

**ROCHESTER SKI CLUB  
BYLAWS, STANDING RULES  
and  
ORGANIZATION PROCEDURES**

**ARTICLE I - PREAMBLE**

In 1936 Dr. Roland Stevens, a medical student at the University of Rochester, and an ardent skier, obtained the names of several interested skiers from one of the local sports writers and formed the nucleus of this, the first organized ski club in the Greater Rochester Area. During the second year the founding members tackled the ambitious project of clearing a slope in the Huntington Hills area--installing a rope tow powered by a Ford engine and lighting the slope with gasoline lanterns. In subsequent years, the rope tow was abandoned.

**ARTICLE II - NAME AND OBJECTIVES**

- A. The name of the Organization shall be the Rochester Ski Club, referred to in the following text as the Organization.
- B. The objectives shall be:
- a. Support skiing among persons who are interested in all phases of skiing.
  - b. Increase membership in the Organization. .
  - c. Provide a calendar of all activities for members.

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**ARTICLE III - MEMBERSHIP AND DUES**

A. **Membership** - Any person 21 years of age and older interested in skiing and adhering to the objectives of the Organization may apply for membership. Both the annual membership and financial year begin June 1 and end May 31.

**Classification of membership:**

- a. **Full Membership** - A Full Member has the rights of voice, vote and holding office.
  - b. **Honorary Life** - Discontinued. Members previously granted Honorary Life Membership shall continue to have the right of voice, vote, and holding office, and be exempt from paying yearly dues.
- B. **Dues** - Yearly dues, and any "early-bird" payment discount, shall be determined by the Board of Directors. ONLY the Membership Secretary collects yearly dues.

**ARTICLE IV - OFFICERS, BOARD OF DIRECTORS, QUALIFICATIONS, NOMINATION AND ELECTION, TERM OF OFFICE, AND DUTIES**

1. **Officers** - the title of the five elected officers shall be: President, Vice-President, Recording Secretary, Treasurer and Membership Secretary.
2. **Board of Directors** - The Board of Directors shall consist of: the five elected officers, Ex-officio Officer (immediate past president), and up to five members at large appointed by the five elected officials. Members at large shall be appointed to fill specific needs, i.e., Newsletter Editor, Ski Trip Coordinator, etc.
3. **Qualifications** - All elected officers of the Organization must be members in good standing for one year prior to their election.
4. **Nomination and Election** - Prior to March 15, the Nominating Committee shall submit to the membership, a slate of candidates for each office. Elections will be held at the April meeting. Officers shall be elected by a secret ballot to be mailed separately or included in a Newsletter to all voting members. The ballot is to be mailed to an Ad Hoc Tally Committee appointed by the President before the April meeting, or be brought to the meeting and deposited in a ballot box. Ballots will include a space for a write-in vote for each office.

If there is but one candidate for each office, a motion should be made, seconded, and passed that the club Secretary cast one ballot for the election of the slate of officers.

5. **Term of Office** - The term of office for all elected officers shall be one year beginning with their installation at the May Meeting.
6. **Duties** - Officers and Board members shall be obliged to:
- a. Uphold and represent the interests of the Organization
  - b. Attend all Board Meetings. If an officer or board member misses more than two consecutive

meetings without being excused by the President, resignation of the position shall be requested. Replacement shall be in accordance with Section 8, Vacancy.

c. Transfer all pertinent files/records that have been kept in an orderly manner over to each successor in order to maintain a history of the Organization.

1). The **PRESIDENT** shall:

- Be Chairperson of the Board of Directors.
- Establish an agenda and preside at all regular meetings and Board of Directors meetings.
- Call meetings of the Organization and/or of the Board of Directors in accordance with Articles V and VII.
- Be a member ex-officio of all committees except the Nominating Committee.
- Appoint Committee Chair people.
- As a designated signatory for the organization, sign checks in the absence or incapacity of the Treasurer.
- As a designated signatory for the organization, co-sign with the Treasurer, all checks greater than \$5,000.

2). The **VICE-PRESIDENT** shall:

- Assume the duties of the President in the President's absence.
- Be an honorary or consulting member to all committees, and offer suggestions to those committees when deemed necessary.
- Be the President's representative, and report to the President on activities that affect the operation of the organization.

3). The **RECORDING SECRETARY** shall:

- Be responsible for the minutes of all meetings including Board of Director's meetings, General meetings and the Organization meeting (the first meeting after the installation of officers).
- Conduct all official correspondence on behalf of the organization as directed by the Board of Directors.

4). The **TREASURER** shall:

- As a designated signatory of the organization, receive monies payable to, and disburse monies payable by the Organization.
- As a designated signatory of the organization, co-sign with the President, all checks greater than \$5,000.
- Keep detailed financial records of all monies payable to or payable by the Organization.
- Report the condition of the Treasury at each meeting of the Organization and Board of Directors.

5). The **MEMBERSHIP SECRETARY** shall:

- Direct all activities of the Organization concerned with the recruitment and maintenance of membership.
- Receive and process all applications for new and renewed membership.
- Collect annual dues, and transfer funds to the Treasurer.
- Prepare and distribute a membership list to the membership.
- Maintain a supply of membership pins for new members.

7. **Records** - All records deemed pertinent after the minimum retention time period, as established in Organization Procedures--Record Retention--shall be released to the Organization's Historian.

8. **Vacancy** - In case of a vacancy of any office, except President/Chairperson and the Immediate Past President, the Board of Directors shall have the power to fill the vacancy until the next general election.

## **ARTICLE V - BOARD OF DIRECTORS**

1. **Composition** - The Board of Directors shall be the officers of this Organization, the Immediate Past President (Ex Officio member), and up to five members at large appointed by the five elected officials.

2. **Meetings** - the Board of Directors shall meet at a date, time and place selected by the Board Chairperson.

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3. **Vote** - Each Board Member shall be entitled to one (1) vote, except for the Chairperson who shall vote only in case of a tie. The ex-officio member of the Board shall be entitled to a vote.

4. **Quorum** - A majority of the Board of Directors shall constitute a quorum authorized to transact any business duly presented at any meeting of the Board of Directors.

#### **ARTICLE VI - COMMITTEES**

1. **Standing Committees** - They shall be composed of a chairperson or co-chairpersons appointed by the President. The Board of Directors shall approve appointments. The committees will include an appropriate number of members. The Term shall be for one (1) year and the chair may be reappointed.

2. **Duties** - Standing Committees and their duties are as follows:

A. The **Bylaws and Standing Rules Committee**:

1. May propose amendments and resolutions.
2. Shall edit/correlate all proposed amendments to the Bylaws and Standing Rules of the Organization and submit them together with the committee's recommendations and reasons for the recommendations to the membership in accordance with these Bylaws.

B. The **Finance Committee** composed of President, Treasurer, and two Organization members shall prepare a budget to guide the Board of Directors and Committees in all expenditures of Organization funds. This proposed budget, after Board approval, shall be presented to the membership no later than the first General Meeting.

C. The **Nominating Committee** is composed of a Chairperson, the immediate past president, and members who are not presently officers. This committee shall select a slate of candidates for presentation to the membership in accordance with Article IV. Section 4.

3. **Other Committees**

A. All Organization committees and their general function will be established by the Board of Directors.

B. Special committees may be appointed, when deemed necessary, by the Board of Directors.

4. **Responsibility**

All committees shall:

A. Be responsible to the Board of Directors and shall submit plans, prior to execution, to the Board of Directors for direction and/or approval.

B. Submit a written report to the Board of Directors at the completion of committee functions.

#### **ARTICLE VII - MEETINGS**

1. **Regular Organization meetings.** A minimum of four general meetings will be held within the fiscal year, ending with the final meeting to be held in May with the installation of the new officers. Meeting dates will be set by the new Board of Directors with notification to the general membership made via the first published club newsletter of the new year.

2. **Quorum** - A quorum for conducting business at any general Organization meeting shall be twenty-five percent of the membership.

#### **ARTICLE VIII - AMENDMENTS**

1. **Proposed amendments** may be made at any regularly called meeting. However, no proposed amendment shall be acted upon or voted upon unless a copy has been sent to every member of the Organization at least ten days before the date a vote is to be taken.

2. **Organization Procedures** - May be amended or changed at the discretion of the Board of Directors.

3. **Corrections** - Grammatical, punctuation, and correlation corrections in these bylaws and standing rules, which in no 3 (Bylaws)

way alter the intent of the respective bylaw or standing rule, shall be effected by a Bylaws and Standing Rules Committee, subject to Board of Directors' approval.

**4. Editing changes** in the bylaws and standing rules necessitated by amendments to them shall be effected by a Bylaws and Standing Rules Committee subject to:

- a. Approval of the Board of Directors.
- b. Notification to the membership.

**5. Enactment** - These bylaws and standing rules and/or amendments thereto shall become effective upon adjournment of the meeting at which adopted, unless otherwise specified.

#### **ARTICLE IX - DISSOLUTION**

If the Nominating Committee is unable to obtain candidates for a full slate of Officers for the next membership year, the outgoing Board of Directors shall designate a meeting of the membership to decide the future of the Organization. In the event of dissolution, abandonment, or termination of the Organization, no income, contribution, or other revenue or funds shall inure to the benefit of any individual or of any group affiliated with the Organization. After current indebtedness has been paid, all assets then possessed by the Organization shall be disposed of as voted by a majority of the attendees at the final meeting of the Organization.

**Adopted:** April 7, 1994

Revised and Adopted: April 2, 1998  
Revised and Adopted: April 8, 1999  
Revised and Adopted: April 13, 2000  
Revised and Adopted: February 1, 2001  
Revised and Adopted: April 11, 2002  
Revised and Adopted: Jan. 9, 2003  
Revised and Adopted: Nov. 11, 2004  
Revised and Adopted: Nov. 10, 2005  
Revised and Adopted: April 10, 2008