Form **990-EZ**

Department of the Treasury
Internal Revenue Service

# Short Form
# 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)**

▶ Sponsoring organizations of donor advised funds and controlling organizations as defined in section 512(b)(13) must file Form 990 All other organizations with gross receipts less than $500,000 and total assets less than $1,250,000 at the end of the year may use this form

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

OMB No 1545-1150

**2009**

**Open to Public Inspection**

**A For the 2009 calendar year, or tax year beginning , 2009, and ending , 20**

B Check if applicable
☐ Address change
☐ Name change
☐ Initial return
☐ Terminated
☐ Amended return
☐ Application pending

Please use IRS label or print or type. See Specific Instructions.

C Name of organization: YELLOW BIKE PROJECT
Number and street (or P O box, if mail is not delivered to street address): 1307 LEONA ST | Room/suite
City or town, state or country, and ZIP + 4: AUSTIN, TX 78702

**D Employer identification number** 74-2860831
E Telephone number 512-799-0234
F Group Exemption Number ▶

• *Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ).*

G Accounting Method. ☑ Cash ☐ Accrual
Other (specify) ▶

H Check ▶ ☐ if the organization is **not** required to attach Schedule B (Form 990, 990-EZ, or 990-PF).

**I Website: ▶** WWW.AUSTINYELLOWBIKE.ORG

**J Tax-exempt status** (check only one) — ☑ 501(c) ( 3 ) ◀ (insert no.) ☐ 4947(a)(1) or ☐ 527

K Check ▶ ☐ if the organization is not a section 509(a)(3) supporting organization **and** its gross receipts are normally **not** more than $25,000 A Form 990-EZ or Form 990 return is not required, but if the organization chooses to file a return, be sure to file a complete return.

L Add lines 5b, 6b, and 7b, to line 9 to determine gross receipts, if $500,000 or more, file Form 990 instead of Form 990-EZ ▶ $ 74,053

## Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances (See the instructions for Part I.)

| | | | | | | |
|---|---|---|---|---|---|---|
| Revenue | 1 | Contributions, gifts, grants, and similar amounts received | | | 1 | 48,556 |
| | 2 | Program service revenue including government fees and contracts | | | 2 | |
| | 3 | Membership dues and assessments | | | 3 | |
| | 4 | Investment income | | | 4 | 2,789 |
| | 5a | Gross amount from sale of assets other than inventory | 5a | | | |
| | b | Less: cost or other basis and sales expenses | 5b | | | |
| | c | Gain or (loss) from sale of assets other than inventory (Subtract line 5b from line 5a) | | | 5c | |
| | 6 | Special events and activities (complete applicable parts of Schedule G). If any amount is from **gaming**, check here ▶ ☐ | | | | |
| | a | Gross revenue (not including $ ______ of contributions reported on line 1) | 6a | 12,161 | | |
| | b | Less: direct expenses other than fundraising expenses | 6b | 290 | | |
| | c | Net income or (loss) from special events and activities (Subtract line 6b from line 6a) | | | 6c | 11,871 |
| | 7a | Gross sales of inventory, less returns and allowances | 7a | 11,548 | | |
| | b | Less: cost of goods sold | 7b | 8,444 | | |
| | c | Gross profit or (loss) from sales of inventory (Subtract line 7b from line 7a) | | | 7c | 3,104 |
| | 8 | Other revenue (describe ▶ ) | | | 8 | |
| | 9 | **Total revenue.** Add lines 1, 2, 3, 4, 5c, 6c, 7c, and 8 ▶ | | | 9 | 66,319 |
| Expenses | 10 | Grants and similar amounts paid (attach schedule) | | | 10 | |
| | 11 | Benefits paid to or for members | | | 11 | |
| | 12 | Salaries, other compensation, and employee benefits | | | 12 | |
| | 13 | Professional fees and other payments to independent contractors | | | 13 | 8,076 |
| | 14 | Occupancy, rent, utilities, and maintenance | | | 14 | 1,584 |
| | 15 | Printing, publications, postage, and shipping | | | 15 | 56 |
| | 16 | Other expenses (describe ▶ SUPPLIES, INSURANCE, MISCELLANEOUS ) | | | 16 | 3,922 |
| | 17 | **Total expenses.** Add lines 10 through 16 ▶ | | | 17 | 13,638 |
| Net Assets | 18 | Excess or (deficit) for the year (Subtract line 17 from line 9) | | | 18 | 52,681 |
| | 19 | Net assets or fund balances at beginning of year (from line 27, column (A)) (must agree with end-of-year figure reported on prior year's return) | | | 19 | 166,140 |
| | 20 | Other changes in net assets or fund balances (attach explanation) | | | 20 | |
| | 21 | Net assets or fund balances at end of year. Combine lines 18 through 20 ▶ | | | 21 | 218,821 |

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## Part II Balance Sheets. If Total assets on line 25, column (B) are $1,250,000 or more, file Form 990 instead of Form 990-EZ.

| | (See the instructions for Part II.) | (A) Beginning of year | | (B) End of year |
|---|---|---|---|---|
| 22 | Cash, savings, and investments | 156,140 | 22 | 174,830 |
| 23 | Land and buildings | | 23 | 115,336 |
| 24 | Other assets (describe ▶ RECEIVABLES, DEPOSITS, INVENTORY ) | 10,000 | 24 | 19,876 |
| 25 | **Total assets** | 166,140 | 25 | 310,042 |
| 26 | **Total liabilities** (describe ▶ LOANS FROM MEMBERS, SALES TAX PAYABLE ) | 0 | 26 | 91,221 |
| 27 | **Net assets or fund balances** (line 27 of column (B) **must** agree with line 21) | 166,140 | 27 | 218,821 |

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

What is the organization's primary exempt purpose? **Promoting bicycle usage in Austin**

Describe what was achieved in carrying out the organization's exempt purposes. In a clear and concise manner, describe the services provided, the number of persons benefited, and other relevant information for each program title.

Expenses (Required for section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts; optional for others.)

| | | | |
|---|---|---|---|
| 28 | **Providing human-powered transportation for the people of Austin, running a community bike shop, and educating kids and adults.** (Grants $ ) If this amount includes foreign grants, check here ▶ ☐ | 28a | 4,815 |
| 29 | (Grants $ ) If this amount includes foreign grants, check here ▶ ☐ | 29a | |
| 30 | (Grants $ ) If this amount includes foreign grants, check here ▶ ☐ | 30a | |
| 31 | Other program services (attach schedule) (Grants $ ) If this amount includes foreign grants, check here ▶ ☐ | 31a | |
| 32 | **Total program service expenses** (add lines 28a through 31a) ▶ | 32 | |

## Part IV List of Officers, Directors, Trustees, and Key Employees. List each one even if not compensated. (See the instructions for Part IV.)

| (a) Name and address | (b) Title and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-.) | (d) Contributions to employee benefit plans & deferred compensation | (e) Expense account and other allowances |
|---|---|---|---|---|
| Peter S Wall, 1307 Leona St, Austin, TX 78702 | PRESIDENT, 6 HRS/WK | -0- | | |
| Jennifer E. Schaffer, 1509 Haskell St, Austin, TX 78702 | TREASURER, 10 HRS/WK | -0- | | |
| Les Case, 1803 Travis Heights Blvd., Austin, TX 78704 | SECRETARY, 4 HRS/WK | -0- | | |

**Part V Other Information** (Note the statement requirements in the instructions for Part V.)

| | | | Yes | No |
|---|---|---|---|---|
| 33 | Did the organization engage in any activity not previously reported to the IRS? If "Yes," attach a detailed description of each activity | 33 | | ✓ |
| 34 | Were any changes made to the organizing or governing documents? If "Yes," attach a conformed copy of the changes | 34 | ✓ | |
| 35 | If the organization had income from business activities, such as those reported on lines 2, 6a, and 7a (among others), but **not** reported on Form 990-T, attach a statement explaining why the organization did not report the income on Form 990-T. | | | |
| a | Did the organization have unrelated business gross income of $1,000 or more or was it subject to section 6033(e) notice, reporting, and proxy tax requirements? | 35a | | ✓ |
| b | If "Yes," has it filed a tax return on **Form 990-T** for this year? | 35b | | |
| 36 | Did the organization undergo a liquidation, dissolution, termination, or significant disposition of net assets during the year? If "Yes," complete applicable parts of Schedule N | 36 | | |
| 37a | Enter amount of political expenditures, direct or indirect, as described in the instructions. ▶ 37a | | | |
| b | Did the organization file **Form 1120-POL** for this year? | 37b | | ✓ |
| 38a | Did the organization borrow from, or make any loans to, any officer, director, trustee, or key employee **or** were any such loans made in a prior year and still outstanding at the end of the period covered by this return? | 38a | | ✓ |
| b | If "Yes," complete Schedule L, Part II and enter the total amount involved 38b | | | |
| 39 | Section 501(c)(7) organizations. Enter: | | | |
| a | Initiation fees and capital contributions included on line 9 39a | | | |
| b | Gross receipts, included on line 9, for public use of club facilities 39b | | | |
| 40a | Section 501(c)(3) organizations. Enter amount of tax imposed on the organization during the year under: section 4911 ▶ -0- ; section 4912 ▶ -0- ; section 4955 ▶ -0- | | | |
| b | Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in any section 4958 excess benefit transaction during the year or is it aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I | 40b | | ✓ |
| c | Section 501(c)(3) and 501(c)(4) organizations. Enter amount of tax imposed on organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 ▶ -0- | | | |
| d | Section 501(c)(3) and 501(c)(4) organizations. Enter amount of tax on line 40c 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? If "Yes," complete Form 8886-T. | 40e | | ✓ |

41 List the states with which a copy of this return is filed. ▶ NONE

42a The organization's books are in care of ▶ LES CASE Telephone no. ▶ 512-619-4777

Located at ▶ 1803 TRAVIS HEIGHTS BLVD., AUSTIN, TX ZIP + 4 ▶ 78704

| | | | Yes | No |
|---|---|---|---|---|
| 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)? | 42b | | ✓ |
| | If "Yes," enter the name of the foreign country: ▶ <br> See the instructions for exceptions and filing requirements for **Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.** | | | |
| c | At any time during the calendar year, did the organization maintain an office outside of the U.S.? <br> If "Yes," enter the name of the foreign country: ▶ | 42c | | ✓ |

43 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-EZ in lieu of **Form 1041**—Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the tax year ▶ 43

| | | | Yes | No |
|---|---|---|---|---|
| 44 | Did the organization maintain any donor advised funds? If "Yes," Form 990 must be completed instead of Form 990-EZ | 44 | | ✓ |
| 45 | Is any related organization a controlled entity of the organization within the meaning of section 512(b)(13)? If "Yes," Form 990 must be completed instead of Form 990-EZ | 45 | | ✓ |

**Part VI** **Section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts only.** All section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts must answer questions 46–49b and complete the tables for lines 50 and 51.

| | | | Yes | No |
|---|---|---|---|---|
| 46 | Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I | 46 | | ✓ |
| 47 | Did the organization engage in lobbying activities? If "Yes," complete Schedule C, Part II | 47 | | ✓ |
| 48 | Is the organization a school as described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E | 48 | | ✓ |
| 49a | Did the organization make any transfers to an exempt non-charitable related organization? | 49a | | ✓ |
| b | If "Yes," was the related organization a section 527 organization? | 49b | | |

50 Complete this table for the organization's five highest compensated employees (other than officers, directors, trustees and key employees) who each received more than $100,000 of compensation from the organization. If there is none, enter "None."

| (a) Name and address of each employee paid more than $100,000 | (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 |
|---|---|---|---|---|
| NONE | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

f Total number of other employees paid over $100,000 ▶

51 Complete this table for the organization's five highest compensated independent contractors who each received more than $100,000 of compensation from the organization. If there is none, enter "None"

| (a) Name and address of each independent contractor paid more than $100,000 | (b) Type of service | (c) Compensation |
|---|---|---|
| NONE | | |
| | | |
| | | |
| | | |
| | | |

d Total number of other independent contractors each receiving over $100,000 ▶

**Sign Here**

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

▶ [signature] Signature of officer — Date 03 May 2010

▶ Type or print name and title

**Paid Preparer's Use Only**

| | | | |
|---|---|---|---|
| Preparer's signature ▶ [signature] | Date 5/3/10 | Check if self-employed ▶ ☑ | Preparer's identifying number (See instructions) 455-61-5880 |
| Firm's name (or yours if self-employed), address, and ZIP + 4 ▶ | GAVIN WILSON 1906 EVA STREET, AUSTIN TX 78704 | EIN ▶ | Phone no ▶ 512-680-5207 |

May the IRS discuss this return with the preparer shown above? See instructions ▶ ☐ Yes ☑ No

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

# Public Charity Status and Public Support

**Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.**

▶ **Attach to Form 990 or Form 990-EZ.** ▶ **See separate instructions.**

OMB No 1545-0047

2009

**Open to Public Inspection**

| Name of the organization | Employer identification number |
|---|---|
| YELLOW BIKE PROJECT | 74 2860831 |

**Part I** **Reason for Public Charity Status** (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is. (For lines 1 through 11, check only one box.)

1 ☐ A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i).**

2 ☐ A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E.)

3 ☐ A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**

4 ☐ A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state·

5 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II.)

6 ☐ A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**

7 ☑ An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II.)

8 ☐ A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II )

9 ☐ An organization that normally receives· (1) more than 33⅓ % of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions—subject to certain exceptions, and (2) no more than 33⅓ % 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).** (Complete Part III.)

10 ☐ An organization organized and operated exclusively to test for public safety See **section 509(a)(4).**

11 ☐ An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2) See **section 509(a)(3).** Check the box that describes the type of supporting organization and complete lines 11e through 11h.

**a** ☐ Type I **b** ☐ Type II **c** ☐ Type III–Functionally integrated **d** ☐ Type III–Other

**e** ☐ By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).

**f** If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box ☐

**g** Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

| | | Yes | No |
|---|---|---|---|
| **(i)** A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization? | 11g(i) | | |
| **(ii)** A family member of a person described in (i) above? | 11g(ii) | | |
| **(iii)** A 35% controlled entity of a person described in (i) or (ii) above? | 11g(iii) | | |

**h** Provide the following information about the supported organization(s).

| (i) Name of supported organization | (ii) EIN | (iii) Type of organization (described on lines 1–9 above or IRC section **(see instructions)**) | (iv) Is the organization in col (i) listed in your governing document? Yes | No | (v) Did you notify the organization in col (i) of your support? Yes | No | (vi) Is the organization in col (i) organized in the U S ? Yes | No | (vii) Amount of support |
|---|---|---|---|---|---|---|---|---|---|
| | | | | | | | | | |
| | | | | | | | | | |
| | | | | | | | | | |
| | | | | | | | | | |
| | | | | | | | | | |
| **Total** | | | | | | | | | |

**Part II** **Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)** (Complete only if you checked the box on line 5, 7, or 8 of Part I.)

## Section A. Public Support

| Calendar year (or fiscal year beginning in) ▶ | (a) 2005 | (b) 2006 | (c) 2007 | (d) 2008 | (e) 2009 | (f) Total |
|---|---|---|---|---|---|---|
| 1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.") | 14,657 | 33,092 | 42,488 | 102,372 | 72,265 | 264,874 |
| 2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf | | | | | | |
| 3 The value of services or facilities furnished by a governmental unit to the organization without charge | | | | | | |
| 4 **Total.** Add lines 1 through 3 | 14,657 | 33,092 | 42,488 | 102,372 | 72,265 | 264,874 |
| 5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f) | | | | | | 36,113 |
| 6 **Public support.** Subtract line 5 from line 4 | | | | | | 227,761 |

## Section B. Total Support

| Calendar year (or fiscal year beginning in) ▶ | (a) 2005 | (b) 2006 | (c) 2007 | (d) 2008 | (e) 2009 | (f) Total |
|---|---|---|---|---|---|---|
| 7 Amounts from line 4 | 14,657 | 33,092 | 42,488 | 102,372 | 72,265 | 263,874 |
| 8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources | | | 1,095 | 2,832 | 2,789 | 6,716 |
| 9 Net income from unrelated business activities, whether or not the business is regularly carried on | | | | | | |
| 10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.) | | | | | | |
| 11 **Total support.** Add lines 7 through 10 | | | | | | 270,590 |

12 Gross receipts from related activities, etc. (see instructions) | 12 | 0

13 **First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here** ▶ ☐

## Section C. Computation of Public Support Percentage

14 Public support percentage for 2009 (line 6, column (f) divided by line 11, column (f)) | 14 | 84 %

15 Public support percentage from 2008 Schedule A, Part II, line 14 | 15 | 98 %

16a **33⅓ % support test—2009.** If the organization did not check the box on line 13, and line 14 is 33⅓ % or more, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ ☑

b **33⅓ % support test—2008.** If the organization did not check a box on line 13 or 16a, and line 15 is 33⅓ % or more, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ ☐

17a **10%-facts-and-circumstances test—2009.** If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and **stop here.** Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ▶ ☐

b **10%-facts-and-circumstances test—2008.** If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and **stop here.** Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ▶ ☐

18 **Private foundation.** If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions ▶ ☐

**Part III Support Schedule for Organizations Described in Section 509(a)(2)**
(Complete only if you checked the box on line 9 of Part I.)

## Section A. Public Support

| Calendar year (or fiscal year beginning in) ▶ | (a) 2005 | (b) 2006 | (c) 2007 | (d) 2008 | (e) 2009 | (f) Total |
|---|---|---|---|---|---|---|
| 1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.") | | | | | | |
| 2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose | | | | | | |
| 3 Gross receipts from activities that are not an unrelated trade or business under section 513 | | | | | | |
| 4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf | | | | | | |
| 5 The value of services or facilities furnished by a governmental unit to the organization without charge | | | | | | |
| 6 **Total.** Add lines 1 through 5 | | | | | | |
| 7a Amounts included on lines 1, 2, and 3 received from disqualified persons | | | | | | |
| b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of $5,000 or 1% of the amount on line 13 for the year | | | | | | |
| c Add lines 7a and 7b | | | | | | |
| 8 **Public support** (Subtract line 7c from line 6.) | | | | | | |

## Section B. Total Support

| Calendar year (or fiscal year beginning in) ▶ | (a) 2005 | (b) 2006 | (c) 2007 | (d) 2008 | (e) 2009 | (f) Total |
|---|---|---|---|---|---|---|
| 9 Amounts from line 6 | | | | | | |
| 10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources | | | | | | |
| b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975 | | | | | | |
| c Add lines 10a and 10b | | | | | | |
| 11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on | | | | | | |
| 12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.) | | | | | | |
| 13 **Total support.** (Add lines 9, 10c, 11, and 12.) | | | | | | |

14 **First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here** ▶ ☐

## Section C. Computation of Public Support Percentage

| | | | |
|---|---|---|---|
| 15 | Public support percentage for 2009 (line 8, column (f) divided by line 13, column (f)) | 15 | % |
| 16 | Public support percentage from 2008 Schedule A, Part III, line 15 | 16 | % |

## Section D. Computation of Investment Income Percentage

| | | | |
|---|---|---|---|
| 17 | Investment income percentage for **2009** (line 10c, column (f) divided by line 13, column (f)) | 17 | % |
| 18 | Investment income percentage from **2008** Schedule A, Part III, line 17 | 18 | % |

19a **33⅓ % support tests—2009.** If the organization did not check the box on line 14, and line 15 is more than 33⅓ %, and line 17 is not more than 33⅓ %, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ ☐

b **33⅓ % support tests—2008.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33⅓ %, and line 18 is not more than 33⅓ %, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ ☐

20 **Private foundation.** If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ▶ ☐

**Part IV** **Supplemental Information.** Complete this part to provide the explanations required by Part II, line 10; Part II, line 17a or 17b; and Part III, line 12. Provide any other additional information. See instructions.

# BYLAWS FOR YELLOW BIKE PROJECT,

# a TEXAS NON-PROFIT CORPORATION

## ARTICLE I

These bylaws constitute the code of rules adopted by the Yellow Bike Project for the regulation and management of its affairs. They deal with how the Yellow Bike Project operates as an entity and how the council members interact with each other and the community on a larger scale.

## ARTICLE II

### Purpose

Austin's Yellow Bike Project is an all-volunteer initiative to put bicycles on the streets of Austin and Central Texas by operating community bike shops, teaching bike mechanics and maintenance, and acting as a local bike advocacy group.

The corporation is organized exclusively for charitable, religious, and/or educational or scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. The Corporation shall be and is a non-profit corporation under the laws of the State of Texas. The service area of the Corporation is Austin, Texas, and the surrounding Central Texas area.

## ARTICLE III

### Structure of the Yellow Bike Project

Structure of the Yellow Bike Project is composed of a large supporter base, part of which through particular levels of participation will serve as the Collective Council, which is the decision-making body of the group. The Collective Council will choose by consensus a Representative Council (Board of Directors) to act on the intent of the collective, and a number of Coordinators to ensure day-to-day operations.

## ARTICLE IV

### Supporters

Anyone who contributes to the Yellow Bike Project in any way is a supporter. Contributions include time, money, or other donations.

## ARTICLE V

### Collective Council

**(1) Definition**

The Collective Council is the self-initiating and open body of supporters who contribute 24 hours of work during each season. As the Collective Council is charged with defining and implementing the goals of the Yellow Bike Project, the initiators of these Words recognize that the donation of effort and work is more highly valued than money or material goods, and confers a stronger role in the collective decisions.

**(2) Powers**

The Collective Council of this Corporation is vested with the management of the business and affairs of this Corporation, subject to the Texas Business Organizations Code, the Certificate of Formation, and these bylaws. It is the responsibility of the individual members of the Collective Council to accurately and honestly reflect and promote the collective intent and goals of the Yellow Bike Project.

The Collective Council discusses and evaluates evolving situations with the input of the Representative Council, the Coordinators, and the community, and reaches consensus on decided actions. The Collective Council is responsible for the management of the Yellow Bike Project and must approve all decisions of the Yellow Bike Project, except those that the Representative Council is expressly authorized to approve by these Words.

**(3) Qualifications and Membership**

Membership in the Collective Council shall not be denied to any person on the basis of race, creed, sex, religion, or national origin. "Work" as used above is defined as any effort performed to the direct benefit or promotion of the Yellow Bike Project, performed with consensus approval of the Collective Council. "Twenty four hours" as used above is defined as 24 hours of volunteer work as defined above. "Season" as used above is defined as any rolling contiguous three-month period.

Membership in the Collective Council is conferred once the volunteer attends a Collective Council meeting and expresses his or her desire to become a collective member after completing 24 hours of work as defined above. Membership lapses if less than 24 volunteer hours have been completed in a three-month period

Collective Council membership is based on volunteer hours donated to the Yellow Bike Project. It is the volunteers' responsibility to record hours worked in the appropriate volunteer logs, which are kept by the Coordinators.

Membership in the Collective Council is an earned privilege that may be revoked for just cause. The Collective Council can remove a Collective Council member with a simple majority (51%) vote at 2 consecutive Collective Council meetings.

**(4) Meetings of the Collective Council**

Regular meetings of the Collective Council will be on the first Tuesday of each month at the Yellow Bike Shop headquarters, or at any other time and place that the Collective Council may designate within a 50 mile radius of Austin, Texas. Special meetings may be called at other times by agreement of 6 members of the Collective Council as necessary. Six members of the Collective Council must be present at a Collective Council meeting or Special meeting for decisions to be final.

Collective Council meetings will be open to the community at large, except when personnel, real estate, or litigation matters are being discussed.

Notification of all meeting times and location will be posted on the Yellow Bike Project information board and web site and disseminated to the Collective Council membership as quickly and thoroughly as possible.

It is the responsibility of the members to confirm times and locations of the Collective Council meetings.

Meeting times, locations, and agendas will be drafted based on input from the Collective Council membership and other concerned parties. All meeting agendas will include an "Open Agenda" period. Collective Council members are encouraged to submit agenda items in advance of any meetings though may submit items at meetings during the "Open Agenda" period.

**(5) Rules of Procedure of the Collective Council**

Input into Collective Council meetings will be by informal discussion, except in circumstances when a "stack" will facilitate more organized discussion; a "stack" is an on-going list of speakers interested in voicing an opinion on issues relevant to the topic at hand. Anybody present at the meeting may move to "close the stack," limiting the speakers to those already recorded as "on the stack."

Except as outlined below, decisions are reached by the Collective Council via the method of consensus (unanimous agreement of all members present), defined as a process of discussion, compromise, and unanimous agreement. Only Collective Council members have the ability to block consensus. Issues or decisions may be tabled should agreement not be reached. If consensus is not reached during two consecutive monthly meetings of the Collective Council, a decision may be approved by an 80% majority of the Collective Council members present at the second meeting.

The Collective Council chooses the members of the Board of Directors (Representative Council) and the Officers by consensus.

The Collective Council chooses the Coordinators from among the Collective Council by consensus.

Neither the Board of Directors (Representative Council) nor the Coordinators have the authority to act on decisions that are contrary to the will of the Collective Council.

The Collective Council can remove a member of the Board of Directors (Representative Council), a member of the Collective Council or a Coordinator with a simple majority (51%) vote at 2 consecutive Collective Council meetings.

**(6) Actions without a Meeting**

Any action required or permitted to be taken by the Collective Council under the Texas Non-Profit Corporation Act, the Certificate of Formation, and these bylaws may be taken without a meeting, if all active members of the Collective Council individually and collectively consent in writing, setting forth the action to be taken. Such written consent shall have the same force and effect as consensus of the Council. Consents may be submitted in email or other electronic form.

## ARTICLE VI

## <u>Coordinators</u>

**(1) Definition and eligibility**

Coordinators are chosen from the Collective Council by consensus. Coordinators focus on specific task groups in ensuring the day-to-day functions of the Yellow Bike Project.

**(2) Positions**

<u>Email/Phone Coordinator</u>–Position term is 1 year.

(a) Record and deliver messages to Coordinators.
(b) Answer or distribute incoming email messages appropriately.
(c) Update voice mail messages according to current activities.
(d) Keep up to date Collective email distribution list.

Web/IT/ Shop Log Database Coordinator–Position term is 1 year
(a) Maintain and update the website.
(b) Maintain and improve current computer infrastructure.
(c) Maintain Shop Log Database.
(d) Seek systems that are easier to use to reduce the skill-set requirements of this Coordinator position and allow more Collective Council members to contribute to the information on the website.

Education Coordinator–Position term is 1 year.
(a) Organize and administer all educational programs run by the YBP, or delegate responsibility for such.
(b) Act as the point of contact for all educational programs involving the outside community.

Community Coordinator–Position term is 1 year.
(a) Act as liaison to organize and administer community outreach programs.
(b) Compose and disseminate media releases and the newsletter.
(c) Maintain necessary contact with media outlets.
(d) Ensure accuracy of outgoing information, i.e. review press releases, flyers, pamphlets, etc.

Transportation Coordinator–Position term is 1 year.
(a) Arrange and coordinate Yellow Bike releases.
(b) Act as liaison between outside community members and the YBP on transportation matters.
(c) Keep the collective informed about transportation advocacy efforts by the outside community

Quality Control Coordinator–Position term is 1 year.
(a) Communicates with other coordinators regarding quality and completion of all outgoing bicycles.
(b) Check inventory and supplies monthly and order as needed.
(c) Work to improve the organizational systems of the shop.

Workshop Coordinator–Position term is monthly
(a) Open, close and maintain weekly workshops according to procedures defined in the Coordinators' Standard Operating Procedure manual.
(b) Ensure volunteers sign in.
(c) Maintain accurate and up-to-date workshop and transaction logs recording volunteer efforts donated to their areas of responsibility.
(d) Coordinators maintain communication on a monthly basis at the Collective Council meeting

**(3) Removal**

A Coordinator can be removed with a simple majority (51%) vote of the Collective Council members present at 2 consecutive Collective Council meetings

## ARTICLE VII

## Board of Directors (a/k/a Representative Council)

**(1) Definition**

The Board of Directors is the body appointed by the Collective Council, advising the Collective Council to visualize and synthesize the future collective vision into day-to-day objectives. It also serves to check fiduciary responsibility and adherence to the bylaws of the Yellow Bike Project.

**(2) Powers**

The Representative Council is an advisory body, which uses consensus to make recommendations to the Collective Council. It has no decision-making capabilities, except as provided by resolution of the Collective Council on a case by case basis.

**(3) Number of Directors**

The Board of Directors will consist of at least three Directors. Upon consensus resolution of the Board of Directors, the number of Directors may be increased or decreased from time to time, but in no event shall a decrease have the effect of shortening the term of an incumbent Director, or decreasing the total number of Directors to fewer than three Directors. At-large members from the larger bicycling community are invited to serve on the Board of Directors.

**(4) Meetings**

The Board shall meet at least once a year at a location and time designated by the Board of Directors, within a 50 mile radius of Austin, Texas. Notification of meeting times and location will be sent by email to members of the Board of Directors. Any member of the Board of Directors can call a meeting. Collective Council members are invited to participate in Representative Council meetings. Board of Director meetings will be open to the community at large, except when personnel, real estate, or litigation matters are being discussed.

All meeting agendas will include an "Open Agenda" period. Board of Directors and Collective Council members are encouraged to submit agenda items in advance of any meeting, though may submit items during the "Open Agenda" time.

**(5) Rules of Procedure of the Board of Directors**

Input into Board of Directors meetings will be by informal discussion, except in circumstances when a "stack" will facilitate more organized discussion.

Decisions are reached by the Representative Council via the method of consensus, as defined as a process of discussion, compromise, and unanimous agreement. Only Representative Council members or Collective Council members in attendance have the ability to block consensus. Issues or decisions may be tabled should agreement not be reached. If a matter cannot be resolved by the Representative Council, it can be referred to the Collective Council for consideration and resolution by any member of the Representative Council.

**(6) Term of Directors**

Term of the Directors shall be one year. There are no term limits and, therefore, Directors may serve any number of consecutive terms.

Board members may petition the Collective Council for leave of absence from duties. Leaves of absence may extend to the equivalent of one season per year without jeopardizing Board of Director status

**(7) Selection of Directors**

Nominations for the Board of Directors will be made by consensus at the February Collective Council meeting. Pending acceptance, term will begin in March of the same year.

Collective Council confirmation for Directors filling expired terms shall be held at the annual meeting (retreat) of the Collective Council, held in March. Any directorship to be filled by reason of an increase in the number of Directors shall be filled at the next regular meeting of the Board of Directors or at a special meeting called for that purpose. When a re-appointment or replacement is made, the re-appointment or replacement shall be considered effective on the date that the prior term expired (i.e., the new term does not begin on the date of the election). Board members whose terms have expired may continue serving until they are either re-appointed or until their successors are chosen.

**(8) Resignation**

Any Director may resign at any time by delivering written notice to the Secretary or President of the Board of Directors. Such resignation shall take effect upon receipt or, if later, at the time specified in the notice.

**(9) Removal**

Any Director may be removed without cause, at any time, by a simple majority (51%) vote at 2 consecutive Collective Council meetings.

**(10) Vacancies**

Vacancies shall be filled by consensus of the Collective Council, and the Director filling the vacancy shall serve for the remainder of the term of the directorship that was vacated. Vacancies shall be filled as soon as practical. Any Collective member may make nominations to fill vacant directorships.

**(11) Compensation**

Directors shall not receive any salaries or other compensation for their services, but, by resolution of the Collective Council, may be reimbursed for any actual expenses incurred in the performance of their duties for the Corporation. The Corporation shall not loan money or property to, or guarantee the obligation of, any Director.

## ARTICLE VIII

## Officers

**(1) Roster of Officers**

The Corporation shall have a President, Secretary, and Treasurer. The Corporation may have, at the discretion of the Board of Directors, such other officers as may be appointed by the Directors. One person may hold two or more offices, except those serving as President or Secretary.

**(2) Election and Removal of Officers**

All officers shall serve one-year terms. The Collective Council shall select Officers by consensus in accordance with the same procedures specified for election of Board (Representative Council) laid out in Article VII, Section (6). Officers shall remain in office until their successors have been selected. Officers may serve consecutive terms without limit. The election of officers shall be by majority vote of the Board of Directors attending the meeting.

**(3) Vacancies**

If a vacancy occurs during the term of office for any officer, the Collective Council shall select a new officer to fill the remainder of the term as soon as practical, by consensus of the Collective Council.

**(4) President**

(a) The President is appointed by consensus from and by the Collective Council.
(b) The President shall execute Agreements on the behalf of the Yellow Bike Project, subject to authorization by the Collective Council or Board of Directors when so authorized.
(c) The President executes checks on behalf of the Yellow Bike Project for regular operating costs less than $3000. Expenses $3000 or more must be approved by the Collective Council.
(d) The President attends regular and special Collective and Board of Directors meetings.

**(5) Secretary**

(a) The Secretary is appointed by consensus from and by the Collective Council.
(b) The Secretary will perform all duties incident to the office of Secretary and such other duties as may be required by law, by the Certificate of Formation, or by these bylaws.
(c) The Secretary shall attest to and keep the bylaws and other legal records of the Corporation, or copies thereof, at the principal office of the Corporation.
(d) The Secretary shall take or ensure that someone takes minutes of all meetings of the Collective Council and Representative Council, and post all minutes at the principal office of the Corporation.
(e) The Secretary shall keep a record of the names and addresses of the Directors at the principal office of the Corporation.
(f) The Secretary shall ensure that all records of the Corporation, minutes of all official meetings, and records of all votes, are made available for inspection by any member of the Board of Directors at the principal office of the Corporation during regular business hours.
(g) The Secretary shall see that all notices are duly given in accordance with these bylaws or as required by law.
(h) The Secretary shall see that all books, reports, statements, certificates, and other documents and records of the Corporation are properly kept and filed.
(i) In the case of the absence or disability of the Secretary, or the Secretary's refusal or neglect to fulfill the duties of Secretary, the President shall perform the functions of the Secretary.
(j) In the absence of the President or Treasurer, the Secretary executes checks on behalf of the Yellow Bike Project for regular operating costs less than $3000. Expenses $3000 or more must be approved by the Collective Council.

**(7) Treasurer**

(a) The Treasurer will have charge and custody of all funds of the Corporation, will oversee and supervise the financial business of the Corporation, will render reports and accountings to the Collective and Board of Directors, as required by these bodies, and will perform in general all duties incident to the office of Treasurer and such other duties as may be required by law, by the Certificate of Formation, or by these bylaws, or which may be assigned from time to time by the Collective Council.
(b) The Treasurer and the members of the Corporation shall devise a plan providing for the acceptance and disbursement of all funds of the Corporation which shall be approved by the Collective Council.
(c) The Treasurer, with the approval of the Collective Council, shall set up all checking, savings, and investment accounts of the Corporation and deposit all such funds in the name of the Corporation in such accounts.
(d) The Treasurer's signature shall be the authorized signature for all checking, savings, and investment accounts of the Corporation unless the Treasurer, with the approval of the Collective, designates another member of the Board of Directors or member of the Corporation as the authorized signatory for a particular type of disbursement.
(e) The Treasurer shall reconcile monthly all checks written by or debit/credit expenses authorized by the Officers of the Corporation with bank statements received from the banks of the Corporation and shall prepare a monthly report for the Collective Council, providing an accounting of all transactions and of the financial conditions of the Corporation.
(f) The Treasurer shall keep all financing records, books, and annual reports of the financial activities of the Corporation at the principal office of the Corporation and make them available at the request of any Director or member of the public for inspection and copying.

## ARTICLE IX

## Indemnification

**(1) Insurance**

The Corporation will provide indemnification insurance for its Board of Directors and the Board shall select the amount and limits of such insurance policy.

**(2) Indemnification**

To the extent permitted by law, any person (and the heirs, executors, and administrators of such person) made or threatened to be made a party to any action, suit, or proceeding by reason of the fact that the person is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by the person (or by the person's heirs, executors or administrators) in connection with the defense or settlement of such action, suit, or proceeding, or in connection with any appearance therein.

**(3) Limits on Indemnification**

Notwithstanding the above, the corporation will indemnify a person only if the person acted in good faith and reasonably believed that the person's conduct was in the corporation's best interests. In the case of a criminal proceeding, the person may be indemnified only if the person had no reasonable cause to believe his conduct was unlawful.

## ARTICLE X

## Changing the Yellow Bike Project Bylaws

These Bylaws may be changed. Consensus of the Collective Council is necessary to amend the Bylaws, but if consensus is not reached after two consecutive monthly meetings, an 80% majority of the Collective Council members present at the third meeting must vote to amend the Bylaws

## CERTIFICATION

I hereby certify that these Bylaws were adopted by the Collective Council of the Yellow Bike Project at its meeting held on 01 September 2009.

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Secretary