

**THE SHENANGO VALLEY SKI CLUB, INC.**

**BY-LAWS**

**ARTICLE I - DUTIES OF THE OFFICERS AND BOARD OF TRUSTEES:**

**Section 1 - PRESIDENT**

- A) Direct and oversee the general functions of the organization.
- B) Appoint permanent and temporary chairmen and committees within 30 days of assuming office.
- C) Direct and advise officers and committee chairpersons.
- D) Preside at business and council meetings.
- E) Preside at social activities when needed.
- F) Direct newly elected board to select a chairperson.

**Section 2 - VICE-PRESIDENT**

- A) Assume the duties of president in the absence of the president.
- B) Establish and direct the fund raising functions.

**Section 3 - SECOND VICE-PRESIDENT**

- A) Establish and direct the social and recreational functions.

**Section 4 - SECRETARY**

- A) Make written minutes of the business meetings and minutes of the president's council meetings.
- B) Carry on correspondence at the direction of the president.
- C) Keep records such as minutes, the Code of Regulations and By-Laws, the Articles of Incorporation and correspondence in a systematic manner.
- D) Be responsible for the publication and distribution of all club mailings.

**Section 5 - TREASURER**

- A) Be responsible for the safe-keeping of the treasury.
- B) Pay authorized bills and collect dues.
- C) Keep an up-to-date list of current members.
- D) The treasurer shall submit the books for audit to an Auditing Committee (appointed by the president and/or the chairperson of the Board provided that there is a majority of the board members, in accordance with the provisions of Section 1 , paragraph "B" of this Article 1 of these By-Laws) prior to the annual or semiannual business meeting. The Auditing Committee shall consist of three members, one of whom shall be a former Treasurer.

## **Section 6 - BOARD OF TRUSTEES**

- A) The seven members of the Board of Trustees shall be headed by the Chairman (see Code of Regulations, Article VIII, Sec. 2 Par.B).
- B) The Board shall appoint a membership chairperson to direct the promotion of membership, distribution and processing of application cards and mailing membership cards.
- C) The Board shall be responsible for approving the acceptance of new memberships.
- D) The Board shall be responsible for the investigation and discipline resulting from unacceptable conduct of a member.
- E) The Board shall be responsible for enforcing and/or interpreting the Code of Regulations.
- F) The Board shall be a part of the council.

## **ARTICLE II - PERMANENT CHAIRPERSONS AND COMMITTEES:**

Publicity Chairperson, Trip Manager and Historian, Newsletter and Properties shall be appointed by the President.

Temporary chairpersons and committees shall be appointed at the discretion of the president.

### **Section 1 - PUBLICITY**

- A) The Publicity Chairperson shall be responsible for all publicity, using the media of newspaper, radio and television.

### **Section 2 - TRIP MANAGER**

- A) The Trip Manager may appoint an assistant and they shall direct trips, making all arrangements and handling all finances. They shall make a financial report of each trip to the treasurer within two weeks following the trip. Expenses equal to the stipulated member cost will be financed by the Corporation for the Trip Manager. Expenses equal to one-half (1/2) the stipulated member cost will be financed by the Corp. for the Assistant for each trip he or she assists with.

### **Section 3 - HISTORIAN**

- A) The Historian shall keep all records of past club functions and scrapbook.

### **Section 4 - NEWSLETTER**

- A) The Newsletter chairman shall prepare a monthly newsletter.

### **Section 5 - PROPERTIES**

- A) The properties chairman shall store all Club properties and supplies. Chairperson shall provide an inventory report audit, at the annual and semi-annual meetings.

**THE SHENANGO VALLEY SKI CLUB, INC.**

**CODE OF REGULATIONS**

**ARTICLE I NAME:**

The name of this corporation shall be The Shenango Valley Ski Club, Inc.

**ARTICLE II PURPOSE:**

The purposes for which this corporation is formed are:

To provide its members with an opportunity to learn the fundamentals of skiing as a year-round sport and;

To widely promote an interest in the joy of skiing, in particular, and an interest in all forms of physical and, social activity, in general;

To provide social activities for its members and their friends and of providing meeting places for the members as required and doing any and all things necessary or incident thereto.

**ARTICLE III - MEMBERSHIP:**

A) New Applicants: All newly accepted applicants who has not paid dues in the last fiscal year shall pay an initiation fee as established by the Council. Renewal fees will be due for the fiscal year, from October 1 to September 30.

B) Renewals: Dues must be paid in full and will be due at the beginning of the fiscal year, October 1st. The membership chairman shall notify all existing members of the membership due date by September 1st of each year. All memberships not renewed by October 1st will be considered new memberships.

C) Membership: All members shall be twenty-one (21) years of age or older.

D) No alcoholic beverages shall be served or consumed by minors during club trips or functions, as described by the laws of the state in which such trip or function is being held.

E) Members shall agree in writing that The Shenango Valley Ski Club, Inc. shall not be responsible in case of accident, injury, loss or theft of personal property.

F) The total membership will be limited to two hundred and twenty-five (225) members.

G) New members shall be by recommended by' two members and approved by the Board of Trustees.

H) An individual may be disqualified for membership or may have his/her membership cancelled by the unanimous decision of the Board of Trustees. This action may be taken in a case of unacceptable conduct. An investigation of questionable conduct may be initiated by a member-at-large by submitting a complaint in writing to the Board of Trustees. This complaint must be co-signed by a minimum of two other members. The member in question shall be notified that an investigation is in progress and that he/she has the right to be present.

I) All participants in Shenango Valley Ski Club trips or functions must be twenty-one (21) years of age or older for overnight trips or be accompanied by a parent, legal guardian or member for day trips. Council may authorize Trip and Activity Chairperson to schedule family functions.

**ARTICLE IV - MEETINGS:**

A) Annual Meetings: The annual meeting of the members of this corporation shall be held at a place and time and on a date to be designated by the President, provided however, that such annual meetings shall take place during the month of April of each year, beginning with the calendar year of 1969, for the purpose of election of officers and/or constitutional changes.

B) Semi-Annual Meetings: The semi-annual meeting of the members of this corporation shall be held at a place and time and on a date to be designated by the President, provided however, that such semi-annual meetings shall take place during the month of September of each year, beginning with the calendar year of 1971. This is for the purpose of constitutional changes only.

C) Special Meetings: Special meetings of the members may be called by the President, the Trustees, any twenty percent (20%) of the members, or, by a two-thirds (2/3) vote of the members attending any monthly council meeting. Written notice is to be given at least ten (10) days before the date of such meetings by mail to all current members at his last known address regarding the purpose of the meeting.

D) Council Meetings: Council meetings consisting of the Officers, Board of Trustees and permanent Committee Chairperson shall be held at the discretion of the President once a month.

E) Quorum: At all council meetings, the presence, in person or by proxy of fifty percent (50%) of the members shall constitute a quorum.

**ARTICLE V - OFFICERS AND BOARD OF TRUSTEES:**

A) Elected officers shall be as follows: President, First Vice-President, Second Vice-President, Secretary and Treasurer. They shall be elected by a majority vote of the members present at the annual business meeting. (No officer may be elected to the same office more than twice in succession.) The elected officers will assume their duties on May 1st.

B) The Board of Trustees shall consist of six (6) members and the immediate past President. They shall be elected at the annual business meeting (see Code of Regulations, Article VIII, Sec. 2, Par.B) and shall not be elected to the Board more than twice in succession. A minimum of three (3) candidates for the Board must have been a club member for the preceding two years. The Board will assume their duties on May 1st.

C) Any officer or member of the Board of Trustees unable to fulfill his duties due to prolonged illness or absence of three (3) consecutive Council meetings shall submit his resignation in writing to the President. The President, with the approval of Council, shall appoint a replacement to complete the term of office.

**ARTICLE VI - THE COUNCIL:**

The Council shall consist of the elected officers, Board of Trustees, and Permanent Chairperson. The Council shall direct the general function of the Corporation as follows:

- A) Setting the annual dues.
- B) Outlining the Corporation's annual program.

**ARTICLE VII - NOMINATIONS OF OFFICERS AND BOARD OF TRUSTEES:**

Section 1 - The Nominating Committee

A) The Nominating Committee shall consist of three (3) members: one prior officer (the Chairperson) and two members-at-large. This committee shall be appointed by the President at least 60 days prior to the annual business meeting.

Section 2 - Duties

A) The nominating Committee shall present one or more candidates for each office and a minimum of six (6) candidates, plus the immediate past President shall be presented for the Board of Trustees.

**ARTICLE VIII - ELECTION OF OFFICERS AND BOARD OF TRUSTEES:**

Section 1 - Election

A) The election of officers and Board of Trustees shall take place at the annual business meeting.

Section 2 - Balloting

A) The Nominating Committee's candidates shall be presented to the membership and any additional nominations will be accepted from the floor. Officers shall be elected by a majority of votes cast and the ballot shall be secret. In case no majority vote is reached on the first ballot, the names of the nominees who received the two highest number of votes will be submitted and a second ballot cast.

B) The Board of Trustees shall be elected by voting for not more than seven of the candidates. The seven receiving the highest number of votes will be declared elected. If a tie occurs with more than seven persons being elected to the Board of Trustees, a re-vote will be conducted between the persons with the lowest amount of tied votes to determine their election to the Board of Trustees.

Example:

<u>Candidate</u>	<u>Votes</u>
1	20
2	20
3	15
4	14
5	13
6	13
7	12*
8	12*
9	12*
10	11

\*re-vote to elect one(1) candidate to complete the requirements of seven Board of Trustees members.

The President shall, at the April Annual Business Meeting, direct the past President and six (6) elected Board of Trustees elected at the April Annual Business Meeting to elect one of their number to be Chairman of the Board of Trustees.

**ARTICLE IX - AMENDMENTS TO THE CODE OF REGULATION:**

Amendments to the Code of Regulations and changing of the By-Laws shall be accomplished as follows: A temporary committee consisting of one prior officer (The Chairperson) and two members-at-large will be appointed by the President. This committee will construct the amendment or change, have it published and mailed to the membership at least ten days prior to the annual and/or semi-annual business meeting. The amendments or changes will be presented at the annual and/or semiannual business meeting, offered for discussion and voted on. A two-thirds majority will be required for adoption or ratification.

**ARTICLE X - CLUB EVENTS:**

The respective chairperson of each event shall have the right to limit such events to members only. If an event is open to non-members and reservations are necessary, there will be an additional charge. On multi-day trips it will exceed the amount of the yearly dues. They will be arranged on a member-preferred basis within an established reservation period. A financial report shall be submitted to the treasurer within two (2) weeks after the event.

**ARTICLE XI- VOTING:**

Each member shall be entitled to one vote, in person or by duly designated proxy, at all meetings of the members of this Corporation. Proxy voting shall be permitted by a member when that member has executed a proper proxy form containing at least:

The date of the execution, the full name of the fellow designated as proxy, the date of the meeting at which the proxy is to be exercised, and the signature of the member giving the proxy.

Unless otherwise stated, the member exercising the proxy may vote on any subject proposed at that meeting. The proxy may be revoked at any time by the member giving it.

No member, Officer or Trustee, or any combination of these shall in any way use any of the facilities or funds of this Corporation to solicit or obtain voting proxies of any of the members. Such conduct shall be considered unacceptable, within the meaning of Articles III, Par. H of the Code of Regulations.

**ARTICLE XII - ORDER OF BUSINESS:**

Unless this regulation is suspended by a majority vote of the member present, at any meeting of the members, the order of business at all members meetings shall be as follows:

- A) Reading of the minutes of the last preceding members' meeting.
- B) Reading of reports and statements.
- C) Unfinished business.
- D) Election of Trustees or Officers, if in order at the meeting in question.
- E) New or miscellaneous business.