1,501,968.	1,717,747.	1,491,100.	1,783,298.	6,494,113.
24 Line 23 minus line 17	1,101,839.	1,267,229.	1,281,207.	1,646,432.	5,296,707.
25 Enter 1% of line 23	15,020.	17,177.	14,911.	17,833.	
26 Organizations described on lines 10 or 11: a Enter 2% of amount in column (e), line 24					26a 105,934.
b Prepare a list for your records to show the name of and amount contributed by each person (other than a governmental unit or publicly supported organization) whose total gifts for 2003 through 2006 exceeded the amount shown in line 26a. Do not file this list with your return. Enter the total of all these excess amounts					26b 1,415,952.
c Total support for section 509(a)(1) test: Enter line 24, column (e)					26c 5,296,707.
d Add: Amounts from column (e) for lines: 18 40,276. 19 22 1,415,952.					26d 1,456,228.
e Public support (line 26c minus line 26d total)					26e 3,840,479.
f Public support percentage (line 26e (numerator) divided by line 26c (denominator))					26f 72.5069%
27 Organizations described on line 12: a For amounts included in lines 15, 16, and 17 that were received from a "disqualified person," prepare a list for your records to show the name of, and total amounts received in each year from, each "disqualified person." Do not file this list with your return. Enter the sum of such amounts for each year: N/A					
(2006) (2005) (2004) (2003)					
b For any amount included in line 17 that was received from each person (other than "disqualified persons"), prepare a list for your records to show the name of, and amount received for each year, that was more than the larger of (1) the amount on line 25 for the year or (2) \$5,000. (Include in the list organizations described in lines 5 through 11b, as well as individuals.) Do not file this list with your return. After computing the difference between the amount received and the larger amount described in (1) or (2), enter the sum of these differences (the excess amounts) for each year: N/A					
(2006) (2005) (2004) (2003)					
c Add: Amounts from column (e) for lines: 15 16 17 20 21					27c N/A
d Add: Line 27a total and line 27b total					27d N/A
e Public support (line 27c total minus line 27d total)					27e N/A
f Total support for section 509(a)(2) test: Enter amount on line 23, column (e)					27f N/A
g Public support percentage (line 27e (numerator) divided by line 27f (denominator))					27g N/A %
h Investment income percentage (line 18, column (e) (numerator) divided by line 27f (denominator))					27h N/A %

28 Unusual Grants: For an organization described in line 10, 11, or 12 that received any unusual grants during 2003 through 2006, prepare a list for your records to show, for each year, the name of the contributor, the date and amount of the grant, and a brief description of the nature of the grant. Do not file this list with your return. Do not include these grants in line 15.

NONE

**Part V Private School Questionnaire** (See page 9 of the instructions.)

N/A

**(To be completed ONLY by schools that checked the box on line 6 in Part IV)**

		Yes	No
29	Does the organization have a racially nondiscriminatory policy toward students by statement in its charter, bylaws, other governing instrument, or in a resolution of its governing body? .....		
30	Does the organization include a statement of its racially nondiscriminatory policy toward students in all its brochures, catalogues, and other written communications with the public dealing with student admissions, programs, and scholarships? .....		
31	Has the organization publicized its racially nondiscriminatory policy through newspaper or broadcast media during the period of solicitation for students, or during the registration period if it has no solicitation program, in a way that makes the policy known to all parts of the general community it serves? .....		
If "Yes," please describe; if "No," please explain. (If you need more space, attach a separate statement.)			
_____			
_____			
32	Does the organization maintain the following:		
a	Records indicating the racial composition of the student body, faculty, and administrative staff? .....	32a	
b	Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis? .....	32b	
c	Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships? .....	32c	
d	Copies of all material used by the organization or on its behalf to solicit contributions? .....	32d	
If you answered "No" to any of the above, please explain. (If you need more space, attach a separate statement.)			
_____			
33	Does the organization discriminate by race in any way with respect to:		
a	Students' rights or privileges? .....	33a	
b	Admissions policies? .....	33b	
c	Employment of faculty or administrative staff? .....	33c	
d	Scholarships or other financial assistance? .....	33d	
e	Educational policies? .....	33e	
f	Use of facilities? .....	33f	
g	Athletic programs? .....	33g	
h	Other extracurricular activities? .....	33h	
If you answered "Yes" to any of the above, please explain. (If you need more space, attach a separate statement.)			
_____			
_____			
34 a	Does the organization receive any financial aid or assistance from a governmental agency? .....	34a	
b	Has the organization's right to such aid ever been revoked or suspended? .....	34b	
If you answered "Yes" to either 34a or b, please explain using an attached statement.			
35	Does the organization certify that it has complied with the applicable requirements of sections 4.01 through 4.05 of Rev. Proc. 75-50, 1975-2 C.B. 587, covering racial nondiscrimination? If "No," attach an explanation .....	35	

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**Part VI-A Lobbying Expenditures by Electing Public Charities** (See page 11 of the instructions.)

(To be completed **ONLY** by an eligible organization that filed Form 5768)

Check  **a** if the organization belongs to an affiliated group. Check  **b** if you checked "a" and "limited control" provisions apply.

<b>Limits on Lobbying Expenditures</b> (The term "expenditures" means amounts paid or incurred.)		(a) Affiliated group totals	(b) To be completed for all electing organizations
		N/A	
36	Total lobbying expenditures to influence public opinion (grassroots lobbying) .....	36	0.
37	Total lobbying expenditures to influence a legislative body (direct lobbying) .....	37	8,087.
38	Total lobbying expenditures (add lines 36 and 37) .....	38	8,087.
39	Other exempt purpose expenditures .....	39	1,545,248.
40	Total exempt purpose expenditures (add lines 38 and 39) .....	40	1,553,335.
41	Lobbying nontaxable amount. Enter the amount from the following table -		
	<b>If the amount on line 40 is -</b>		
	<b>The lobbying nontaxable amount is -</b>		
	Not over \$500,000 .....	20% of the amount on line 40 .....	
	Over \$500,000 but not over \$1,000,000 .....	\$100,000 plus 15% of the excess over \$500,000 .....	
	Over \$1,000,000 but not over \$1,500,000 .....	\$175,000 plus 10% of the excess over \$1,000,000 .....	
	Over \$1,500,000 but not over \$17,000,000 .....	\$225,000 plus 5% of the excess over \$1,500,000 .....	
	Over \$17,000,000 .....	\$1,000,000 .....	
41		41	227,667.
42	Grassroots nontaxable amount (enter 25% of line 41) .....	42	56,917.
43	Subtract line 42 from line 36. Enter -0- if line 42 is more than line 36 .....	43	0.
44	Subtract line 41 from line 38. Enter -0- if line 41 is more than line 38 .....	44	0.

**Caution:** If there is an amount on either line 43 or line 44, you must file Form 4720.

**4-Year Averaging Period Under Section 501(h)**

(Some organizations that made a section 501(h) election do not have to complete all of the five columns below. See the instructions for lines 45 through 50 on page 13 of the instructions.)

Calendar year (or fiscal year beginning in) ▶	Lobbying Expenditures During 4-Year Averaging Period				
	(a) 2007	(b) 2006	(c) 2005	(d) 2004	(e) Total
45	227,667.	229,865.	228,081.	241,197.	926,810.
46					1,390,215.
47	8,087.	1,515.	775.	536.	10,913.
48	56,917.	57,466.	57,020.	60,299.	231,702.
49					347,553.
50	0.	0.	0.	0.	0.

**Part VI-B Lobbying Activity by Nonelecting Public Charities**

(For reporting only by organizations that did not complete Part VI-A) (See page 14 of the instructions.)

N/A

During the year, did the organization attempt to influence national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:	Yes	No	Amount
a Volunteers .....			
b Paid staff or management (Include compensation in expenses reported on lines c through h.) .....			
c Media advertisements .....			
d Mailings to members, legislators, or the public .....			
e Publications, or published or broadcast statements .....			
f Grants to other organizations for lobbying purposes .....			
g Direct contact with legislators, their staffs, government officials, or a legislative body .....			
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means .....			
i Total lobbying expenditures (Add lines c through h.) .....			0.

If "Yes" to any of the above, also attach a statement giving a detailed description of the lobbying activities.

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**Schedule B**  
(Form 990, 990-EZ,  
or 990-PF)

Department of the Treasury  
Internal Revenue Service

**Schedule of Contributors**

Supplementary Information for  
line 1 of Form 990, 990-EZ, and 990-PF (see instructions)

OMB No. 1545-0047

**2007**

Name of organization

**LEAGUE OF AMERICAN BICYCLISTS**

Employer identification number

**36-6206225**

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)( 3 ) (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**. (Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule-see instructions.)

**General Rule-**

For organizations filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. (Complete Parts I and II.)

**Special Rules-**

For a section 501(c)(3) organization filing Form 990, or Form 990-EZ, that met the 33 1/3% support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of \$5,000 or 2% of the amount on line 1 of these forms. (Complete Parts I and II.)

For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, aggregate contributions or bequests of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. (Complete Parts I, II, and III.)

For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, some contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. (If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the Parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year.) ..... ► \$ \_\_\_\_\_

**Caution:** Organizations that are not covered by the General Rule and/or the Special Rules do not file Schedule B (Form 990, 990-EZ, or 990-PF), but they **must** check the box in the heading of their Form 990, Form 990-EZ, or on line 2 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions  
for Form 990, Form 990-EZ, and Form 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2007)

<b>Name of organization</b> LEAGUE OF AMERICAN BICYCLISTS	<b>Employer identification number</b> 36-6206225
--	---

**Part I Contributors** (See Specific Instructions.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1		\$ 225,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2		\$ 101,291.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

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FORM 990	OTHER CHANGES IN NET ASSETS OR FUND BALANCES	STATEMENT	2
DESCRIPTION		AMOUNT	
PRIOR PERIOD ADJUSTMENT TO GRANT RECEIVABLE AT DECEMBER 31, 2006		24,999.	
TOTAL TO FORM 990, PART I, LINE 20		24,999.	

FORM 990	OTHER EXPENSES			STATEMENT	3
DESCRIPTION	(A) TOTAL	(B) PROGRAM SERVICES	(C) MANAGEMENT AND GENERAL	(D) FUNDRAISING	
PROFESSIONAL SERVICES	150,313.	114,248.	20,275.	15,790.	
BANK AND CREDIT CARD FEES	15,925.	0.	15,925.	0.	
DUES AND SUBSCRIPTIONS	34,820.	28,552.	4,558.	1,710.	
FACILITIES AND CLUB FEES	127,186.	123,999.	3,187.	0.	
INSURANCE	5,925.	0.	5,925.	0.	
TEMPORARY AND PART-TIME HELP	13,584.	3,170.	10,414.	0.	
TAXES	901.	0.	901.	0.	
INDIRECT COST AND FRINGE BENEFITS ALLOCATION	0.	180,855.	<201,152.>	20,297.	
RESERVE FOR BAD DEBT	107.	0.	107.	0.	
TOTAL TO FM 990, LN 43	348,761.	450,824.	<139,860.>	37,797.	

FORM 990	CASH GRANTS AND ALLOCATIONS TO OTHERS	STATEMENT	4
----------	--	-----------	---

CLASS OF ACTIVITY/DONEE'S NAME AND ADDRESS	AMOUNT
GRANT LEAGUE OF AMERICAN WHEELMEN, INC. LIFE MEMBER AND MEMORIAL FUNDS TRUST 1612 K STREET, NW, SUITE 401 WASHINGTON, DC 20006-2850	47,225.
TOTAL INCLUDED ON FORM 990, PART II, LINE 22B	47,225.

FORM 990	STATEMENT OF ORGANIZATION'S PRIMARY EXEMPT PURPOSE PART III	STATEMENT	5
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## EXPLANATION

THE LEAGUE OF AMERICAN BICYCLISTS IS ORGANIZED TO PROMOTE BICYCLING FOR FUN FITNESS AND TRANSPORTATION, AND TO WORK THROUGH ADVOCACY AND EDUCATION FOR A BICYCLE FRIENDLY AMERICA.

FORM 990	OTHER ASSETS	STATEMENT	6
----------	--------------	-----------	---

DESCRIPTION	BEGINNING OF YEAR	END OF YEAR
DEPOSITS	13,672.	22,234.
DUE FROM TRUST	27,250.	17,000.
TOTAL TO FORM 990, PART IV, LINE 58	40,922.	39,234.

FORM 990	OTHER NOTES AND LOANS PAYABLE	STATEMENT	7
----------	-------------------------------	-----------	---

LENDER'S NAME	TERMS OF REPAYMENT
---------------	--------------------

BANK OF AMERICA

MONTHLY

DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	INTEREST RATE
09/26/06	09/26/08	200,000.	7.00%

SECURITY PROVIDED BY BORROWER	PURPOSE OF LOAN
-------------------------------	-----------------

NONE

LINE OF CREDIT

RELATIONSHIP OF LENDER

NONE

DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION	BALANCE DUE
NONE	0.	151,246.

TOTAL INCLUDED ON FORM 990, PART IV, LINE 64, COLUMN B	151,246.
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FORM 990	OTHER LIABILITIES	STATEMENT	8
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DESCRIPTION	BEGINNING OF YEAR	END OF YEAR
CAPITAL LEASE OBLIGATION	16,846.	11,562.
DUE TO TRUST	22,595.	37,950.
TOTAL TO FORM 990, PART IV, LINE 65	39,441.	49,512.

FORM 990 PART V-A - LIST OF CURRENT OFFICERS, DIRECTORS, STATEMENT 9  
TRUSTEES AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ANDREW D. CLARK 1612 K STREET, NW, SUITE 800 WASHINGTON, DC 20006-2850	EXECUTIVE DIRECTOR 40.00	115,000.	9,560.	0.
AMANDA EICHSTAEDT 1612 K STREET, NW, SUITE 800 WASHINGTON, DC 20006-2850	PRESIDENT 2.00	0.	0.	0.
DON SPARKS 1612 K STREET, NW, SUITE 800 WASHINGTON, DC 20006-2850	VICE PRESIDENT 1.00	0.	0.	0.
ELLEN JONES 1612 K STREET, NW, SUITE 800 WASHINGTON, DC 20006-2850	SECRETARY 1.00	0.	0.	0.
PAUL WESSEL 1612 K STREET, NW, SUITE 800 WASHINGTON, DC 20006-2850	TREASURER 1.00	0.	0.	0.
JOHN ALLEN 1612 K STREET, NW, SUITE 800 WASHINGTON, DC 20006-2850	DIRECTOR 1.00	0.	0.	0.
HARRY BRULL 1612 K STREET, NW, SUITE 800 WASHINGTON, DC 20006-2850	DIRECTOR 1.00	0.	0.	0.
GARY BRUSTIN 1612 K STREET, NW, SUITE 800 WASHINGTON, DC 20006-2850	DIRECTOR 1.00	0.	0.	0.
LISA FALVY 1612 K STREET, NW, SUITE 800 WASHINGTON, DC 20006-2850	DIRECTOR 1.00	0.	0.	0.
MIKE NIX 1612 K STREET, NW, SUITE 800 WASHINGTON, DC 20006-2850	DIRECTOR 1.00	0.	0.	0.
JIM SHEEHAN 1612 K STREET, NW, SUITE 800 WASHINGTON, DC 20006-2850	DIRECTOR 1.00	0.	0.	0.

LEAGUE OF AMERICAN BICYCLISTS

36-6206225

GAIL SPANN 1612 K STREET, NW, SUITE 800 WASHINGTON, DC 20006-2850	DIRECTOR 1.00	0.	0.	0.
W. PRESTON TYREE 1612 K STREET, NW, SUITE 800 WASHINGTON, DC 20006-2850	DIRECTOR 1.00	0.	0.	0.
TIM YOUNG 1612 K STREET, NW, SUITE 800 WASHINGTON, DC 20006-2850	DIRECTOR 1.00	0.	0.	0.
PHYLLIS HARMON 1612 K STREET, NW, SUITE 800 WASHINGTON, DC 20006-2850	DIRECTOR EMERITUS 1.00	0.	0.	0.
TOTALS INCLUDED ON FORM 990, PART V-A		115,000.	9,560.	0.

FORM 990 IDENTIFICATION OF RELATED ORGANIZATIONS STATEMENT 10  
PART VI, LINE 80B

NAME OF ORGANIZATION	EXEMPT	NONEXEMPT
LEAGUE OF AMERICAN WHEELMEN, INC. LIFE MEMBER AND MEMORIAL FUNDS TRUST		X

FORM 990 PART VIII - RELATIONSHIP OF ACTIVITIES TO STATEMENT 11  
ACCOMPLISHMENT OF EXEMPT PURPOSES

LINE	EXPLANATION OF RELATIONSHIP OF ACTIVITIES
93A	THE LEAGUE WORKS TO BRING BETTER BICYCLING TO COMMUNITIES THROUGH RALLY'S AND OTHER PLANNED EVENTS.
102	THE LEAGUE OFFERS BOOKS AND CD'S THAT EDUCATE PEOPLE ON HOW TO RIDE CONFIDENTLY AND BECOME ROAD SAVVY CYCLISTS.
103C	MISCELLANEOUS INCOME RELATED TO THE EXEMPT PURPOSE OF THE ORGANIZATION.

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**League of American Bicyclists**  
**Form 990, Part II, Line 42 - Depreciation**  
**Form 990, Part IV, Line 57 - Land, Buildings, and Equipment**  
**Year Ended December 31, 2007**

**EIN: 36-6206225**

**ASSETS**

	<u>Beginning of Year</u>	<u>Additions</u>	<u>Disposals</u>	<u>End of Year</u>
Equipment	\$ 23,416	\$ -	\$ -	\$ 23,416
Furniture	72,421	5,707	-	78,128
<b>Total</b>	<u>\$ 95,837</u>	<u>\$ 5,707</u>	<u>\$ -</u>	<u>\$ 101,544</u>

**ACCUMULATED  
DEPRECIATION**

	<u>Beginning of Year</u>	<u>Current Year Depreciation</u>	<u>Disposals</u>	<u>End of Year</u>
<b>Total</b>	<u>\$ 64,300</u>	<u>\$ 11,741</u>	<u>\$ -</u>	<u>\$ 76,041</u>
<b>Fixed Asset, Net</b>	<u>\$ 31,537</u>			<u>\$ 25,503</u>

Note: Furniture and equipment are recorded at cost and are being depreciated or amortized on a straight-line basis over their estimated useful lives of three to seven years. Equipment purchased under capital leases is amortized on a straight line basis over the life of the lease.

**COPY**

**League of American Bicyclists**  
**Form 990, Part VI, Line 77 – Changes to Organizing Documents**  
**Year Ended December 31, 2007**

**36-6206225**

I hereby certify, under penalty of perjury, that the attached bylaws of the League of American Bicyclists are a complete and accurate copy as approved.

Arden Cole                      9/4/08  
Name/Title                                      Date

**COPY**

# League Bylaws

## ARTICLE I - GENERAL

**Section 1 - Name:** The name of this Corporation shall be the LEAGUE OF AMERICAN WHEELMEN, INC. d/b/a the LEAGUE OF AMERICAN BICYCLISTS.

**Section 2 - Purpose:** The Corporation is organized and operated exclusively for charitable and educational purposes, that follow:

- a) promote and protect the rights of bicyclists
- b) advocate for the interests of bicyclists
- c) support bicycling skills education
- d) promote bicycling for fun, fitness and transportation.

**Section 3 - Powers:** The Corporation shall have such powers as are now, or may hereafter be, granted by the Illinois Not For Profit Corporation Act, its Articles of Incorporation, and these bylaws.

## ARTICLE II - MEMBERSHIP

**Section 1 - General:** The Corporation is a not for profit Corporation, without capital shares, and no pecuniary benefit shall inure to any member by reason of membership.

**Section 2 - Eligibility:** Payment of dues entitles one to membership in the Corporation. Membership is open to everyone interested in bicycling without regard to race, creed, sex, age, national origin, or religious preference.

**Section 3 - Class of Membership:** The Corporation shall have Regular class and Supporting class of membership. The Board of Directors may establish types of membership within each class of membership as the Directors may deem to be in the best interest of the Corporation.

A. Regular membership shall consist of an individual or family. A family shall consist of two or more people living at the same address who are related by blood, marriage, civil union, adoption or foster care.

B. Supporting membership shall consist of clubs, organizations, associations, corporations, partnerships, companies, or any other groups.

**Section 4 - Dues:** The Board of Directors shall establish the dues for each type within a class of membership. Non-payment of dues terminates membership.

**Section 5 - Voting And Referendum Petition Rights:** An individual member shall have one vote. A family membership shall have two votes.

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A. Regular members shall have the right to elect the Board of Directors as provided for in Article III, Section 8.

B. Regular members may, by submitting petitions bearing signatures of ten percent (10%) of the Regular members of the League, direct the Board of Directors to conduct a referendum of the Regular members on any relevant matters or questions. No more than one third (1/3) of those Regular members may reside in any one Region. Reasonable procedures for collecting and certifying petitions shall be established by the Board of Directors. These procedures, including the number of signatures required, shall be supplied by the League office to any Regular members on request. Upon notifying the League office of the intent to petition for a referendum, petitioners shall have 75 days to submit the required number of signatures to the League office. Within a reasonable time, the League shall conduct a vote of the entire membership, by mail or electronic means, unless the Board of Directors themselves meet and vote passage of the matter dealt with by the petition. At the discretion of the League Officers, a mail vote could be handled by means of a tear out portion added to the next issue of the League's primary publication, rather than by a general mailing. Such matters shall be decided by a majority of the vote received by the League office within 30 days after ballots are made available to members, and shall have the same effect as an act taken by the Board of Directors.

**Section 6 - Transferability:** Membership in the Corporation is not transferable or assignable.

**Section 7 - Annual Meeting:** An Annual Meeting of all members shall be held at a time and place designated by the Board of Directors. Notice of the Annual Meeting shall be published in the League's magazine, and on its Web site, at least 90 days in advance of the meeting. At the Annual Meeting an opportunity shall be provided for discussion by the members of the policies and activities of the Corporation.

### **ARTICLE III - BOARD OF DIRECTORS**

**Section 1 - General Powers:** The Board of Directors shall be responsible for the management and control of the Corporation and shall perform every act that it deems necessary, expedient, or advisable to carry out the purposes of this Corporation, subject to the Illinois Not For Profit Corporation Act, its Articles of Incorporation, and these bylaws. The following are matters that must be submitted to, and receive the approval of, the Board of Directors:

- A. Amendment or restatement of the Articles of the Corporation;
- B. Merger, consolidation, or dissolution of the Corporation;
- C. Sale, lease, exchange, pledge, or mortgage of any substantial part of the assets of the Corporation;
- D. Adoption of an annual budget for the Corporation;

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E. Such other matters that may be required by law to be submitted to the Board of Directors.

**Section 2 - Directors:** The Board of Directors shall consist of 12 directors: 6 shall be elected by the members in geographical regions of the United States as determined by the Board; 1 at-large director shall be elected by the members nationwide; 5 at-large directors shall be elected by the Board upon nomination by the Nominating Committee; 1 of the at-large directors shall have the experience and qualifications expected of a treasurer. All Directors shall exercise the same rights and enjoy the same privileges.

**Section 3 - Eligibility:** All Directors must be members of the League. A Director elected from a region, or appointed to fill the unexpired term of an elected Director, must be a resident of that region.

**Section 4 - Meetings:** The Board of Directors shall meet at the Annual Meeting. The Board shall also meet at least one other time each year. Special Meetings of The Board may be called by the President or upon demand of a majority of Directors at such time and place as the President may designate. Notice of any meeting shall be sent to each Director at least ten (10) days in advance of the meeting.

**Section 5 - Quorum:** A majority of the Directors shall constitute a quorum at any meeting of the Board. When a quorum is present, a decision by a majority of the Directors is the act of the Board, unless these bylaws provide otherwise.

**Section 6 - Nominating Committee:** At the Annual Meeting of the Board the President shall appoint a Nominating Committee consisting of from 2 to 5 Directors and other persons as the President deems appropriate for a total membership of at least three. No Director who is a candidate for election or appointment before the next Annual Meeting may serve on the Nominating Committee. The Nominating Committee shall present its report to the Board in writing no later than February 1. The Committee's report shall recommend candidates for election by region or at large, as well as candidates for appointment to the Board.

**Section 7 - Petition:** Any person who holds a Regular membership may become a candidate for at-large Director elected by the members nationwide in the next regular election by obtaining signatures of five percent (5%) of the total persons who hold regular memberships. Further, any person who holds a Regular membership and resides in the Region may become a candidate for Regional Director in that Region in the next regular election by obtaining signatures of ten percent (10%) of the persons who hold a Regular membership and reside in that same Region. Such petitions shall be submitted within thirty (30) days after acceptance by the Board of the Nominating Committee's report.

**Section 8 - Election:** At the Annual Meeting of the Board, the Board shall establish a timetable for the following year's elections. Such timetable shall include a deadline for the Nominating Committee's report, subject to the requirements of this section and Article III, Section 6.

Ballots for the election of Directors elected by region or at large shall be in a form and be made available to members in a manner as determined by the Board, provided that such ballots shall be available to members on or before April 30 of any year in which an election

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is to be held. The deadline for return of all ballots to the Corporation shall be at least 30 calendar days following the date ballots are made available to members, but in no event later than June 15.

In order to be valid the return date of any ballot shall be as indicated by postmark or other clearly ascertainable evidence as the Board may determine. To be elected Director, a candidate for election by region must receive the highest vote total in the region in which he/she seeks election, as certified by an independent organization selected by the Board or a select committee of the Board.

**Section 9 - Term Of Office:** The term of Directors shall be three (3) years beginning at the Board of Directors meeting held at the Annual Meeting following his/her election and ending at the beginning of the Annual Meeting 3 years later, provided that a Director who is also an officer of the Corporation shall continue as a non-voting member of the Board of Directors until his/her successor takes office as provided in Article IV. Directors may not serve more than three (3) consecutive terms.

**Section 10 - Removal:** Any Director elected by the members may be removed by a two thirds (2/3) vote of the votes present and voted, in person or by proxy, of those eligible to elect that same Director. Such vote shall be initiated by the Board or by receipt at the League office of a petition containing the signatures of ten (10) percent of the eligible voting membership, in accordance with the timetable outlined in Article II, Section 5 of these bylaws. If such a vote is called at the Annual Meeting of the membership as described in Article II, Section 7 of these bylaws, advance written notice will be issued to the membership about the vote. The written notice will state the removal of a named Director(s) as a purpose of the meeting. Only the named Director(s) may be removed at such a Meeting. Any Director elected by the Board of Directors may be removed by a two thirds (2/3) vote of the votes present and voted at a meeting of the Board of Directors.

**Section 11 - Vacancies:** Vacancies resulting from an unfulfilled term of a Director shall be filled by a majority vote of the Board, provided, however, that when the vacancy being filled is that of a Director elected by region, the replacement must be a member of the League and must reside in that region. A Director elected to fill a vacancy shall serve the unexpired term of his or her predecessor in office.

**Section 12 - Action By Unanimous Written Consent:** Any action that may be taken at a meeting of the Board of Directors may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the Board members. Such consent shall have the same force and effect as a unanimous vote.

**Section 13 - Compensation/Reimbursement:** Directors shall not be paid compensation or receive any benefits for services provided to the Corporation. Directors may be reimbursed for authorized expenses incurred by them in the performance of their duties.

**Section 14 - Director Emeritus:** The title of Director Emeritus shall be bestowed to a living past Director of the League who has been instrumental in the growth and vitality of the League. The Director Emeritus shall be included with the listing of the Board of Directors as it appears in its publication. The position of Director Emeritus is an honorary appointment

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and does not include the duties, responsibilities, or privileges described in Article III, Sections 1 and 2. The Director Emeritus shall be elected by a two-thirds (2/3) majority vote of the total Board of Directors. It is understood this title shall be given to persons for outstanding service of long duration to the League.

## **ARTICLE IV - OFFICERS**

**Section 1 - Elected Officers:** The elected officers of the Corporation shall be a Board Chair, Vice Chair, Treasurer, and Secretary. All officers shall be members of the Board of Directors.

**Section 2 - Election And Term Of Office:** The officers of the Corporation shall be elected by the Board of Directors for terms of one (1) year at the Annual Meeting and hold office until their successors have been duly elected or appointed.

**Section 3 - Removal:** Any officer may be removed by a two-thirds (2/3) vote of the total Directors whenever in their judgment the best interests of the Corporation shall be served.

**Section 4 - Vacancies:** In the event of a vacancy in the Chair, the Vice Chair shall assume the duties of such office for the unexpired term of the office. Vacancies occurring in other officers' positions may be filled by appointment by the Board Chair, for the unexpired term of the office.

**Section 5 - The Board Chair** shall have the general care, supervision, and operation of the Corporation; preside at all Board of Directors Meetings and the Annual Meeting; perform all duties incident to the office of Chair and such other duties required by these bylaws and as may be prescribed by the Board of Directors; and serve as ex-officio member, with vote, on all Corporate committees.

**Section 6 - The Vice Chair** shall discharge the duties of the Board Chair in the Chairperson's absence or during a vacancy in the office and undertake such other duties as may be assigned by the Board Chair or by the Board of Directors.

**Section 7 - The Treasurer** shall provide oversight for: accounting of the funds and securities of the Corporation; keeping an account of all monies received and expended; preparing an annual budget; and shall perform all duties incident to the office of Treasurer and such other duties as may be assigned by the Board Chair or by the Board of Directors.

**Section 8 - Secretary:** The Secretary shall keep the minutes of the Meetings of the Board of Directors and the Annual Meeting, give notice of all such meetings in accordance with these bylaws or as required by law, and perform all duties incident to the office of Secretary and such other duties as may be assigned by the Board Chair or by the Board of Directors.

**Section 9 - President:** The President shall be the principal executive officer of the Corporation, shall be a paid member of the staff, and shall assist and support the Corporation in the development and execution of policies, programs, plans, and objectives necessary to carry out the purposes of the Corporation. The President shall manage all staff operations

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within the framework of decisions made by the Board of Directors; and serve as ex-officio member, without vote, on the Board of Directors and all Corporate committees. The Board of Directors shall prescribe the method of appointment of the President.

## **ARTICLE V - COMMITTEES**

**Section 1 - General:** Committees may be created and abolished by the Board Chair or by the Board of Directors. With the exception of the Nominating Committee, all committees are advisory to the Board of Directors.

**Section 2 - Appointment:** The Board Chair shall recommend to the Board, appointees to serve as chair person and members of committees from among Directors, interested and qualified members, professional advisors, and friends of the Corporation with said appointments subject to confirmation by the majority vote of the Directors.

**Section 3 - Ex-Officio Members:** The Board Chair and the President shall serve as ex-officio members on all committees.

**Section 4 - Removal:** Any member of a committee may be removed by the Board Chair whenever the Chair judges the best interest of the Corporation will be served. Any member of a committee may also be removed by a two-thirds (2/3) vote of the Board of Directors.

**Section 5 - Vacancies:** Vacancies in the membership of any committee may be filled by appointment made in the manner provided in the case of the original appointment.

**Section 6 - Quorum:** A majority of the whole committee shall constitute a quorum. The act of the majority of the committee members present at the meeting at which a quorum is present is the act of the committee.

**Section 7 - Executive Committee:** The Executive Committee of the Board of Directors shall consist of the officers of the Corporation and another Board member, elected by the Board. The Immediate Past Chair shall serve as a member of the Executive Committee, ex-officio, without vote for a period of one year. This committee shall have the power and authority to act for the Board except as prohibited by law or these bylaws. By majority vote of its members, the Board may at any time revoke any or all of the authority so granted. The committee shall keep regular minutes of their proceedings and report the same from time to time as the Board may require.

## **ARTICLE VI - AFFILIATED BICYCLE ORGANIZATIONS**

**Section 1 - General:** The Corporation encourages the formation of bicycling organizations whose objectives are consistent with the Corporation's purposes. Bicycle organizations may become affiliated with the Corporation by meeting requirements prescribed by the Board of Directors.



## **ARTICLE VII - EMPLOYEES**

**Section 1 - Employees:** The Board of Directors may establish such positions of employment as it deems desirable and shall prescribe the method for the hiring and discharging of employees necessary for the proper conduct of the Corporation's business.

## **ARTICLES VIII - AGENTS AND REPRESENTATIVES**

**Section 1 - Agents And Representatives:** The Board of Directors may appoint such agents and representatives of the Corporation with such powers and to perform such acts or duties on behalf of the Corporation as the Board of Directors may see fit, so far as may be consistent with these bylaws, and to the extent authorized or permitted by law.

## **ARTICLE IX - INDEMNIFICATION**

**Section 1 - Directors And Officers:** The corporation shall, to the fullest extent permitted by applicable law, indemnify any person who is or was a director or officer of this Corporation, or other entity which such person is serving or served in any capacity at the request of this Corporation, and who is made or threatened to be made a party to any action, suit, or proceeding, against any and all liability and reasonable expenses, including attorney's fees, actually and necessarily incurred by them in connection with the defense of any such action, suit, or proceeding, civil or criminal, or in connection with the defense of any appeal therein except in relation to matters as to which it shall be adjudged in such action, suit, or proceeding that such director or officer (i) acted in bad faith or were the result of active and deliberate dishonesty and, in either case, were material to the cause of action so adjudicated, or (ii) personally gained an advantage to which he/she was not legally entitled. The benefits of this section shall extend to the heirs and legal representatives of any person entitled to indemnification hereunder.

**Section 2 - Employees And Agents:** The Corporation may, to the extent authorized by the Board of Directors and permitted by applicable law, indemnify any employee or agent of the Corporation who is not a Director or Officer of the Corporation.

**Section 3 - Non-Exclusivity:** Any right of indemnification under Section 1 shall not be exclusive of other rights to which a Director or Officer may be entitled by law. Indemnification under Section 1 or Section 2 may be retroactive to the fullest extent permitted by law. This Article shall not be construed as a limitation on the authority of the Board to advance Corporation funds for reasonable expenses, including attorneys' fees.

## **ARTICLE X - CONTRACTS AND BANKING**

**Section 1 - Contracts:** The Board of Directors may authorize any officer or officers, agent, or agents, to enter into any contract or execute or deliver any instrument in the name of or on behalf of the Corporation, and such authority may be general or confined to special instance.

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**Section 2 - Deposits:** All funds of the Corporation not otherwise employed shall be deposited from time to time to the credit of the Corporation in such banks, trust companies, or other depositories as the Board of Directors may select.

**Section 3 - Checks:** All checks, drafts, or other orders for the payment of money, notes, or other evidence of indebtedness issued in the name of the Corporation shall be signed by such officer or officers, agent, or agents of the Corporation and in such manner as shall from time to time be determined by resolution of the Board of Directors.

**Section 4 - Loans:** No loan shall be made to this Corporation and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the Board of Directors.

## **ARTICLE XI - ACCOUNTING YEAR AND FINANCIAL STATEMENTS**

**Section 1 - Accounting Year:** The fiscal year of the Corporation shall begin on the first day of January and end on the last day of December of each year.

**Section 2 - Financial Statements:** At the end of the accounting year, the books of the Corporation shall be closed and financial statements prepared for that year. Such financial statements shall be audited, reviewed or compiled as determined by resolution of the Board of Directors by an Independent Auditing Firm, the partners of which are certified public accountants. The balance sheet of such financial statements shall be audited at least once every four years. Such financial statements shall be promptly submitted to the Board of Directors upon completion.

## **ARTICLE XII - MISCELLANEOUS**

**Section 1 - Books And Records:** The Corporation shall keep correct and complete books and record of accounts of its members, Board of Directors, and committees having any of the authority of the Board of Directors; and shall keep at its registered office or principal office a record giving the names and addresses of its members entitled to vote. Books and records of the Corporation may be inspected by any member, or the member's agent or attorney, for any proper purpose at any reasonable time, except personnel and payroll records, which shall be confidential and not subject to inspection.

**Section 2 - Seal:** The Board of Directors may provide a Corporate Seal, which shall be in the form of a circle and shall have inscribed thereon the name of the Corporation and words "Corporate Seal, State of Illinois."

**Section 3 - Loans To Officers , Directors, Employees And Members Prohibited:** No loans shall be made by the Corporation to any of its officers, directors, employees, or members.

**Section 4 - Rules:** The Board of Directors may adopt, amend, or repeal Rules not inconsistent with these bylaws, for the management of the internal affairs of the Corporation and for the governance of its officers, agents, committees, and employees.

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## **ARTICLE XIII - AMENDMENTS**

**Section 1 - Amendments:** The bylaws of the Corporation may be altered, amended or repealed and new bylaws adopted by a two-thirds (2/3) vote of the total Board of Directors.

## **ARTICLE XIV - CONFLICT OF INTEREST**

**Section 1 - General:** A conflict of interest may exist when the financial interests of any Director, officer or staff member, or said person's immediate family, may be seen as competing with the interests or concerns of the Corporation..

**Section 2 - Disclosure:** Any possible conflict of interest shall be disclosed to the Board of Directors by the person concerned.

**Section 3 - Board Deliberations and Voting:** When any such conflict of interest is relevant to a matter requiring action by the Board of Directors, the interested person shall call it to attention of the Board of Directors, and such person shall not vote on the matter.

Moreover, the person having a conflict shall retire from the room in which the Board is meeting and shall not participate in the deliberation or decision regarding the matter under consideration. However, that person may provide the Board with any and all relevant information.

**Section 4 - Record Keeping:** The minutes of the meeting of the Board shall reflect that the conflict of interest was disclosed and that the interested person was not present during the discussion or vote and did not vote. When there is a doubt as to whether a conflict of interest exists, the matter shall be resolved by a vote of the Board of Directors, excluding the person concerning whose situation the doubt has arisen.

## **ARTICLE XV- EFFECTIVE DATE**

**Section 1 - Effective Date:** The effective date of these bylaws shall be December, 1984.

(Adopted by the Board of Directors December 1984; amended December 1989; December 1990; December 1992; July 1993; July 1996; December 1996; July 1997; June 1999; November 1999; November 2001; January 2002; August 2002; June 2003; October 2003; March 2004; October 2004; March 2006; August 2006 and September 2007.)

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