

TRAILSWEEPERS SNOW AND SPORTS CLUB, INC.
CONSTITUTION

**Trailsweepers Snow and
Sports Club, Inc.**

C O N S T I T U T I O N

&

B Y L A W S

April 10, 2008

TRAILSWEEPERS SNOW AND SPORTS CLUB, INC.

CONSTITUTION

PREAMBLE

We, the undersigned, do declare ourselves an organization for participation in, promotion and enjoyment of the winter snow sports and such activities throughout the year as may appeal to the members and do hereby adopt and establish the following constitution:

ARTICLE 1-NAME

Section 1

This organization shall be known as "Trailsweepers Snow and Sports Club, Inc."

ARTICLE II-OBJECTIVE

Section 1

This shall be a non-profit organization whose purpose is the participation in, promotion and enjoyment of winter snow sports and such activities throughout the year as may appeal to the membership.

ARTICLE III-MEMBERSHIP

Section 1

CLASSES: There shall be two classes of membership.

a. Member

b. Junior Member

Section 2-VOTING

A member is eligible to vote the day after becoming a member and may vote subject to the requirements and restrictions of the bylaws.

Section 3-JUNIOR:

Any person under 18 years of age or 18 attending high school with one parent at least a member, shall automatically be a Junior member of the club, but shall have no voting privileges.

January 21, 1993 ; February 2, 2008

ARTICLE IV-OFFICERS AND THEIR DUTIES

Section 1-OFFICERS:

The officers of this organization shall consist of President, Executive Vice President, Administrative Vice President, a Secretary, and a Treasurer.

The officers must hold Membership for at least one year prior to election. The Board of Directors can reduce this to one month for all offices except President. Officers, except for the Administrative Vice-President, cannot concurrently serve on the Board of Directors.

Section 2-TERM:

The officers shall be elected annually for a term of one year. Any elected officer who misses six consecutive meetings may be requested to resign his office if a majority of the other elected officers and members of the Board of Directors agree.

Section 3-PRESIDENT:

It shall be the duty of the president to preside at all meetings of the organization, to enforce due observance of the constitution, by-laws and standing rules, to call all special meetings and to perform such other duties as his office may require. He shall make no motion or amendment, nor vote on any question or motion unless the organization is equally divided, when he shall cast the deciding vote.

Section 4-VICE PRESIDENT:

There shall be two Vice-Presidents. The Administrative Vice-President shall also be a member of the Board of Directors and serve as its Chairman. The Executive Vice President shall, in the absence of the President, perform duties of that office. Both Vice-Presidents are to perform other duties as deemed appropriate by the President.

Section 5- SECRETARY:

It shall be the duty of the secretary to keep the minutes of each meeting and to prepare an agenda for each meeting. He shall keep an accurate record of the standing rules of the club and shall be responsible for all permanent records. As directed by the president, he shall conduct all correspondence and to notify member of special or important meetings.

Section 6-TREASURER:

TRAILSWEEPERS SNOW AND SPORTS CLUB, INC.

CONSTITUTION

The treasurer shall be responsible for the safekeeping, receipt, and disbursement of all club monies and property. He shall keep a current record of dues-paying membership, as well as the name and address of each member.

Section 7 -REMOVAL FROM OFFICE:

Any elected officer will subject to removal from office when recommended by a member with approval of a majority of the Board of Directors and other elected officers. Within 15 days of the date of the vote to remove, the membership shall be sent by mail notification of the removal vote and the date of the vote for removal. Members shall vote on the removal from office at the next regular meeting which occurs at least five days after the mailing. The quorum required is 15% of members. 50% approval of quorum is required. Replacement of Officers follows Article IV Section 3 of the By-Laws.

January 21, 1993 ; February 2, 2008

ARTICLE V-BOARD OF DIRECTORS, THEIR DUTIES, AND ELECTION

Section 1-NUMBER AND TERM:

The Board of Directors shall consist of nine members. The term of office for elected directors shall be two years, with three directors elected on odd numbered years and four directors on even numbered years. The Administrative Vice-President shall fill the eighth position and shall be the Chairman of the Board. He shall vote at board meetings only in a case of a tie. In the event he cannot attend a board meeting, he shall designate a board member as his stand-in. The out-going president shall fill the ninth position automatically for the term of one year. In the event this position is not filled or becomes vacant, the Board reverts to eight members. Any member of the Board of Directors who misses six consecutive regular club meetings and/or misses three consecutive Board meetings may be requested to resign his office if a majority of the elected officers and the other members of the Board of Directors agree.

Section 2-DUTIES:

A. The Board shall meet as required, but at least once per month a quorum of three members must be present. Minutes shall be recorded by a club member designated by the Chairman as Secretary of the board.

B. The Board shall respond to requests from the club for recommendations on policy and for interpretations of the Constitution and By-laws.

C. The Board shall review and pass judgment on all proposed activities and financial accounts for which official club sanction is sought. The club shall in no way be responsible or liable for any activity or account not sanctioned by the Board.

D. The Chairman may assign board members to serve as temporary advisors to special or standing committees.

E. The Board shall make any recommendations on any matters which they decide require attention.

F. The Board shall make itself aware of all legal requirements and tax laws which apply to the club and shall be responsible for ensuring that the club comply with same.

Section 3-ELECTION:

All available seats for the Board of Directors shall be filled by one secret ballot. Each member will vote all his votes for separate individuals on his one ballot. The vacant seats will be filled by those individuals receiving the highest individual votes. In the case of a tie, the President shall cast the deciding vote.

Section 4-REMOVAL FROM OFFICE:

Any member of the Board of Directors will be subject to removal from office when recommended by a member, and approved by a majority of the other members of the Board of Directors and the elected officers. Within 15 days of the date of this vote to remove, the membership shall be sent by mail notification of the removal vote and the date of vote for removal. The members shall vote on the removal from office at the next regular meeting which occurs at least five days after the mailing. The quorum required is 15% of the members. 50% approval of quorum is required. Replacement of Directors follows Article IV Section 3 of the By-Laws.

January 21, 1993 ; February 2, 2008

ARTICLE VI-AMENDMENTS

Section 1

Constitutional Amendments shall be reviewed and voted upon only at the last regular meeting in January, April, July, or October or if 15% of the members are not present, at the first regular meeting in the month after.

TRAILSWEEPERS SNOW AND SPORTS CLUB, INC.
CONSTITUTION

Section 2

All proposed amendments must be submitted in writing and published prior to the second meeting in January, April, July, or October. The adoption of amendments to this constitution shall require that 15% of members be present and a 3/4 affirmative vote shall be necessary.

Section 3

The Constitution has been amended on:

January 29, 1981; January 26, 1984; January 28, 1988;

January 31, 1993; January 30, 2003; February 3, 2005;

February 2, 2008

ARTICLE VII-LEGAL CODES

Section 1-INCORPORATION:

This organization shall be incorporated under the New York Membership Corporation Law.

Section 2-NON-PROFIT STATUS:

This organization shall operate as one that qualifies for the non-profit exemption under Section 501 (a) as a social club described in Section 501 (c) (7) of the Internal Revenue Code.

Section 3-FISCAL YEAR:

The fiscal year shall run from June 1 to May 31 beginning June 1, 1974.

February 3, 2005

TRAILSWEEPERS SNOW AND SPORTS CLUB, INC.
BYLAWS

ARTICLE 1-MEETINGS

Section 1

Meetings will be held twice a month.

April 10, 2008

ARTICLE II-VOTING

Section 1-QUORUM:

Ten percent of the members shall constitute a quorum.

Section 2-BUSINESS:

No motion except for adjournment or recess shall be decided in the absence of a quorum.

Section 3-BALLOTING:

The election of officers and directors shall be made by closed ballot. All other business may be conducted by open ballot.

ARTICLE III-MEMBERSHIP

Section 1-GENERAL:

Applicants for membership shall complete an application form and submit same to the membership committee chairman at a regular meeting or by mail, accompanied by one year's dues.

Section 2

REVOCAION OF MEMBERSHIP: Membership may be revoked when recommended by a member, approved by the Board of Directors and Officers, and then by a majority vote of the club. Nonpayment of the dues by the established deadline shall mean automatic revocation of membership. Upon payment of dues and late dues assessment within the fiscal year, retroactive membership shall be automatically reinstated.

February 2, 2008

ARTICLE IV-ELECTIONS

Section 1-NOMINATIONS AND ELECTIONS:

Nominations for all elected offices shall be accepted from the floor one meeting prior to elections.

Nominations and elections shall be held at the first meeting in April.

April 10, 2008.

Section 2-BEGINNING OF TERM:

All officers-elect, except the Treasurer, shall take office at the meeting subsequent to their election. The treasurer-elect shall take office at the beginning of the fiscal year.

Section 3-FILLING VACANCIES:

A. Presidency - The Executive Vice-President will assume the office of the President until an election as specified in Section 3(b) below can be held.

B. All Elective Offices -All elective offices vacated, including those of the Board of Directors, shall be filled by special election. Within 30 days of the vacancy, the membership shall be sent by mail notification of the vacancy and the date of the election. At the next regular meeting which occurs at least five days after the mailing, the final nominations and election shall be held. If any other vacancies occur as a result of the special election, the office shall be filled by nomination and election at that same meeting.

ARTICLE V-SCHEDULE AND PAYMENT OF DUES

Section 1-CLUB DUES:

The club dues shall be as follows:

Individual.....\$ 25.00

Couple. *\$ 35.00

* (*couples = 2 people living at same residence)

Dues will include all sales tax.

Section 2-BILLS:

Bills for dues shall be mailed to members on September 1. Dues for renewal shall be paid, in person or by date of postmark, no later than October 1.

Section 3-EARLY PAYMENT INCENTIVE:

TRAILSWEEPERS SNOW AND SPORTS CLUB, INC.

BYLAWS

Those paying prior to the due date shall be entitled to a \$2.00 discount.

Section 4-NON PAYMENT OF DUES:

Membership will terminate December 1.

Section 5-NEW MEMBERS:

Joining after March 1 and before June 1 will have their dues credited to their next year's membership effective 3/1/91.

September 13, 2001

ARTICLE VI-STANDING COMMITTEES

Section 1-FINANCIAL COMMITTEE:

This committee shall be composed of the officers of the club and the Board of Directors. The Treasurer shall be the chairman. This committee shall be responsible for the preparation of the budgets for the forthcoming year.

Section 2-PROGRAM COMMITTEE:

This committee shall be responsible for providing programs after regular meetings of the club. These programs shall be of a general interest or educational nature.

Section 3-ACTIVITIES COMMITTEE:

This committee shall be responsible for scheduling activities of interest to the club. The dates for all activities must be approved by this committee.

Section 4-PUBLICITY COMMITTEE:

This committee shall be responsible for publicizing club activities of interest to the community.

Section 5-SKI EDUCATION COMMITTEE:

This committee shall be responsible for carrying out an effective program of instruction in Alpine and Nordic skiing for members and interested persons. They shall promote participation in the proficiency test and Certified Amateur Ski Instructor Program of the Amateur Ski Instructors Association.

Section 6-MEMBERSHIP COMMITTEE:

It shall be the responsibility of this committee to inform prospective members of the requirements for membership and to inform the club of the fulfillment of these requirements.

Section 7-JUNIOR PROGRAM COMMITTEE: This committee shall be responsible for the organization and operation of a program for the Junior members.

Section 8-TRAILSWEEPINGS COMMITTEE:

This committee shall be responsible for publishing and distributing the club newspaper periodically during the club year.

Section 9-CONSTITUTION COMMITTEE:

This committee shall be responsible for reviewing the constitution and by-laws annually and shall make such recommendations as it sees fit to the club.

January 28, 1988

Section 10-HISTORICAL AND SCRAP BOOK COMMITTEE:

This committee shall be responsible for collecting and preserving a permanent historical record of the club.

The record shall be:

- a. The minutes of all regular club meetings.
- b. An annual report from each committee.
- c. The club membership list including membership classifications.
- d. One copy of all club publications.
- e. One copy of all written club publicity.
- f. The fiscal year end report consisting of:
 - (1) Statement of Income and Expense
 - (2) Statement of Financial Position, the fixed assets section which shall contain a listing of inventory.
- g. A copy of each revision of the Constitution and Bylaws.
- h. The club's scrap book.
- i. Any other pertinent information

Section 11-NORDIC SKIING:

This committee shall be responsible for carrying out an effective program of instruction and activities in Nordic skiing for members and interested persons.

Section 12-DISCOUNT TICKET COMMITTEE:

TRAILSWEEPERS SNOW AND SPORTS CLUB, INC.

BYLAWS

This committee shall be responsible for purchasing discount lift tickets for purchase by club members. The committee shall maintain an inventory of discount lift tickets up to a dollar amount to be determined the last meeting of the previous fiscal year. This amount may be increased or decreased, during the year, by a vote of the membership at a regular meeting.

Section 13-ALL OTHER COMMITTEES:

The President shall appoint all other committees as required.

February 2, 2008

ARTICLE VII-CLUB REPRESENTATIVES

Section 1-SKI COUNCILS:

The President shall appoint delegates and alternates as required to serve as representatives to the ski councils the club votes to join.

Section 2-CONVENTION AND FORUMS:

The President shall appoint delegates and alternates as required to serve as representatives to regional conventions and forums.

Section 3-OTHER:

The club, thought the President, shall appoint all other representatives required.

ARTICLE VIII-CLUB AWARDS

Awards shall be at the discretion of the club. At no time shall the club make cash awards to any member.

September 13, 2001

ARTICLE IX-SKI PATROL

The club may sponsor a ski patrol which will function under the rules of the National Ski Patrol System. The club may award a patrol belt to all members successfully completing all requirements for the National Ski Patrol System.

ARTICLE X-REIMBURSEMENTS

Section 1-INSTRUCTION:

Ski Education shall be a budgeted item. The Ski Education Chairperson shall be responsible for reimbursements within the guidelines set forth by the Ski Education Committee and approved by the Board of Directors.

ARTICLE XI-RULES OF ORDER

Rules contained in Robert's Rules of Order shall govern this organization in all cases to which they apply and in which they are not inconsistent with the club constitution or by-laws or standing rules of the organization.

ARTICLE XII-STANDING RULES

The President shall prepare standing rules which govern the operation and decorum of the club meetings. The standing rules shall not be in conflict with the club constitution or by-laws. Changes or additions to the standing rules shall be made by a majority of the membership, a quorum being present.

9/13/01

ARTICLE XIII-AMENDMENTS

Section 1

Amendments to these by-laws may be made using either of two procedures:

1. Amendments to these by-laws shall be reviewed and voted upon at the second meeting of the month. All proposed amendments must be submitted to the President in writing and published to the club prior to the first meeting of the month.

2. Amendments to these by-laws may also be proposed in accordance with the procedures for proposing constitutional amendments. In either case, adoption of amendments to these by-laws shall require a 2/3 approval of a quorum. In the case of a quorum not being present at this meeting, review and voting will take place at the next meeting in which a quorum is present.

Section 2

These By-laws have been amended on:

TRAILSWEEPERS SNOW AND SPORTS CLUB, INC.

BYLAWS

January 27, 1983
November 17, 1983
January 26, 1984
December 13, 1984
January 28, 1988
September 21, 1989
November 8, 1989
April 11, 1991
February 10, 1994
September 13, 2001
September 13, 2003
February 2, 2008

ARTICLE XIV-FINANCIAL PROCEDURES

Section 1

GENERAL: The following procedures shall be the responsibility of the Treasurer.

- A. He shall submit monthly, and at fiscal year end, a report of the financial status of the club. The report shall consist of a Statement of Income and Expense and a Balance Sheet (Statement of Financial Position).
- B. He shall be responsible for preparation and submittal of all tax forms which apply to the fiscal year of his term of office.
- C. He shall maintain, in a local bank, a safe deposit box which shall contain at least the following documents: a copy of the latest version of the constitution and by-laws, articles of incorporation, documentation supporting the club's tax-exempt status, and the club's current insurance policies.
- D. Trip Refund Policy
 - a. After cancellation date of trip, no refunds shall be given until after the trip.
 - b. Refund only amount not paid out. (Lift tickets to be refunded in full unless the refund increases the cost of group tickets). (Not to be refunded is the participant share of cost of bus or other fixed costs.)
 - c. If there is money in excess of 5% of the advertised trip price after payment of Item b, then it shall be divided equally between all trip participants who are entitled.

9/13/03

Section 2

BUDGET: The Financial Committee shall be responsible for the preparation of the annual budget. This budget shall be presented for approval for a club vote at the first meeting following October 10. An interim budget for operating expenses required prior to approval of the annual budget shall be presented for approval by a club vote at the last meeting of the previous fiscal year. The intent of this budgetary procedure is to authorize, not mandate, the expenditure of funds.

Section 3

DISBURSEMENTS OF FUNDS: The treasurer shall make disbursements without action from the club for:

- a. Funds appropriated in the budget.
- b. Advances approved by the Board of Directors for Sanctioned Events.
- c. Funds specifically authorized by the Constitution or By-Laws.
- d. Discount ticket purchases approved by the Board of Directors up to the dollar amount approved by the members.

All other disbursements shall be governed by the following procedure:

- a. For each item less than \$300, a motion must be made and passed by a majority of quorum.
- b. For each item \$300 or more, a motion must be made and tabled for at least one meeting, and then passed by a majority of quorum.

Section 4

The board may place a surcharge on trips and events to be included in the advertised price. The surcharge shall be established for the start of the fiscal year.

11/13/03