

ALTAIR SKI AND SPORTS CLUB

BY-LAWS

Amended 2/19/2014

ARTICLE I

SECTION 1. PURPOSE

The purpose of this corporation (hereafter referred to as Club) is to promote skiing and other recreational activities designed to increase the enjoyment of sports by its active members. This organization does not contemplate pecuniary gain or profit to the members thereof and is organized for nonprofit purposes.

SECTION 2. BUSINESS YEAR

The fiscal year of this Club shall be June 1 to May 31.

SECTION 3. AFFILIATIONS

This Club is of itself and not subject to the by-laws, articles or any other documents or restrictions of any other Club.

SECTION 4. PARLIAMENTARY PROCEDURE

All questions of parliamentary procedure at any meeting of the membership, the Board of Directors or at any committee meeting shall be settled according to the last edition of "Robert's Rules of Order", except where otherwise provided for in the by-laws of the Club or unless other-wise ordered by a two-thirds (2/3) majority of those members present at any such meeting.

ARTICLE II MEMBERSHIP

SECTION 1. QUALIFICATIONS

Any person of good reputation and character who has reached their twenty-first birthday and who falls into one of the classifications listed in Section 2 below may apply for membership.

SECTION 2. CLASSIFICATION

- A. ACTIVE MEMBER. A member shall be termed active when they have paid their dues in full. Active members have the right to vote. It is expected that all members actively participate in at least one Club function each year.
- B. DROPPED MEMBER. A member will be termed dropped from the active membership when their dues are past due or when they have been expelled from the Club.
- C. GUEST / NON-MEMBER. A person shall be termed "guest" or "non-member" if they have not applied for membership and are attending an activity of the Club. A guest or non-member will be expected to follow the same rules and responsibilities as a member. A guest or non-member may attend up to three (3) General Meetings or events prior to joining the Club; however, they will be expected to pay their dues in full and join the Club if they wish to continue attending.

SECTION 3. RIGHTS AND OBLIGATIONS

All members shall:

- A. Be entitled to attend all functions;
- B. Be entitled to vote at all general and special meetings, but not Board Meetings and;
- C. Be required to act responsibly and adhere to the by-laws of the Club.

SECTION 4. APPLICATIONS

Any eligible person may apply for membership at any regular meeting or by mail, by submitting a written membership application. Applicant's full dues will be paid at the time the application is submitted.

SECTION 5. RESIGNATION

Any member may resign from office or from the Club at any regular, special, or board of directors meeting verbally or at any time in writing.

SECTION 6. CENSURE AND/OR EXPULSION

Any member, who for any act or conduct which by the decision of the Board of Directors is deemed injurious to the best interest of the Club, may be expelled from office and/or from the Club upon a two-thirds (2/3) affirmative vote of the Board of Directors.

Trip captains, hosts, overseers of an event or a Club Member who is witness to such act or conduct should submit a short written note to the Board of Directors stating the name of the offender, the event and time that it occurred, and a brief description of what took place. The Board of Directors, at a closed session, will decide the severity of the act or conduct. A written notice describing that act or conduct will then be sent to the offender explaining the Boards' action and containing either a warning or expulsion from the Club. A member who has been accused of misconduct will have thirty (30) days after receiving a written notice to submit a letter explaining his or her version of the complaint, which will be reviewed at the next regular Board meeting, in a closed session, for any further action. Notification of that action will be conveyed in writing to the offender.

SECTION 7. MEETINGS

- A. GENERAL MEMBERSHIP MEETINGS. Regular meetings shall be held on the second Wednesday of each month or as determined by the Board of Directors
- B. BOARD OF DIRECTORS MEETINGS. Board of Directors meetings will be held at least once each month, usually on the Wednesday following the General Membership Meeting.
- C. SPECIAL MEETINGS. Special meetings may be called by the president or two-thirds (2/3) of the Board of Directors.
- D. COMMITTEE MEETINGS. Committee meetings will be held as deemed necessary by their Directors.
- E. CONDUCT. Persons disturbing the peace during any meeting and in any manner may be asked to leave and may be expelled from the Club under section 6.
- F. QUORUM. All active members in attendance at any regular or special membership meeting shall constitute a quorum. Two-thirds (2/3) of the Board of Directors will be a quorum for a Board of Directors meeting. A quorum must be present to conduct any business of the Club.

SECTION 8. ALCOHOL POLICY

- A. The Club will not distribute, sell, serve or furnish alcoholic beverages at any time.
- B. Club functions at which individual club members are allowed to bring their own alcoholic beverages are permitted.
- C. Club members are expected to be fully responsible for their actions and conduct resulting from the consumption of alcohol. Failure to act responsibly may result in expulsion from the Club. SEE ARTICLE II Section 6.

ARTICLE III

SECTION 1. DUES

- A. DUES. Membership dues shall be established by the Board of Directors.
- B. PAYMENTS. Dues are payable by November 1st. Dues are considered past due after November 1st (the beginning of the new membership year) and membership will be considered as lapsed after that date.
- C. EARLY PAYMENT DISCOUNT: Members who renew prior to November 1st may receive a discounted rate as established by the Board of Directors.

SECTION 2. PAYMENT OF EXPENSES

All expenses of the Club shall be reviewed by the Board of Directors and a report of the payment of all such expenses shall be entered into the minutes of the regular meeting of the membership by the treasurer's report. All expenditures shall be substantiated by receipt regardless of amount; the withdrawal of any funds shall require the signature of two (2) authorized signers (elected officers) of the Club.

SECTION 3. BANKING

All funds shall be deposited in an insured bank or savings plan under the name of the Club.

SECTION 4. ADVANCING CLUB FUNDS FOR EVENTS.

Trips and other events are expected to be self supporting and to require no advancing of Club funds for deposits or initial expenses. The Board of Directors may make exceptions to this policy if the following conditions are met:

- A. The trip or event has been done in prior years *and*
- B. It was financially successful in prior years *and*
- C. The trip captain has the active assistance of the trip captain from a prior year *or*
- D. A deposit is fully refundable and a written contract reflecting this is secured before the funds are disbursed.

SECTION 5. TRIPS AND EVENTS FEES

Trips and other events may be open to both members and non-members with different rates based on membership status. The trip captains or event organizers will determine if a trip or event is for members only or if it is also open to non-members. The trip/event fees are based on membership status at the time of signup for an event or trip and there are no refunds due to future changes of membership status.

ARTICLE IV BOARD OF DIRECTORS

SECTION 1. OFFICERS

The officers of the Club shall be President, Vice President, Secretary, Treasurer, two (2) Board Members at Large, and Immediate Past President unless the Immediate Past President gives notice of his/her inability to serve prior to the yearly election, in which case this position will be filled by a third elected Board Member at Large.

SECTION 2. QUALIFICATIONS

A candidate for an elected office in the Club must have been an active member for at least ONE YEAR and agree to remain an active member during the term of office for which he/she is a candidate.

SECTION 3. NOMINATIONS AND ELECTIONS

- A. NOMINATIONS. A nominating committee shall be approved by the Board of Directors at the January board meeting.
- B. Nominations will be closed at the end of the March Board of Directors meeting.
- C. ELECTIONS. Elections for the officers of the Club shall be held at the April meeting. Mail-in ballots will be accepted if postmarked by April 30.

All officers shall be elected to serve for the term of one (1) year from June 1 to May 31. Each officer shall hold office until his/her successor is elected and qualified, unless the same becomes vacant by reason of the officer's death, resignation or removal. Upon the occurrence of any vacancy, the president will appoint a successor to serve for the remainder of the unexpired term. Said appointment will only be made with the approval of the Board of Directors.

SECTION 4. PRIMARY RESPONSIBILITIES

PRESIDENT

- A. To oversee, advise and help facilitate the orderly operation of the Board of Directors.
- B. To schedule and conduct all necessary Board Meetings and General Membership Meetings as necessary to assure timely completion of Club business and to assure communication between all Club Officers and Directors.
- C. To assure that the Club's records and treasury are reviewed on a periodic basis.
- D. To assure that trip coordinating, scheduling and Club budgeting is timely, accurate and in the best interests of the Club and its' financial integrity.
- E. To assure that all Club correspondence with other Clubs, businesses, organizations, etc., are handled in a timely manner.
- F. To assure that Club's Bylaws, Rules, Policies, Procedures and Primary Responsibilities are updated as necessary and are made readily available to the Club Board and General Membership.
- G. To abide and support the Club's Bylaws, Rules, Policies, Procedures and Primary Job Responsibilities.
- H. To communicate pertinent Club business with the Board of Directors on a regular and timely basis.
- I. To attend all General Membership Meetings and Club Board Meetings and as scheduled.
- J. To submit to the Club's Newsletter Director, on a monthly basis, articles and flyers pertaining to the President's duties and activities.
- K. To help and support all other board members with their primary job responsibilities when necessary.

PAST PRESIDENT

- A. To advise the Board of Directors on all matters pertaining to the orderly and timely operation of Club business.
- B. To communicate with the President regularly on all pertinent matters concerning the Past President's duties and Club business.
- C. To communicate pertinent Club business with the Board of Directors on a regular and timely basis.
- D. To attend all General Membership Meetings and Club Board Meetings as scheduled.
- E. To submit to the Club's Newsletter Director on a monthly basis, articles and flyers pertaining to Past President's duties and activities.
- F. To act as chairperson of the Club's Nominating Committee during the nomination election period.
- G. To abide and support the Club's bylaws, rules, policies, procedures and primary job responsibilities.
- H. To help and support all other board members with their primary job responsibilities when necessary.

VICE PRESIDENT

- A. To assume the duties of President in the event of the President's absence.
- B. To perform special duties as requested by the President.
- C. To arrange for General Meeting and Board Meeting facilities.
- D. To serve on the Club's Nominating Committee during the nomination and election period, in the event of the Past President's absence.
- E. To communicate with the President regularly on all pertinent matters concerning the Vice President's duties and Club business.
- F. To communicate pertinent Club business with the Board of Directors on a regular and timely basis.
- G. To attend all General Membership Meetings and Club Board Meetings as scheduled.
- H. To submit to the Club's Newsletter Director on a monthly basis, articles and flyers pertaining to the Vice President's duties and activities.
- I. To abide and support the Club's bylaws, rules, policies, procedures and primary job responsibilities.
- J. To help and support all other board members with their primary job responsibilities when necessary.

SECRETARY

- A. To take minutes at all Club board meetings and distribute to all board members to review.
- B. To keep an active record of all Club contracts plus furnish additional copies of these contracts to the treasurer.
- C. To Communicate with the President regularly on all pertinent matters concerning the Secretary duties and Club business.
- D. To communicate pertinent Club business with the Board of Directors on a regular and timely basis.
- E. To attend all General Membership Meetings and Club Board Meetings as scheduled.
- F. To submit to the Club's Newsletter Director on a monthly basis, articles and flyers pertaining to the Secretaries duties and activities.
- G. To abide and support the Club's bylaws, rules, policies, procedures and primary job responsibilities.
- H. To help and support all other board members with their primary job responsibilities when necessary.

TREASURER

- A. To keep track of all incoming and outgoing Club funds.
- B. To maintain a set of Club financial records.
- C. To write and cash checks, make deposits, withdrawals, pay bills, make refunds, etc. when necessary.
- D. To establish and update a list of all Club property.
- E. To make monthly reports on the financial status of the Club's treasury.
- F. To keep a separate account of all activities requiring Club funds and to provide a profit and loss statement for each activity.
- G. To assure that delinquent payments are collected.
- H. To communicate with the President on all pertinent matters concerning the Treasurer's duties and Club business.
- I. To communicate pertinent Club business with the Board of Directors on a regular and timely basis.
- J. To attend all General Membership Meetings and Club Board Meetings as scheduled.
- K. To submit to the Club's Newsletter Director on a monthly basis, articles and flyers pertaining to the Treasurer's duties and activities.
- L. To abide and support the Club's bylaws, rules, policies, procedures and primary job responsibilities.
- M. To help and support all other board members with their primary job responsibilities when necessary.

BOARD MEMBER AT LARGE

- A. To advise the Board of Directors on all matters pertaining to the orderly and timely operation of Club business.
- B. To communicate with the President on all pertinent matters concerning the duties as assigned by the President, and other Club business.
- C. To communicate pertinent Club business with the Board of Directors on a regular and timely basis.
- D. To attend all General Membership Meetings and Club Board Meetings as scheduled.
- E. To perform special duties as requested by the President.
- F. To abide and support the Club's bylaws, rules, policies, procedures and primary job responsibilities.
- G. To help and support all other board members with their primary job responsibilities when necessary.
- H. To provide raffle items at each General Meeting and sell raffle tickets
- I. To record winners of raffle items and Altair gift certificates on the appropriate forms and distribute to appropriate members.

SECTION 5. LIABILITY INSURANCE.

The Club shall maintain Commercial General Liability Insurance coverage and Directors and Officers Liability Insurance coverage.

SECTION 6. VOTING

Voting by electronic mail (e-mail) will be allowed outside of Board of Directors meetings but the use of e-mail should be a last resort and only used when necessary.

ARTICLE V NON-ELECTED POSITIONS

SECTION 1. NON-ELECTED DIRECTOR POSITIONS. The following non-elected Director positions may be considered by the President to assist in Club management with the ratification of the Board of Directors.

- Alpine ski
- Nordic ski & snowshoe
- Hiking
- Biking
- Golf
- Bowling
- Membership
- Social
- Greeter
- Community Service
- Database - Web Master
- Newsletter
- TGIF
- Publicity
- Equipment and Inventory
- NWSCC
- Others as needed

SECTION 2. QUALIFICATIONS

Any member may be appointed or elected to a Directorship if they have been an active member for at least six (6) months immediately prior to their appointment or election.

SECTION 3. APPOINTMENT AND TERM OF OFFICE

Appointed Directors shall be nominated by the new President and ratified by the new elected officers before the regular scheduled June membership meeting.

SECTION 4. VACANCY

If a Director's position becomes vacant because of death, resignation or removal, the President will nominate a successor, which shall be ratified by the Board of Directors, to serve for the remainder of the unexpired term.

SECTION 5. REMOVAL

- A. A Director may be removed from office with cause by two-thirds (2/3) vote of the Board of Directors.
- B. An officer may be removed from office by two-thirds (2/3) vote of the active members present at a regular membership meeting or a special meeting called for that purpose.

SECTION 6. DUTIES OF DIRECTORS

The Directors of this Club will be responsible for the successful accomplishments of all the activities required of the committee to which they are assigned.

ARTICLE VI BYLAWS

SECTION 1. AMENDMENTS TO BYLAWS

Any proposed change to the Bylaws may be made by any Club member in good standing as follows:

- A. Present the proposed change to the Club Board in writing along with a written statement defining why the change is proposed.
- B. The Club Board will then vote on the proposed change. A 2/3 majority vote will be required for passage.

SECTION 2. INTERPRETATION OF BYLAWS

- A. In the event of misunderstanding or confusion arising from the interpretation of the Club Bylaws, the purpose, intent and/or spirit of these Bylaws shall not be circumvented.
- B. The Board of Directors is the final authority on interpretation of the Club Bylaws.