

Wichita Ski Club Bylaws

ARTICLE I: NAME AND PURPOSE

- A. This association shall be known as the Wichita Ski Club, Incorporated, incorporated under the laws of the State of Kansas, hereinafter referred to as the Club.
- B. The purpose of the Club as stated in the Articles of Incorporation is to provide a means whereby persons interested in group participation of recreational snow and/or water skiing and similar and related activities can organize them-selves to promote such for their mutual benefit and enjoyment on a non-profit basis.

ARTICLE II: MEMBERSHIP

A. CLASSIFICATION OF MEMBERSHIP

- 1. A **fully qualified member** shall be a member 18 years or older who fulfills all requirements of Qualifications for Membership as elsewhere provided in these Bylaws. He/she shall be entitled to all privileges of membership, including the right to vote as a part of the membership where provided, to serve in an official capacity for the Club when so designated.
 - a) A family membership includes husband, wife, and all children and grandchildren age 20 and under. Persons included in family membership that are under the age of 18 do not have voting privileges.
 - b) A single membership includes a single person or parent and all children and grandchildren age 20 and under. Persons included in single membership that are under the age of 18 do not have voting privileges.

B. MEMBERSHIP YEAR

The membership year shall be from the first day of May through the 30th day of April of the following year. (See Article III: Dues and Assessments)

C. QUALIFICATION FOR MEMBERSHIP

A fully qualified member being at least 18 years of age is entitled to be a member of the Club upon fulfillment of the requirements of Admission to Membership, as elsewhere provided in these Bylaws, while continuing to fulfill the following requirements during membership:

- 1. A member shall support the purpose of the Club and shall adhere to the laws of the Club and such rulings as herein provided.
- 2. Members shall conduct themselves at all times in a manner creditable to the good name and welfare of the Club, respecting the rights and property of all fellow members, the Club and its agents.
- 3. A member shall make every reasonable effort to support, attend and participate in the meetings and activities of the Club.

Non-compliance by a member of any of these requirements for Qualification for Membership shall subject such member to suspension or expulsion from membership.

D. ADMISSION TO MEMBERSHIP

1. A person must be at least 18 years of age desiring to become a member of the Club must make a payment of the required initial dues at the time of enrollment.
2. In the event there is an objection to membership raised by a fully qualified member in good standing, the objection shall be expressed to the membership chairperson. If an objection is raised, the membership chairperson shall call a meeting of the Board of Directors. The applicant shall then become a fully qualified member by a 66% affirmative vote by the Board of Directors. If a member applicant should fail to receive such affirmation, all dues paid will be refunded less any expenses incurred in his or her behalf by the Club. The member shall also have the right to appeal the decision of the Board within 30 days, either to the Board or to the membership at a regular meeting. A two-thirds vote of the entire Board or a quorum of the members may revoke or reaffirm the previous decision.

E. DISCIPLINARY ACTION

Other than the disciplinary actions specifically provided elsewhere in these Bylaws, the conduct of a member which is prejudicial to the Club or any of its members or agents, or the willful infraction by a member of any laws or rules of the Club shall subject such member to loss of status as a fully qualified member, or to suspension or expulsion from the Club.

1. Such disciplinary action shall be a two-thirds vote of the entire Board upon receipt of written charges against such member. Any member so charged will be notified in writing of such charges, and will be given an opportunity to appear before the Board prior to any decision by it.
2. The member shall also have the right to appeal the decision of the Board within 30 days, either to the Board or to the membership at a regular meeting. A two-thirds vote of the entire Board or a quorum of the members may revoke or reaffirm the previous decision.
3. Suspension from membership will be for a period of not less than three months nor more than one year, after which the person may apply for reinstatement by fulfilling the requirements of Readmission to Membership, as herein provided.
4. Expulsion from membership shall forever bar such person from further membership in the Club.
5. A suspended or expelled member shall be removed from the roster and shall not be allowed to attend or participate in any of the Club meetings or activities. Any dues paid shall be forfeited to the Club.

ARTICLE III: DUES AND ASSESSMENTS

A. MEMBERSHIP DUES

1. Membership dues will be determined by the Board of Directors at the March Board of Directors meeting and subject to the two-thirds approval by the voting members of that Board.
2. Dues paid on the first day of February and thereafter, shall apply on the remainder of the current membership year and the following membership year.

3. Dues for First time ever members will be prorated (single / family membership divided by 12). An example: May payment (30/50). November payment (15/25), single / family dues respectively.

B. RENEWALS

Each member shall be notified by mail or email of his/her status of membership and the appropriate payment of annual renewal dues at the last known mailing address.

1. The annual renewal dues shall be payable on the first day of May of each year and become delinquent on the last day of June of the same year, at which time if dues are not paid, the members shall lose privileges of a fully qualified member and be dropped from the mailing list.

C. ASSESSMENTS

The Board may from time to time levy assessments on the members of the Club when in their judgment it is required by the financial condition of the Club.

D. READMISSION TO MEMBERSHIP

A former fully qualified member whose membership lapses may be reinstated as a fully qualified member upon the payment of the required initial dues to the membership committee.

ARTICLE IV: BOARD OF DIRECTORS

A. DEFINITION

1. The affairs of the Club shall be managed by the Board of Directors, herein also referred to as the Board, who shall have general charge of the activities and transact the business for which the Club is organized in order to carry out the purpose of the organization.
2. The Board shall consist of 10 members, including the immediate Past-President, and 8 other Directors elected from the Club membership who shall serve as Officers and Standing Committee Chairpersons.

B. BOARD ACTION

1. Unless otherwise specified in these Bylaws, a majority vote of the entire Board shall be required for a decision or any action of the Board.
2. Only a Director shall have the power to introduce motions or a vote at a Board meeting, except a recommendation from the Club membership by a majority vote of a quorum must be considered a motion. The Board may from time to time request such recommendation from the membership. Also, any fully qualified member may propose to the membership that such recommendation be made. A recommendation made by any individual member or members of the Club to the Board without the proper approval of the membership shall not be considered binding as a motion without such action of a Director.
3. The decisions or actions of the Board shall be final unless disapproved by a two-thirds vote of a quorum of the membership.

C. DUTIES

1. It shall be the duty of the Board of Directors to carry out the purpose of the Club according to the law as provided in the Articles of Incorporation and in these Bylaws.
2. Standing Rules: The Board shall make all rules governing the conduct and management of the Club which are not in conflict with the purpose or laws of the Club. The rules may result from consideration of the recommendations from the membership. These regulations that deal with the details of the business and activities of the Club shall be known as the Standing Rules and shall be included in the permanent records of the Club. The Secretary will notify the Club membership of additions, modifications or deletions. Copies of the Standing Rules, either whole or in part shall be furnished to the Club membership as deemed advisable.
3. The following acts shall not be binding upon the Club without the approval of at least a two-thirds vote of a quorum of the membership with written notice of the essence of the proposed action being mailed to the membership at least five days prior to the meeting date:
 - a) Any action that could significantly alter the purpose for which the Club is organized.
 - b) Any action that could change the Incorporation of the Club.
 - c) Any action that could cause the Club to lose its status as a tax exempt organization under any United States Internal Revenue Law.
 - d) Any amendment of the Bylaws.
4. The Board shall make decisions in regard to Disciplinary Action as elsewhere provided in these Bylaws.
5. The Board may appoint special or temporary committees or positions and assign to them such duties and powers as it sees fit. However, it shall not create or disband a Standing Committee or do anything which would alter the composition of the Board or perform any other act in conflict with these Bylaws.
6. The Board shall control the funds and property of the Club as provided elsewhere in these Bylaws regarding Funds and Property. It shall have the power to contract with another person or organization or affiliate with any group in order to achieve the purpose of the Club.
7. The Board shall maintain minutes of their meetings and shall publish a report to be made available to the membership at each regular meeting or any other membership meeting called for that purpose. It shall also maintain other records pertinent to the management of the Club to be transferred to its successor. At the annual meeting of the membership each year, the Board shall publish a general report of the affairs of the Club, including its finances.
8. At two Board meetings prior to the annual business meeting, the current Board will select from itself the Director who will serve as President and the Board will have priority in the selection of the positions of Secretary, Treasurer and the Chairpersons of the Standing Committees. The vacant positions will be filled by election at the annual business meeting.

D. ELECTION

The Election of the Directors other than the Immediate Past-President shall be as follows:

1. The election of the Directors shall be held by a quorum of fully qualified members of the Club at the annual meeting of the membership each year to fill the vacant Board of Director positions.
2. All Directors shall be elected for a term of two membership years by the membership. A Director shall not be eligible to directly succeed him / herself more than two consecutive terms.
3. A slate of nominees shall be presented by a nominating committee consisting of the Immediate Past-President and the retiring Directors. Nominations shall also be accepted from the floor. A nominee shall have:
 - a) Been a fully qualified member during the entire current membership year. A member with less than one year may become a candidate if approved by the Board with a two-thirds majority vote.
 - b) Attended and participated actively in the Club trips and meetings.
 - c) Demonstrated the interest and capabilities such as would be required in the management of the Club to achieve its purpose.
4. Voting shall be by written ballot, with each voting member voting for the candidate running for a designated vacant Directors position to be filled on the Board. Each vote shall be tallied in the presence and view of the membership, and kept for a period of thirty (30) days and made available upon request by a fully qualified member for examination. The nominees receiving the largest number of votes shall be elected.

E. MEETINGS

1. A quorum of the Board of Directors shall consist of two-thirds or more of its members.
2. The Board shall meet regularly each month or as required with the time and place to be determined by resolution of the Directors, and the meeting shall be open to fully qualified members.
3. Special meetings of the Board may be called by the President or by three Directors with notice being given at least two (2) days prior to the date of the meeting and shall be open to fully qualified members.
4. Minutes of the meeting shall be maintained and reports shall be made available to the membership.

F. VACANCIES AND ABSENCES

1. If a vacancy exists on the Board of Directors by reason of death, resignation, extended disability or leave of absence the membership shall elect by a majority vote of a quorum a successor or acting director from the nominees selected by the Board. The successor or acting director shall fill the vacancy for the unexpired term or for the period of extended disability or leave of absence.
2. Upon sufficient written notice to the Board, a Director may resign because of compulsory inability to fulfill the duties of his/her office.

3. A director may request in writing and may be granted a leave of absence of three or more months but not to exceed six months during his/her term of office. If the leave exceeds six months the acting Director shall become successor to the office for the remainder of the unexpired term.
4. When it becomes apparent that a disability of a Director will extend beyond three months the Board shall immediately request the membership to elect an acting Director. If the disability should extend beyond six months the acting Director shall become successor to the office for the remainder of the unexpired term.
5. In case of compulsory inability to be present at a Board meeting a Director may be represented by proxy given to another Director or to a fully qualified member of the Club. The privilege of being represented by proxy shall not exceed three regular Board meetings during a membership year.
6. Absence on the part of a Director from four (4) regular Board meetings during a membership year shall be deemed a resignation from the Board.

ARTICLE V: OFFICERS

A. DEFINITION

The officers of the Club shall be the President, the Immediate Past President, Secretary and Treasurer, all of whom hold like offices on the Board of Directors.

B. PRESIDENT

1. Rights and Duties

The President at the direction of the Board shall:

- a) Have served the previous year on the Board of Directors.
- b) Have general supervision of the affairs of the Club.
- c) Preside at all meetings of the Board of Directors and of the Club membership.
- d) Be the chief executive officer of the corporation signing any necessary written contracts and obligations of the Club, with his/her signature being attested to by the Secretary.
- e) May serve on any standing committee in an advisory capacity only.
- f) Perform other duties incident to this office or as are assigned by the Board.
- g) Represent the Wichita Ski Club in Flatland Ski Association or, with Board approval, appoint a fully qualified member of the Wichita Ski Club to represent the Club.

2. Term and Appointment

The term of office of the President shall be for one membership year. The President shall be an elected member of the Board of Directors and shall be appointed to the office by the Board of Directors as of two Board meetings prior to the annual business meeting and will assume duties the first day of May.

C. IMMEDIATE PAST PRESIDENT

The Immediate Past-President shall be an ex-officio member of the Board of Directors, nonvoting capacity who may vote in case of a tie.

1. Rights and Duties

The Immediate Past-President shall:

- a) In the temporary absence or inability of or at the request of the President, preside at the meetings of the Board or of the membership and perform all duties incumbent upon the President.
- b) Act as first assistant to the President and shall perform such duties as may be properly required by the President or the Board.
- c) May serve as a member of the Trips Committee in an advisory capacity only.
- d) Act as Parliamentarian for the Board and for Club, being familiar with the rules of Parliamentary procedure as applicable to the Club and these Bylaws and the Standing Rules, and serve as co-chairperson of the Rules Committee.
- e) Serve as a member of the Roster Committee.

2. Term and Appointment

The term of office of the Immediate Past-President shall be for one membership year.

D. SECRETARY

1. Rights and Duties

The Secretary Shall:

- a) Maintain accurate minutes of all meetings of the Board and of the Club membership, and make such minutes available at the meetings.
- b) Act as the official custodian of the records of the Club and of the policy statements and records for each office and committee, furnish copies of such as are required, and serve as co-chairperson of the Rules Committee.
- c) Assist the President in preparing and presenting the annual report of the affairs of the Club, other than finances, to the Club membership.
- d) When necessary attest the signature of the President to all written contracts and obligations made and entered into on behalf of the Club.
- e) Be responsible for such official correspondence as is requested by the Board.
- f) Provide notification to another Director, Officer, Committee Chairperson, or an individual member regarding transactions or matters which concern his/her rights or duties.
- g) Collect and distribute Club mail promptly to the proper persons. Ensure post office box signature cards are updated and fees are kept current.

- h) Appoint assistants if necessary for the proper transaction of the secretarial duties.
- i) Supervise and assist in the training of the secretary appointed for the next membership year.
- j) Along with the Membership Committee and the Public Relations and Hospitality Committee, maintain an accurate and current mailing list of the membership.
- k) Assist the Public Relations and Hospitality Committee in its issuance of Club notices, bulletins, publications or other material to be furnished to the membership or other persons.
- l) Serve as a member of the Roster Committee.
- m) Arrange programs to inform, as well as entertain, and to stimulate interest in the Club activities. Planning such programs to correlate with the functions of other committees and with other Club activities. Securing a suitable location for the Club meetings. Perform other duties incident to this office or as assigned by the Board.

2. Term and Appointment

The Secretary shall be an elected member of the Board of Directors to be elected at the annual business meeting for the term of two membership years and will assume duties as of the first day of May.

E. TREASURER

1. Rights and Duties

The Treasurer Shall:

- a) Have custody of all Club moneys and property and accept and disburse funds as are required in the operation of the Club and as ordered by the Board, except, as herein otherwise provided; and perform all duties incident to this office and as specified under the provisions of Funds and Property in these Bylaws.
- b) Assist as necessary the Membership Committee in its billing and collection of dues and other assessments from the membership, and accept such sums from the Membership Committee.
- c) Require reports from other members having custody of Club moneys and property.
- d) Prepare and submit a written statement of income and expenses at each regular meeting of the Board and at the regular Club meetings, and render an account of all transactions and of the financial condition of the Club as are properly required by the Board and by these Bylaws, including the annual financial report.
- e) Serve as co-chairperson of the Rules Committee and supply as directed by the Committee, information as required by the Internal Revenue Service.
- f) Assist in preparing the budget and in training of the Treasurer appointed for the next membership year.
- g) Perform other duties incident to this office or as assigned by the Board.

2. Term and Appointment

The Treasurer shall be an elected member of the Board of Directors to be elected at the annual business meeting for the term of two membership years and will assume duties as of the first day of May.

F. BONDING

The Club officers or other personnel may be required to govern bond or secure insurance in such sums or with such securities as determined by the Board. The premiums on such bonds or insurance shall be paid by the Club.

G. VACANCIES AND ABSENCES

The provisions regarding Vacancies and Absences as set forth in these Bylaws for the Board of Directors shall apply to the officers as members of the Board. In the event an Officer (except the President or Immediate Past-President acting in the President's behalf) cannot be present at a Board meeting or a meeting of the membership, he/she shall designate another Director or fully qualified Club member to attend as deputy, who may or may not be his/her proxy at a meeting of the Board, temporarily performing the duties of the office. In the temporary absence or inability of the President, Immediate Past-President, or Treasurer, the Board shall choose a presiding officer.

ARTICLE VI: STANDING COMMITTEES

A. The following Standing Committees chairs will form part of the Board of Directors: Race, Social, Membership, Public Relations and Hospitality, Trips, and Summer Trips.

B. COMMITTEE CHAIRPERSONS

1. Duty Assumption

Committee Chairpersons will assume their duties as of the first day of May each year.

2. Duties

Each standing Committee Chairperson shall be responsible for the following duties:

- a) Attending and participating in the meetings of the Board as a Director.
- b) Adhering to and enforcing the Standing Rules and the rules herein governing the committee; and familiarizing themselves with the policy statements and records of the committee from previous years.
- c) Appointing as many fully qualified members as are necessary to carry out the functions of the committee, except as otherwise provided herein; and apprising the committee of its duties and supervising its performance.
- d) Seeing that the committee maintains accurate records pertinent to its functions and transactions, and reporting the same, as required, to the Board or to the membership.
- e) Receiving the financial records on committee projects when complete and submitted these records to the Treasurer, subject to review by the Audit Committee.

- f) Supplying the secretary with a policy statement as to procedures, a copy of which is to be transferred to the chairperson for the next membership year with the other committee records.
- g) Performing other duties related to the function of the committee and as may be required by the Board.

3. Term, Vacancies and Absences

The provisions regarding Terms, Vacancies and Absences as set forth in these Bylaws for the Board of Directors shall apply to the Standing Committee Chairperson as members of the Board. In the event a chairperson cannot be present at a Board meeting or a meeting of the membership, he/she shall designate a member of the committee if possible, or another Director of fully qualified Club member to attend as a deputy, who may or may not be a proxy at a meeting of the Board, to temporarily act in behalf of the committee.

C. COMMITTEE DUTIES

1. Race

The Race Committee shall be responsible for promoting the purpose of the Club and the race activities of the Club and the race activities of the Club with-in the Flatland Ski Association.

- a) Promoting ski racing and supervising such activities in conjunction with ski trips.
- b) Performing other duties related to the function of the Committee and as may be required by the Board.
- c) Represent Wichita Ski Club in Flatland Ski Association and/or other related meetings or function recommended by the Board important to the function of this committee.

2. Social

The Social Committee shall be responsible for the following duties:

- a) Scheduling and supervising the details of all Club social functions.
- b) Arranging and being in charge of social activities at Club meetings and planning in conjunction with the Program Committee and the presiding officer.
- c) Performing other duties related to the function of the Committee and as may be required by the Board.
- d) Maintaining a schedule of event for the current calendar year.

3. Membership

The Membership Committee shall be responsible for the following duties:

- a) Administering the provisions of the Bylaws regarding Admission and Readmission to Membership.
- b) Make available membership applications to fully qualified members and member applicants, and accepting same along with the initial dues for which a receipt shall be

- issued as evidence of provisional membership.
- c) Notifying a member applicant in the event an application is submitted incorrectly.
 - d) Maintaining accurate and current records of member applicants, fully qualified members, and furnishing such information to the Secretary and to the Public Relations and Hospitality Committee, and maintaining for permanent filing all signed applications and records on former members.
 - e) Notifying the membership when a member applicant has completed the initial requirements for admission.
 - f) Maintaining records of each individual's participation in Club sponsored trips.
 - g) With the assistance of the Treasurer, arranging for the proper billing and collection of annual renewal dues, accepting such dues to be transferred in total to the Treasurer.
 - h) Along with the Secretary and Public Relations and Hospitality Committee, maintaining an accurate and current mailing list of the membership.
 - i) Serving as a member of the Roster Committee.
 - j) Performing other duties related to the function of the Committee and as may be required by the Board.

4. Public Relations and Hospitality/Newsletter

The duties of the Public Relations and Hospitality Committee shall be as follows:

- a) Apprising with the assistance of the Secretary and the Membership Committee, the Club membership of matters of concern to them through written notices and bulletins or by telephone.
- b) Supervising and editing all Club publications including the Roster, and authorizing and arranging the printing of Club material and its distribution to the Club membership and others.
- c) Along with the Secretary and Membership Committee, maintaining an accurate and current mailing list of the membership.
- d) Publicizing and promoting the Club and its activities through various media including the Club newsletter.
- e) Acting as hosts at all Club meetings and as co-hosts with the Social Committee at social functions of the Club.
- f) Arranging for registration of guests at Club gatherings and seeing that the guests are furnished with information about the Club.
- g) Will serve as backup to the Membership Chair for distributing name tags at some Club gatherings to indicate fully qualified members, member applicants and guests.
- h) Will serve as backup to the Membership Chair for introducing member applicants and guests to the Directors and other members of the Club.

- i) Performing other duties related to the function of the Committee and as may be required by the Board.

5. Trips

The Trips Coordinator shall be responsible for the following duties:

- (1) Head and have general supervision of the Trips Committee.
- (2) Sign any necessary written contracts and obligations of the Club to carry out the arrangements for all planned Club Sponsored trips and their requisites.
- (3) Finalize the schedule and make arrangements including transportation and lodging of the trips for the winter season.
- (4) Appoint the trip captains and instruct them in the established policies of the trips committee and supervise their performance of their duties.
- (5) Make disbursements for trip expenses in accordance with established policies, maintain accurate records, and report such to the Board, to be forwarded to the Treasurer, subject to review by the Audit Committee.
- (6) Apprise the Board from time to time of the status of the trip, and submit to the Board a complete file on the trip arrangements promptly after the trip has been completed.
- (7) With the cooperation of the Public Relations and Hospitality Committee, notify and inform the membership and, when desirable, the public of the forthcoming trips.
- (8) Perform all other duties incident to this office or as are required by the Board.
- (9) Adhere to and enforce the Bylaws, Standing Rules, and established policies applicable to the trip, and perform other related duties as required by the Committee.
- (10) The Trips Coordinator and the respective Trip Captain will recommend a refund of the Trip Deposit in full to any fully qualified member who suddenly and without prior notice gets activated to Current Military Active Duty status and who is thereby unable to attend the designated trip.
- (11) The Trips Coordinator shall perform the following functions, subject to Board approval, for a mutually agreed upon fee.
 - a) A Trip Captain shall perform the following functions, subject to Board approval, for a mutually agreed upon fee:
 - (1) Serve as a member of the Trips Committee.
 - (2) Formulate all final plans of the trip for which he/she is responsible, subject to approval of the Trips Coordinator & Trips Committee.
 - (3) Carry out the final arrangements and organization of the activities relative to the trip.
 - (4) Solicit participants and collect their payments.

- (5) Make disbursements for trip expenses in accordance with established policies, maintain accurate records, and report such to the Trips Coordinator, to be forwarded to the treasurer, subject to review by the Audit Committee.
- (6) Apprise the committee from time to time of the status of the trip, and submit to the Trips Coordinator a complete file on the trip arrangements promptly after the trip has been completed.
- (7) Adhere to and enforce the Bylaws, Standing Rules, and established policies applicable to the trip, and perform other related duties as required by the Committee.
- (8) Ride on the bus for all bus trips.

6. Summer Trips

The Summer Trips shall be responsible for the following duties:

- (1) Finalize the schedule and make arrangements including transportation, watercraft and camping of the trips for the summer season.
- (2) Appoint the trip captains and instruct them in the established policies of the trips committee and supervise their performance of their duties.
- (3) Make disbursements for trip expenses in accordance with established policies, maintain accurate records, and report such to the Board, to be forwarded to the Treasurer, subject to review by the Audit Committee.
- (4) Apprise the Board from time to time of the status of the trip, and submit to the Board a complete file on the trip arrangements promptly after the trip has been completed.
- (5) With the cooperation of the Public Relations and Hospitality Committee, notify and inform the membership and, when desirable, the public of the forthcoming trips.
- (6) Perform all other duties incident to this office or as are required by the Board.
- (7) Adhere to and enforce the Bylaws, Standing Rules, and established policies applicable to the trip, and perform other related duties as required by the Committee.
- (8) The Trips Coordinator and the respective Trip Captain will recommend a refund of the Trip Deposit in full to any fully qualified member who suddenly and without prior notice gets activated to Current Military Active Duty status and who is thereby unable to attend the designated trip.

7. Roster

The Roster Committee shall consist of the Public Relations and Hospitality Chairperson, who shall head the committee, the Secretary, and the Immediate Past President as Parliamentarian, and the Membership Chairperson. It shall publish by the first regular meeting in October of each year a completed directory of the Club membership as of the first day of October of that year, and a current copy of the Club Bylaws.

8. Rules

The Rules Committee shall consist of the Immediate Past-President as Parliamentarian, the

Secretary and the Treasurer. It shall be responsible for the custody of the Articles of Incorporation, the Bylaws, the Standing Rules and the policy statements of the various offices and committees, and for supervising adherence to such laws and rules and to parliamentary rules governing all meetings. It shall also record all amendments to the laws and rules governing the Club and inform the membership when such amendments are proposed and adopted. It shall advise the Department of State of any changes to be made in the Articles of Incorporation and direct the Treasurer to supply any information as required by the Internal Revenue Service.

9. Audit

The Audit Committee shall be appointed by the Board as required throughout the Membership Year and shall consist of three or more fully qualified members of the Club who are not Directors and who have not had direct control of Club Funds or property during the current fiscal year and shall perform the following duties:

- a) Performing an audit of the Club Treasury at the close of the fiscal year. Transfer of the Club funds and property shall not be made until the audit has been completed.
- b) Performing audits as to any member who has accepted custody within the current fiscal year from Club funds or property at the discretion of the Committee or at the request of the Board or of the member who has such custody.
- c) Reporting the results of all audits to the Board with copies furnished to the Treasurer.

ARTICLE VII: FUNDS AND PROPERTY

A. ACCOUNTING

Proper procedures shall be instituted for the accounting for the Club moneys, fixed assets and expendables.

1. Authorization for Expenditures

- a) No member shall obligate the Club to disburse funds or property with-out prior approval by the Board unless such is provided in the Club rules as a function of the member's position.
- b) The Board may suspend the above provisions and require prior authorization by the Board for any or all expenditures.
- c) Expenditures not receiving or requiring prior approval must be responsible and necessary to conduct Club business and are subject to approval or disallowance by the Board.

2. Authorization for Custody

Club members shall be directed to have custody of Club funds, receiving and disbursing moneys, or to have custody of Club property only upon authorization by the Board or as specified in Club rules. In certain instances, the opening of a bank account in the name of the Club or project with the Treasurer named on the signature card shall be required.

3. Records

- a) Any member accepting custody of Club funds or property except expendables, shall maintain adequate records to substantiate all receipts, all disbursements and the balance on hand. These shall include as a minimum receipts for disbursements, deposit slips, canceled checks and bank statements.
- b) As soon as a project is completed all accounts shall be closed and all records, with any funds or property remaining on hand shall be submitted to the appropriate committee chairperson to be forwarded to the Treasurer subject to review by the Audit Committee.

4. Transfer, Loss, Change in Condition or Acquisition

- a) Except for expendables in transfer of Club funds or property between members shall be reported to the Treasurer.
- b) The unaccounted loss or change in condition affecting the worth of Club property shall be promptly reported to the Treasurer, who shall present the matter to the Board for disposition.
- c) The acquisition of fixed assets shall be reported to the Treasurer.

5. Audit

Any member accepting custody of Club funds or property is subject to audit as provided elsewhere in these Bylaws.

B. INDEMNITY

1. Indemnity for Members

The Club shall reimburse any member for any contract or agreement entered into by such person, provided that entering such contract or agreement was within the scope of their authority.

2. Indemnity for the Club

In the event the Club is held liable for any negligence on the part of a member or an agent on a contract or agreement executed outside the scope of authority the Club shall have the right of reimbursement from such member or agent for any and all losses sustained as a direct result of such acts or transactions.

C. DISSOLUTION

In the event of dissolution of the Club, all remaining assets, after liabilities and obligations have been paid or adequate provision for them has been made, shall be distributed in equal shares to all fully qualified members.

ARTICLE VIII: CLUB SPONSORED TRIPS

A Club sponsored trip shall mean an excursion other than that determined a social event by the Board of Directors.

ARTICLE IX: MEETINGS OF THE MEMBERSHIP

A. Regular

The Club shall hold regular monthly meetings to transact such business as shall properly come before it and to promote its activities, at a time and place determined by the Board. At the September sign up meeting, fully qualified members who have participated in at least one Club sponsored trip during the last calendar year shall have priority on winter ski trips.

B. Annual

The annual meeting held in April of each year shall be known as the annual business meeting and shall be for the purpose of presenting annual reports of the affairs of the Club and for holding the annual election of Directors. Only fully qualified members will be allowed to vote.

C. Winter Trips Sign Up

The Winter Trips sign up meeting shall be held in the month of September of each year, and shall be for the purpose of signing up members and guests for ski trips. Fully qualified members have priority.

D. Roster

The roster meeting held in October of each year shall be for the purpose of distributing completed directories of the Club membership and a current copy of the Club bylaws and standing rules.

E. Special

Special meeting may be called at any time by the President, the Board or by three or more Directors who have received the written request of ten or more fully qualified members. The notice of the meeting shall specify the purpose for which the special meeting is called.

F. Quorum

Twenty percent (20%) of the fully qualified members shall constitute a quorum at any meeting of the membership but no amendment to these Bylaws shall be voted upon with less than thirty percent (30%) of the fully qualified members present.

G. Notice

Prior to any meeting of the membership, written notice thereof shall be given at least five days prior to the date of the meeting specifying the date, place and time of the meeting. Such notice shall be mailed or emailed to the last address furnished by the member.

The above Bylaws approved by The Board and Members on annual meeting 17 April 2009