

# **BY-LAWS**

## **BOGUS BASIN SKI CLUB, INC.**

MISSION STATEMENT: THE BOGUS BASIN SKI CLUB IS A SOCIAL ORGANIZATION FOR ADULTS THAT PROMOTES SKIING, SNOWBOARDING, OTHER OUTDOOR RECREATIONAL ACTIVITIES AND COMMUNITY INVOLVEMENT.

### ARTICLE I NAME

The official name will be **BOGUS BASIN SKI CLUB, INC.**

### ARTICLE II STATUS

The Club has been allowed *Tax Exempt* status under *IRS code 501(c)(7)*, a social club. A social club must be organized for pleasure, recreation, and other similar purposes. Substantially all of its activities must further this purpose. All activities which further our purpose are tax exempt. Revenue over expense (profit) acquired from some activities, such as selling advertising in the Mogul, is taxable.

### ARTICLE III MANAGEMENT

The programs and management of the Club shall be the exclusive jurisdiction of the Board of Directors. The Board may delegate duties and responsibilities, as it deems necessary.

### ARTICLE IV BOARD OF DIRECTORS

Section 1 The Board of Directors of the Bogus Basin Ski Club will not exceed eleven members and not be an even number. Each Board member shall serve a term of two years, Board members cannot serve more than two (2) consecutive two-year terms or as determined by the Board.

Section 2 Directors may be removed from the Board upon absence from three consecutive meetings, without presenting good cause, and if voted off by 2/3 of the Board.

Section 3 If a vacancy occurs, the Board has the right to elect a replacement by a two-thirds vote of the full Board, said replacement then subject to election or re-election by the membership during the following annual meeting.

Section 4 Detailed job descriptions will be maintained on each board position.

### ARTICLE V DUTIES OF THE BOARD OF DIRECTORS

Section 1 The Board shall have general charge, management and control of, and final authority over the affairs, policies and rules, current funds and other property of the Club; and shall control all expenditures, and shall elect the officers.

Section 2 The outgoing Board shall serve concurrently with the new Board for one month following the election.

### ARTICLE VI OFFICERS

The officers of this club shall be a President, Vice-President, Secretary, Treasurer, Director of Membership, and Social Director.

Section 1 The President, Vice-President, Secretary, Treasurer, Director of Membership, and Social Director shall be elected by the Board of Directors at a meeting of the Board to be held within one month after the annual meeting of the Club and to serve until their term is ended.

Section 2 In case of vacancy in any office, the Board may at any time elect an officer to fill such office.

Section 3 The term of the elected officers shall be one year and may be re-elected.

### ARTICLE VII DUTIES OF OFFICERS

Section 1 **PRESIDENT** - The President shall preside at all meetings of the Club and of the Board at which he/she is present and direct the policies and activities of the Club, subject to the authority and instructions of the Board. The President shall appoint a Board member as the chairman of a nominating committee of four, to present a slate of names to the general membership each year.

Section 2 **VICE-PRESIDENT** - In case of absence, resignation, or incapacitation of the President, the Vice-President shall perform the duties of the officer.

- Section 3        SECRETARY - The Secretary shall keep the minutes of all meetings and shall handle any correspondence that is requested by the President.
- Section 4        TREASURER - The Treasurer shall collect all dues and revenue and deposit the same in a depository approved by the Board, pay proper bills, keep the accounts of the Club, and shall report thereon at each meeting.
- Section 5        MEMBERSHIP DIRECTOR - The Membership Director shall process, record and maintain all memberships.
- Section 6        SOCIAL DIRECTOR - The Social Director shall be responsible for all social activities and for appointing chairpersons for each activity.

ARTICLE VIII    MEMBERSHIP

- Section 1        Membership may be obtained by any individual in good standing of legal drinking age or older, who agrees to accept the By-Laws of this association as herein stated.
- Section 2        Upon nomination and seconding, the Directors may, by a two-thirds vote, elect persons to honorary, affiliate, non-voting, non-office holding Club memberships.

ARTICLE IX      MEETINGS

- Section 1        GENERAL MEETINGS - There will be an annual meeting of the Club during the month of April, or as determined by the board, at a time and place fixed by the President, at which time the Board shall be elected. A quorum, necessary for the election of the Board, shall be the lesser of either one-third of the general membership or twenty members. A nominating committee shall present a slate of names to the general membership and nomination will then be open from the floor.
- Section 2        BOARD MEETINGS - The Board of Directors 'meetings shall be called by the President whenever necessary which must include at least one meeting within four weeks prior to the general membership meeting. A quorum necessary to the transaction of business shall consist of 2/3's of the current board.
- Section 3        The latest revised edition of ROBERT'S RULES OF ORDER shall be the parliamentary authority used in the conduct of the meetings of the club.

ARTICLE X       DUES

The dues for membership shall be fixed by the Board of Directors and be due in November of each year.

ARTICLE XI      AFFILIATIONS

This Club pledges itself to observe and to be governed by the Constitution and By-Laws and other enactments and rules of the National Ski Club Association and to make the Constitution, By-Laws and Rules of Ski competition of the Club to harmonize with those of the NSCA.

Each board may determine additional affiliations such as membership in the Intermountain Ski Council &/or Far West Ski Council and to what degree the club will participate.

ARTICLE XII     AMENDMENT OF BY-LAWS

Amendment of the By-Laws contained herein shall be recommended by the Board as needed and approved by the general membership at the annual meeting of the members by a majority vote.