

LEXINGTON SKI & SPORTS CLUB BYLAWS

ARTICLE I – NAME

The name of this organization shall be The Lexington Ski & Sports Club, Inc., hereinafter referred to as the “Club”. The Club is a member of the Ohio Valley Ski Council, hereinafter referred to as the “OVSC”.

ARTICLE II – PURPOSE

The purpose of the Club shall be to cultivate interest in the sports of snow skiing and snow boarding, and to promote social fellowship among those who share such interests by arranging group trips and other social and sports activities for the mutual benefit and enjoyment of its members.

ARTICLE III – MEMBERSHIP

Section 1. Qualifications

A. Regular membership

Any person age eighteen (18) years or older shall be eligible for a membership.

B. Junior membership

Any child or ward who is under eighteen years of age and is included on the membership application of his/her parent or guardian shall be eligible for a junior membership.

C. Other membership

The Board of Directors may establish other categories of membership.

Section 2. Dues

A. Membership dues shall be set each year for the coming year by the Board of Directors.

B. All current members of the Board of Directors shall receive an honorary membership for the membership year during which they serve.

C. Membership dues will be considered paid for one fiscal year, August 1st through the following July 31st, regardless of date submitted.

Section 3. Members

A. Members in good standing shall be members who have paid their dues or received an honorary membership, have signed the current year membership application, have no past due liabilities to the Club and are not currently under sanction by the Club.

B. Junior members shall be the child or ward of a member in good standing, as defined above.

Section 4. Agency

No member of the Club shall act as an agent of the Club without the specific approval of the Board of Directors, as recorded in the Minutes.

Section 5. Guests

Guests are welcome to attend membership meetings and social events except when the Club has arranged the transportation and the cost of the transportation is part of the event. The Board of Directors may establish appropriate conditions for guests.

ARTICLE IV - BOARD OF DIRECTORS

Section 1. General Responsibility

The Board of Directors, hereinafter referred to as the "Board", shall be the corporate governing body of the Club.

Section 2. Composition

The voting members of the Board shall consist of only the following positions:

A. Elected Positions:

The following positions on the Board shall be elected by the membership:

- a. President;
- b. President-Elect;
- c. Executive Vice President;
- d. Local Vice President;
- e. Activities Director;
- f. Treasurer;
- g. Secretary;
- h. Newsletter Editor;
- i. Membership Director;
- j. Webmaster;
- k. Marketing Director

B. Ex Officio Position

The following position may serve ex officio as a voting member of the Board:

Past President (the immediate eligible past president not currently holding any office).

Section 3. Term of Office

- A. Each elected Board member, other than the president-elect, shall serve a term of one year from May 1st of the year elected through April 30th of the following year. After serving one year, the president-elect shall assume the duties of the office of President for the following year. Members of the Board may only be elected to serve 3 consecutive terms in the same position.
- B. Members of the Board shall assume their duties May 1st following the election. In no case shall a member of the Board have more than one vote.

Section 4. Meetings

A quorum of the Board shall meet in person once per month and at other times as may be necessary. Board meetings shall be open to the membership, but only members of the Board shall have a vote on motions. Each member of the Board shall be entitled to one vote on each item of business. The Board may determine to go into Executive Session for particular topics.

Section 5. Quorum

A quorum of the Board shall consist of six (6) Board Members.

Section 6. Voting

- A. A majority of the quorum at a Board meeting is required to pass a motion at an in person Board meeting. Voting by proxy is not permitted.
- B. A quorum of the Board is required to pass a motion by electronic polling. The electronic poll shall be submitted to all Board members. The results of electronic polling shall be included in the next month's Board minutes.

Section 7. Parliamentary Procedure

Except as otherwise provided herein, the usual parliamentary rules of order contained in the current edition of "Roberts Rules of Order" shall govern.

Section 8. Functions of the Board of Directors

The Board shall have the following functions:

- A. To govern the Club in the best interest of the membership;
- B. To establish membership dues and other fees;
- C. To recommend amendments to the Bylaws;
- D. To have the power to propose actions and refer questions directly affecting all Club members to the membership for approval or disapproval at a membership meeting;
- E. To approve all appointed positions;
- F. To approve the scheduling of all club trips, sporting events, and social functions;
- G. To have the power with a vote of one-half (1/2) of the entire Board to rescind the actions of any members taken on behalf of the Club;
- H. To establish and publish policies which apply to all Club functions;
- I. To exercise all other corporate duties and functions of the Board of Directors of a non-profit, non-stock corporation under Kentucky Revised Statutes Chapter 273;
- J. To have the power with a vote of 2/3 of the entire board to remove any board member deemed unsupportable as evidenced by their actions or inactions pertaining to Club business;
- K. To appoint a member to serve the remainder of the term of any Board position that has become vacant.

ARTICLE V – OFFICERS

Section 1. Duties

A. President

The President shall have the following duties:

- a. Set the agenda and preside at all membership and Board meetings;
- b. Schedule all membership and Board meetings;
- c. Be responsible for the program at the membership meetings;
- d. Keep the membership informed of reports from Board and committee meetings;
- e. Appoint a Parliamentarian from the existing board members as necessary;
- f. Appoint two (2) members in good standing to the nominations committee by the December Board meeting;
- g. Submit to the Board for approval a proposed budget by the July Board meeting;
- h. Submit newsletter articles to the Newsletter Editor as appropriate; and
- i. Have authority to co-sign checks except those made payable to himself.

B. President-Elect

The President-Elect shall have the following duties:

- a. Preside at membership and Board meetings in the absence of the President;
- b. Assume the duties of the President when the President is absent or the office is vacated;
- c. Chair the nominations committee except when serving as President. In that case, the Executive Vice-President shall serve as Chair of the nominations committee;
- d. Assist the Activities Director with Club functions;
- e. Assist the Executive and Local Vice Presidents in the orientation of Trip Leaders and/or Assistant Trip Leaders;
- f. Have authority to co-sign checks except those made payable to himself; and
- g. Submit newsletter articles to the Newsletter Editor as appropriate.

C. Executive Vice President

The Executive Vice President shall have the following duties:

- a. Submit proposed budgets and programs for approval to the Board for all ski trips of 5 days or more, or of trips involving airlines, and recommend to the Board, Trip Leaders and Assistant Trip Leaders, if needed, to implement these programs and fulfill these duties;
- b. Orient Trip Leaders and Assistant Trip Leaders;
- c. Attend and represent the Club at OVSC meetings and report business transacted to the Board and membership;
- d. Preside at membership and Board meetings in the absence of the President and President-Elect;
- e. Assume the duties of the President when the President and President-Elect are absent;
- f. Chair the nominations committee when the President-Elect is serving as President;
- g. Submit articles to the Newsletter Editor by the deadline as appropriate;
- h. Require Trip Leaders to present to the Board close outs of ski trips of 5 days or more or trips involving air travel;
- i. Have authority to co-sign checks except those made payable to himself; and
- j. Submit newsletter articles to the Newsletter Editor, as appropriate.

D. Local Vice President

The Local Vice President shall have the following duties:

- a. Submit proposed budgets and programs to the Board for approval for all skiing activities that are not the responsibility of the Executive Vice President recommend to the Board, Trip Leaders and Assistant Trip Leaders necessary to implement these programs and fulfill these duties;
- b. Orient Trip Leaders and Assistant Trip Leaders;
- c. Require Trip Leaders to present to the Board close outs of ski trips and skiing activities which are not the responsibility of the Executive Vice President
- d. Submit articles to the Newsletter Editor by the deadline as appropriate; and
- e. Submit newsletter articles to the Newsletter Editor, as appropriate.

E. Activities Director

The Activities Director shall have the following duties:

- a. Submit proposed budgets and programs to the Board for approval for all social and sport events not related to ski activities;
- b. Appoint Event Chairpersons subject to the approval of the Board;
- c. Require Event Chairpersons to present to the Board close-outs of all social events not related to skiing activities;
- d. Submit articles to the Newsletter Editor by the deadline as appropriate;
- e. Coordinate hospitality and door-prize activities during each Membership meeting.

F. Treasurer

The Treasurer shall have the following duties:

- a. Keep accurate records of the financial business of the Club;
- b. Receive and deposit all Club monies in the Club bank accounts;
- c. Disburse payments;
- d. Present a financial statement at each Board meeting;
- e. Present the annual financial report at the August Board meeting to be published in the September newsletter;
- f. Be authorized to sign all checks. All checks must have the co-signature of the President, Executive Vice President or President-Elect; and
- g. Submit newsletter articles to the Newsletter Editor as appropriate.

G. Secretary

The Secretary shall have the following duties:

- a. Assist the President in preparation of written materials to be used during Board Meetings;
- b. Record minutes of the Board and membership meetings;
- c. Distribute the Board minutes to the Board members one-week prior to the next Board meeting, distribute membership meeting minutes at to the Board by the end of the fiscal year, and distribute copies of other relevant Board material;
- d. Maintain a file of all Club minutes and publications, including the newsletter, to be available for inspection upon advance written request;
- e. Be responsible for Club correspondence, as designated; and
- f. Assist the Newsletter Editor in the monthly mailing of the newsletter to members, if necessary.

H. Newsletter Editor

The Newsletter Editor shall have the following duties:

- a. Create a monthly Club newsletter or calendar;
 - i. Coordinate with Membership Director for updated membership list each month;
 - ii. Purchase postage for mailing;
 - iii. Schedule time and place for preparing newsletter for distribution, if necessary; and,
 - iv. Ensure extra copies of newsletter are available for Membership Meeting and distribution to partners in the community;
- b. Publish the newsletter, calendar and other Club documents;
- c. Appoint assistants as necessary;
- d. Maintain a file of all published documents, to be available for review upon request.

I. Membership Director

The Membership Director shall have the following duties:

- a. Maintain a database of all members;
- b. Submit membership dues to the Treasurer in a timely fashion;
- c. Be present at Membership Meetings to facilitate introductions of new members to the membership;
- d. Present an accurate membership count to the OVSC, as required;
- e. Assist Newsletter Editor in mailing of newsletter to members;
- f. Publish a Membership Directory to be made available to all members annually via the Club listserve.
- g. Send a new member a welcome packet to new members; and
- h. Facilitate the introduction of new members to membership.

J. Webmaster

The Webmaster shall have the following duties:

- a. Maintain and edit the Club website (<http://www.lexskisports.org>) on a monthly basis;
 - i. Social and sports events;
 - ii. Trip dates; and
 - iii. Membership information to include: meeting place, time, and date;
- b. Coordinate links with OVSC website, as needed;
- c. Assist the Newsletter Editor by posting documents to the website and/or listserve;
- d. Ensure that the Domain Name Registration fees are kept up-to-date;
- e. Ensure that the ISP fees are kept up-to-date.

K. Marketing Director

The Marketing Director shall have the following duties:

- a. Undertake public relations activities on behalf of the Club, including the pursuit of media opportunities;
- b. Design and distribute public relations materials on behalf of the Club;
- c. Acquire and distribute to members Club promotional items;
- d. Undertake additional public relations and marketing activities as directed by the President; and,
- e. Prepare information for the Club newsletter and website.

ARTICLE VI - MEMBERSHIP MEETINGS

Section 1. Time and Place

Membership meetings of the Club shall be held monthly at such time and place as scheduled by the President.

Section 2. Quorum

A quorum of the membership shall consist of those members present at a scheduled meeting of the Club.

Section 3. Voting

Each member in good standing shall be entitled to one (1) vote on each item of business. Voting by proxy shall not be permitted. Voting by electronic polling shall not be permitted. A member may cast a signed absentee ballot only if they cannot attend the election meeting because they are participating in a Club trip. The member desiring an absentee notice shall request the same from the Secretary no less than two weeks prior to the April membership meeting.

Section 4. Parliamentary Procedure

Except as otherwise provided herein, the usual parliamentary rules of order contained in the current edition of "Robert's Rules of Order" shall govern all business portions of these meetings.

Section 5. Vote to Rescind

The membership may rescind any action or decision of the Board upon motion and approval of two-thirds (2/3) of the members present at a meeting at which there is a quorum.

Section 6. Meeting Notices

Prior notice of the date, time and place of all membership meetings shall be included in the monthly publication. Any changes in meeting date, time or place may be distributed by publication and/or listserve and/or website.

ARTICLE VII – ELECTIONS

Section 1. Time

The election meeting shall be scheduled in April of each year.

Section 2. Nominations

- A. In December, the President will appoint a nominations committee to consist of three (3) members, two (2) of which shall not be members of the Board. The President-Elect shall serve as Chair except when serving as President. In that case, the Executive Vice President shall serve as Chair.
- B. At the January Board meeting the President shall present the nominations committee for approval to the Board.
- C. At the February Board meeting, the nominations committee shall present a slate of Board nominees. The Membership Director shall verify that the nominee is a member in good standing and the Board shall vote to approve the slate. These approved nominees and notice of the upcoming election shall be published in the March Club publication.
- D. At the March Membership meeting, the slate of Board nominees shall be presented and floor nominations shall be taken. A member may nominate himself or another member in good standing.
- E. In the April Club publication, the approved slate and floor nominations shall be published.
- F. At the April Membership meeting, the membership shall vote on the Board. Write-in candidate will be accepted if the Membership Director verifies the candidate is a member in good standing.

Section 3. Voting

The voting shall take place at the April membership meeting. In the case of contested elections, voting shall be by paper ballot. Three (3) members appointed by the President shall count ballots.

- A. At least one (1) of the three (3) members shall not be a member of the Board;
- B. Only Club members in good standing can vote;
- C. A member may cast a signed absentee ballot only if they cannot attend the election meeting because they are participating in a Club trip. The member desiring an absentee notice shall request the same from the Secretary no less than two weeks prior to the April membership meeting.

ARTICLE VIII - APPOINTED POSITIONS

Section 1. Appointees

The appointed positions shall be Trip Leaders, Social Event Chairpersons, Sports Event Coordinators, Racing Coordinator and other positions as determined by the Board. Appointees must be members of the Club in good standing. Trip Leader appointees must be selected by board based on review of completed Trip Leader applications.

Section 2. Duties

A. Trip Leader

Each Trip Leader shall have the following duties:

- a. Assist the Executive or Local Vice President in planning and coordinating trip transportation, room arrangements, activities and trip payments; and, shall execute the approved program within the approved budget;
- b. Submit a recommendation for an Assistant Trip Leader to the Board for approval, or solicit applicants for an Assistant Trip Leader for the Board's consideration, if an Assistant Trip Leader is needed;
- c. Collect all trip payments and deliver the payments to the Treasurer within one (1) week of receipt;
- d. Submit a final accounting for all trip receipts, expenses and administrative costs to the Treasurer and the Executive Vice President or Local Vice President, as appropriate, as well as to the full Board, as soon as practicable after the conclusion of the trip;
- e. Advise the Board regarding trip arrangements and Club member comments, as soon as practicable following the conclusion of the trip;
- f. Verify with the Membership Director that all participants are members in good standing and obtain a completed a trip application form from each regular member participating in the trip;
- g. Collect and keep Release of Liability forms until the activity is closed out and submit forms with the close-out;
- h. Submit articles to the Newsletter Editor by the deadline, as appropriate;
- i. Unless deemed necessary by the Board, Trip Leader shall run no more than one (1) trip per year

B. A Social Event Chairperson shall assist the Activities Director in the following:

- a. Developing an activity fee and budget for the event;
- b. Planning and coordinating event(s) for which the Event Chairperson is responsible and executing the approved program within the approved budget;
- c. Collecting and delivering the payments to the Treasurer within one week of receipt;
- d. Submitting a final accounting for all event receipts, expenses and administrative costs to the Treasurer and Activities Director, as well as to the full Board, as soon as practicable after the conclusion of the event;
- e. Submitting newsletter articles to the Newsletter Editor, by the deadline, as appropriate;
- f. Collecting and keeping Release of Liability forms until the activity is closed out and submitting forms with the close-out.

C. A Sports Event Coordinator shall assist the Activities Director in:

- a. Developing an activity fee and budget for the event;
- b. Planning and coordinating the sports event(s) for which the Coordinator is responsible and executing the approved program within the approved budget;
- c. Collecting and delivering all payments to the Treasurer within one week of receipt;
- d. Submitting a final accounting for all event receipts, expenses and administrative costs to the Treasurer and Activities Director as soon as practicable after the conclusion of the activity;
- e. Ensuring that all participants are members in good standing or are the guest of a member in good standing and have completed a Release of Liability form;
- f. Submitting articles to the Newsletter Editor by the deadline as appropriate;
- g. Collecting and keeping Release of Liability forms until the activity is closed out and submitting forms with the close-out.

D.. The Racing Coordinator shall assist the Activities Director by:

- b. Submitting a proposed budget for approval to the Board for all ski racing activities;
- c. Attending and representing the Club at all OVSC racing meetings;
- d. Organizing all ski racing activities;
- e. Appointing assistants as necessary;
- f. Presenting to the Board a close-out of ski racing activities; and,
- g. Submitting articles to the Newsletter Editor by the deadline as appropriate.

ARTICLE IX - SKI TRIPS

Section 1. Eligibility

Only members in good standing with the Club or with other OVSC clubs shall be eligible to participate in organized Club ski trips.

Section 2. Deposits

The Executive or Local Vice President shall determine all deposit deadline dates, based on trip contract requirements. All trip monies shall be in the form of checks or money orders made out to the Lexington Ski & Sports Club, Inc. or shall be submitted by the designated Club online payment arrangement which is accessed through the Club website. All trip checks or money orders shall be delivered to the Trip Leader.

Section 3. Cancellations

All members shall make payments and shall cancel trip participation in accordance with the trip payment and cancellation policy published and in effect for the current year. Refunds, as appropriate, shall be made by the Treasurer upon completion of appropriate written request from the Trip Leader and shall be approved by the Board.

Section 4. Release of Liability Form

All participants on Club trips must sign a Release of Liability form. Any junior member participating on a Club ski trip and unaccompanied by a parent or guardian shall obtain a Release of Liability form signed by one parent or guardian, and must be accompanied by a member in good standing. The parent or guardian who signs the Release of Liability must submit a letter to the Trip Leader designating the accompanying adult with authority for medical treatment and accepting financial responsibility for the junior member.

Section 5. Trip Leader Reimbursement

The Trip Leader may receive reimbursement of his/her expenses for the successful completion and close out of the trip. The reimbursement shall be set by the Board, and shall not exceed the amount paid by the Trip Leader for the trip. The Trip Leader is subject to the same deposit and payment schedule as other trip participants.

Section 6. Financial Policy

All ski trips shall be financially self-supporting.

ARTICLE X - SOCIAL & SPORTS EVENTS

Section 1. Eligibility

Members in good standing and their guests shall be eligible to participate in organized social and sport events. Members in good standing of other OVSC Clubs shall be eligible to participate in organized Club social or sports events. Only participants completing a Release of Liability form shall be eligible to participate in organized social and sport events

Section 2. Cancellations

A sold ticket or slot for a Club social or sports activity is non-refundable[?] unless the event or activity is canceled.

Section 3. Reimbursement

The Social Event Chairperson or Sports Event Coordinator may receive reimbursement for the successful completion and close out of the activity. The reimbursement shall be set by the Board, and shall not exceed the amount paid by the Social Event Chairperson or Sports Event Coordinator for the activity. The Social Event Chairperson or Sports Event Coordinator is subject to the same deposit and payment schedule as other participants.

Section 4. Financial Policy

All social and sports activities shall be financially self-supporting unless a determination to the contrary is made by the Board.

ARTICLE XI - MEMBERSHIP CONDUCT

Section 1. Conduct

Members of the Club shall conduct themselves in a responsible and orderly fashion and shall not engage in any illegal activity during a ski trip, social activity or any other Club function.

Section 2. Sanctions

- A. A member may be expelled from a ski trip by the Trip Leader or Assistant Trip Leader, or from a social event or another Club function by the member in charge of the function for behavior which damages the reputation of the Club, endangers the safety of other persons, or for participation in an illegal activity. A member expelled from a ski trip, social event or other Club function may appeal this action to the Board within fifteen (15) days following the conclusion of the trip event, or function from which the member was expelled by mailing or delivering such appeal to the President and Secretary. The Board shall consider the appeal at its next meeting.
- B. Upon finding that a member has exhibited such behavior on a ski trip, social activity or Club function, that damaged the reputation of the Club, endangered the safety of others or has engaged in an illegal activity, the Board may expel such member from the Club with no refund of membership dues. Such determination by the Board shall be final.

ARTICLE XII - MISCELLANEOUS PROVISIONS

Section 1. Mileage

Members required by the Board to attend out-of-town meetings and driving may receive reimbursement at the current business rate allowed by the IRS.

Section 2. Insufficient Funds

- A. For all returned checks, a service charge shall be levied as set by Club policy.
- B. All checks returned to the Club must be made good within seven (7) days following notification to the payer or the payer shall be subject to penalties as determined by the Board.

Section 3. Directory

The Club Directory shall only be available to members for their personal use. It shall not be released to non-members, other businesses or organizations, unless prior approval by the Board is granted.

Section 4. Exceptions

The Board on an individual basis shall handle situations not specifically covered by the Bylaws.

Section 5. Publication

Publication means distribution by U.S. Mail or in person of a physical copy of a document or distribution by electronic copy on the listserve or posting of an electronic copy on the Club website.

ARTICLE XIII - AMENDING THE BYLAWS

Section 1. Amendments

The Board or a Club member may recommend an amendment to the Bylaws. The proposed amendment shall be published in the newsletter or on the Club website and voted on at the membership meeting following publication.

Section 2. Adoption

All amendments to the Bylaws shall be adopted by the consent of two-thirds (2/3) of the members voting thereon. These Bylaws shall take effect immediately upon their adoption.

Amended and Adopted August 5, 2008