

THE MON VALLEY SKI CLUB, INC.

CONSTITUTIONS AND BY-LAWS

Revision

March 9, 2006

MON VALLEY SKI CLUB, INC. CONSTITUTION

ARTICLE I: NAME

This non-profit organization shall be known as the Mon Valley Ski Club, Inc.

ARTICLE II: OBJECTIVES

This club shall have as its objectives the following:

1. To foster recreational and competitive skiing and allied activities.
2. To promote and further interest in skiing and good fellowship amongst skiers in Western Pennsylvania and surrounding areas.
3. To cooperate for the above purposes with the Western Pennsylvania Ski Council (WPSC), the Pennsylvania Alpine Racing Association (PARA) and, the United States Ski Association (USSA).

ARTICLE III: MEMBERSHIP

The Membership shall be open to all persons who are active snowsport participants and be of the following classes:

1. Active Membership.
2. Associate Membership.
3. Honored Membership.

ARTICLE IV: OFFICERS

The elected officers of the Mon Valley Ski Club shall consist of a President, First Vice President, Second Vice President, Recording Secretary, Corresponding Secretary, Treasurer and five Directors. Such Officers shall be elected at the Annual Meeting of the Club and shall serve for a term of one year and until their successors are duly qualified, elected and installed.

Officers of the Club may be elected without regard to their previous terms of office.

ARTICLE V: GOVERNMENT

The affairs and property of the Club shall be managed by the Board of Directors which shall consist of the elective officers prescribed in ARTICLE IV. The immediate past President and Vice President shall automatically become Directors in addition to five (5) elected Directors for the period of one year for the purpose of continuity in management. The Board of Directors shall meet and function as hereinafter set forth in the constitution and by-laws.

ARTICLE VI: COMMITTEES

Committee chairs shall be appointed by the President with the approval of the Board of Directors. The appointed chairs shall choose other members to serve with them.

ARTICLE VII: MEETINGS

The Club shall hold an annual meeting during the month of April of each year at which time officers shall be elected for the ensuing year, and reports presented by all officers and committees for the approval of the membership. The place, time and date of the annual meeting shall be as determined by the Board of Directors and notice of same shall be given to the membership at least ten days in advance thereof. All other meetings shall be held as determined by the Board of Directors and/or the membership. A special meeting of the Club shall be held upon the request of any three members of the Board of Directors or of any ten Members of the Club. Twenty percent of Active Membership shall constitute a quorum at the General Meeting.

ARTICLE VIII: LIABILITIES

1. The Club shall not be responsible for any injuries whether incurred during a Club sponsored trip or other activity.
2. The Club shall not be responsible for any personal loss and/or damage.
3. The Club shall not be responsible for any debts incurred by any member without the authorization of the Board of Directors.
4. The Club shall not borrow, operate, rent or lease any equipment, motor-driven or otherwise, or property for which the owner of such does not carry liability insurance.

ARTICLE IX: AMENDMENTS

1. Any Member may propose an amendment.

2. Amendments shall be presented only once during a term of office unless a majority of the Board of Directors deem it necessary to present the amendment more than once during their term of office.
3. Amendments to the Constitution and By-Laws require two-thirds affirmative vote of the Active Members present and voting at the General Membership Meeting, providing they constitute a quorum.
4. Written notice of a proposed amendment shall be given to all Active Members at least one week prior to the designated meeting at which such changes shall be discussed. The amendment shall be voted upon at the following General Meeting.

ARTICLE X: VOTING

1. Only Active Members may vote on motions and elect Officers of the Club. All Members are eligible to participate in debate and discussion concerning the Club matters during business proceedings.
2. All matters voted upon shall be decided by a majority vote except those matters requiring a two-thirds vote.
3. The President may vote to make or break a tie and also when the vote is by ballot or roll call. The President is entitled to vote or abstain, but cannot vote twice.

BY-LAWS

ARTICLE I: MEMBERSHIP

1. Membership Year

The Membership Year shall be from September 1st through August 31st.

2. Maximum Membership

The total membership, including Active, Associate and Honored members, shall not exceed two hundred and fifty (250).

3. Dues and Fees

The Annual Membership Dues shall be as follows:

Active, and Associate members \$30.00 per year

Dues are required to be paid no later than October 31st of the Membership Year. Failure to pay dues by that date shall constitute a lack of interest in Membership and be cause for expulsion.

4. Qualifications for Membership

A. General Qualifications

1. Membership in all categories is open only to active snow sport participants.
2. Attainment to and/or retainment in any category of Membership is open only to those persons who do or are willing to abide by the Constitution and By-Laws of the Club.
3. Members in all categories shall show interest in the welfare of the Club by skiing, participating in work of the Club, participating in the formal business of the Club, and actively participate in promoting the Objectives of the Club as specified in the Constitution and By-Laws, or be declared inactive, and be subject to expulsion by the Board of Directors.

B. Active Membership

1. Shall be twenty-one years of age or older.
2. Shall attend a minimum of three (3) General Membership Meetings and work at least three Club events each Membership year unless otherwise excused by the Board of Directors for exceptional circumstances.
3. Shall not be a member of another ski club except by the discretion of the of the Board of Directors and subject to expulsion if a conflict of interest should arise.
4. Shall have served a probationary period as an Associate Member and have been duly elected to Active Membership status by the Board of Directors.

C. Associate Membership

1. Shall be twenty-one years of age.
 2. Shall attend a minimum of three (3) General Membership Meetings and work at least three (3) Club events each Membership Year unless otherwise excused by the Board of Directors for exceptional circumstances.
 3. Shall serve as an Active Committee Member or a Chairman on a minimum of one committee during the probationary period.
 4. Shall serve a period of probation determined suitable by the Board of Directors, not to exceed one (1) year. (Note: There shall be no inherent right to election to Active Membership status).
- D. Honored Membership
1. Shall be twenty-one years of age.
 2. Shall consist of Active or Former Members with at least fifteen years of Active Membership.
 3. Shall have served as an Officer, Board Member, Committee Chair or contributed exemplary dedication to the Club as determined by the Board of Directors.
 4. Shall make application to the Board for Board approval to this elevated status.
 5. Shall be excused from meeting requirements and dues requirements, and
 6. Shall receive all Club correspondence and retain the right to attend Club functions.
5. Membership Privileges and Restrictions
- A. Active Members may hold office in the Club, elect Officers of the Club and vote on motions presented.
 - B. Associate Members shall have all the privileges of the Club with the exception of holding office and voting on motions presented.
 - C. Honored Members shall retain all privileges of an Active Members, except for voting and office holding privileges.
 - D. Honored Members may request reinstatement as Active Members at any time, only subject to the discretion and approval of the Officers and the Board of Directors.
6. Inactivation and Change of Status
- The Board of Directors may, by virtue of a majority vote of the Board, return an Active Member to Associate status for failure of the Member to abide by the Constitution and By-Laws, i.e., failure to meet the requirements for Active status. The Member whose status has so been changed must qualify for Active status anew.
7. Withdrawals and Expulsions
- A. A Member wishing to withdraw from the Club shall so notify the Board of Directors in writing.
 - B. A Member may be expelled for failure to further the Objectives of the Club, or for failure to abide by the Constitution and By-Laws of the Club.
 1. The Officers and Board of Directors shall enact all expulsions after proper warning to the violator.
 - a. A specific Charge shall be made in writing at least two (2) weeks before a General Membership Meeting.
 - b. At the following Board Meeting, the Charge shall be Answered, or Membership forfeited.
 - c. If the charge is answered, the Officers and the Board of Directors shall by virtue of a majority vote, either expel or retain the Member.
 - d. Notification to the General Membership of all expulsions shall be made by announcing same at the next General Membership Meeting.
 2. Any Member failing to pay his dues on or before December 1st shall be liable for expulsion.
 3. Any Member expelled due to failure to pay dues, may upon payment of dues in arrears, be reinstated by majority vote of the Officers and the Board of Directors.
 4. Any Member expelled due to failure to pay dues may reapply for Membership in future years, using the same procedure as an initial applicant.
 5. Any Member may be expelled for any offense against the Constitution and By-Laws.
 6. The approval of the Active Membership must be obtained to reinstate any person expelled for any reason other than failure to pay dues.

7. A Member must attend at least three (3) General Membership Meetings in a Membership Year, and work at least three (3) Club events, unless excused by the Board of Directors upon written request, or be liable for expulsion.
8. Renewal of dues shall not be accepted from any Member who otherwise owing money to the Club.

ARTICLE II: ELECTIONS

1. Election of Governing Bodies
 - A. The Annual Election of Officers shall take place during the month of April at the Annual Meeting.
 - B. The President may, at their discretion, appoint a Nominating Committee to determine interest in being Candidates for Office on the part of Active Members of the Club.
 - C. The President shall appoint an Election Committee which shall conduct the Annual Election.
2. Conduct of the Election
 - A. If a Nominating Committee has been appointed, nominations shall be presented by the Chair of the Committee in the form of a slate. Additional nominations from the floor shall be made only by Active Members.
 - B. Elections shall be by secret ballot.
 - C. Nominations for each Office shall be followed by election for that office and the results announced.
 - D. Officers shall be elected in the order cited in Article IV of the Club Constitution.
3. Special Elections

The Board of Directors shall call a Special Election when deemed necessary.
4. Assumption of Duties

All Officers shall assume the duties of their Office as of June 1st.

ARTICLE III: DUTIES OF OFFICERS

1. President
 - A. To preside at General Membership and Board Meetings.
 - B. To decide the time and place of Board Meetings.
 - C. To appoint committee chairs and serve as "Ex Officio" of all Committees.
 - D. To sign Club Membership cards.
 - E. To sign all checks with the Treasurer.
 - E. To act as an alternate to WP SC, PARA and USSA.
 - G. The President shall be admitted to all Club planned social functions free of charge.
2. First Vice President
 - A. To assume duties of the President in their absence.
 - B. To serve as representative to WPSC, PARA and USSA.
3. Second Vice President
 - A. To assume the duties of President in the absence of the President and First Vice President.
 - B. To serve as Membership Chair and to keep an up-to-date Membership Roster.
4. Treasurer

- A. To collect all fees.
 - B. To keep accurate financial records.
 - C. To give written report on financial status at the General Membership Meeting each month.
 - D. To sign all checks with President.
 - E. To deposit all money received into such business checking account at a designated bank.
 - F. To keep accurate financial records of individual committees.
 - G. To secure and file complete and proper vouchers for all expenditures.
 - H. To maintain a Petty Cash Fund.
 - I. To give an itemized report on the financial status at the Annual Meeting.
5. Recording Secretary
- A. To take minutes of General Membership and Board of Directors Meetings.
 - B. To read minutes of the previous meeting.
 - C. To keep an up-to-date Membership Roster.
6. Corresponding Secretary
- A. To handle all Club Business Communications.
 - B. To read communications.
 - C. To keep an Active List of Membership and proposed Members.

ARTICLE IV: DUTIES OF THE BOARD OF DIRECTORS

The purpose of the Board of Directors shall be to direct the operation of the Club on a year-to-year basis. Two-thirds (2/3) of the Members of the Board must be present to transact business and to constitute a quorum.

THE OFFICERS ANF THE BOARD OF DIRECTORS SHALL:

- 1. Declare inactive membership and provide proper notification of all such declarations.
- 2. Call Special Elections when deemed necessary.
- 3. Institute special fees.
- 4. Make decisions on all matters except those that are otherwise designated in the Constitution and By-Laws.
- 5. Supervise the financial organization of the Club as a whole as follows:
 - A. Audit books prior to May 31st.
 - B. Supervise expenditures
 - 1. Expenditures not exceeding five hundred (\$500.00) dollars may be approved by the Board.
 - 2. Expenditures exceeding five hundred (\$500.00) dollars must be approved by a majority of the Club members present at a General Membership Meeting.
- 6. Pass on the eligibility of Active and Associate Members.
- 7. Develop suggested amendments to the Constitution and By-Laws and present same to the Club for voting.

ARTICLE V: MEETINGS

- 1. General Membership Meetings shall be conducted at least once monthly during the months of September through April each year; at a time and place determined by the Board of Directors.
- 2. The Board of Directors shall meet once a month at a time and place set by the President.
- 3. Order of Business:
 - A. Call the meeting to order.
 - B. Read the minutes of the previous meeting.

- C. Read the necessary communications.
- D. Treasurer's Reports.
- E. Committee reports.
- F. Old business.
- G. New business.
- H. Program.
- I. Adjournment.

ARTICLE VI: DUES AND FEES

- 1. Active Membership dues shall be thirty (\$30.00) dollars a year.
- 2. Associate Membership dues shall be thirty \$30.00) dollars per year.

ARTICLE VII: FISCAL YEAR

The fiscal year shall be from June 1st to May 31st of the following year.

ARTICLE VIII: STANDING COMMITTEES

All Committees shall be active from June 1st and will serve for one year. Any Club Member may be present at any Committee Meeting, but shall have no voice in decisions.

- 1. Membership Committee
 - A. Shall forward applications approved by the Board.
 - B. Shall keep an up-to-date Membership list to include Active and Associate Members and applicants.
 - C. Shall keep an accurate record of the financial status of the entire membership.
 - D. Shall collect dues.
 - E. Shall keep an accurate record of attendance at meetings of all Members.
 - F. Shall operate the Club "kitty" at all General Membership Meetings.
- 2. Social Committee
 - A. Shall plan and organize all social activities sponsored by the Club.
 - B. Shall keep the Club posted on other ski socials.
- 3. Race Committee
 - A. Shall plan for intrackub, interclub, and sanctioned competitions.
 - B. Shall provide for Members all information concerning and governing races and competition.

ARTICLE IX: SKI TRIPS

- 1. Club sponsored ski trips are open to all Members.
- 2. The trip Chair or a Member appointed will make the Club Trip arrangements.

ARTICLE X: PUBLICATIONS

1. The official publication of the Club shall be "Ski Zeitung" pronounced "She zi' tung" translated from German "Ski Newspaper".
2. The Newspaper shall be issued monthly during the months of October through April.

ARTICLE XI: AMENDMENTS

The By-Laws may be amended in such manner as set forth in Article IX of the Constitution.

THIS DRAFT OF THE CONSTITUTION AND BY-LAWS OF MON VALLEY SKI CLUB, INC. IS CURRENT AND INCLUDES ALL PREVIOUSLY ENACTED AMENDMENTS, AND IS ADOPTED, EXECUTED AND ACKNOWLEDGED THIS DAY OF _____, 2006 BY THE FOLLOWING MEMBERS OF THE BOARD OF DIRECTORS.

President

First Vice President

Second Vice President

Recording Secretary

Corresponding Secretary

Treasurer

Director

Director

Director

Director

Director

Director