

# CONSTITUTION OF THE RENO SKI AND RECREATION CLUB

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## ARTICLE I: NAME AND PURPOSE

Section 1. The name of this corporation shall be Reno Ski and Recreation Club.

Section 2. Reno Ski and Recreation Club does hereby constitute itself as a nonprofit organization formed for the following recreational, social, civic, charitable, and educational purposes:

Promote skiing and other recreational activities for members and guests of the Reno Ski and Recreation Club;

Sponsor social activities for members and guests of Reno Ski and Recreation Club;

Advance the image of Reno Ski and Recreation Club, skiing in general;

Take an active interest in the development of the sport of skiing as a healthful outdoor recreation;

Develop skill and promote safety in skiing and encourage skiers and members of other organizations to obtain the fullest appropriate use and enjoyment of ski areas at reasonable cost; and

Transact any business and exercise all rights and privileges necessary to achieve the stated purpose of this organization.

## ARTICLE II: MEMBERSHIP

Section 1. Any individual, regardless of sex, ethnicity, or creed, who is over the age of 21 years and who is interested in the purpose of this club and who wishes to aid and assist in the fulfillment of its purpose shall be eligible for membership. Membership shall become effective upon submission of a membership application and payment of the membership fee established by the Executive Board.

Section 2. When a two-thirds majority of the Executive Board votes that a member is detrimental to the best interests and purposes of this organization, the Executive Board shall refund that portion of that member's membership fee which is unused on a month to month prorated basis, not to include the month of revocation if such date falls after the 10th of that month, and revoke his membership. This action shall not be taken unless a certified letter has been mailed to the individual's last known mailing address and the individual informed of the pending revocation action and of the opportunity to appear before the Executive Board.

Section 3. All members are eligible to vote. All members are eligible to hold elective office after a minimum membership of three months.

## ARTICLE III: EXECUTIVE BOARD

Section 1. The members of this corporation assign to the Executive Board their powers, authority and duties relating to the management of the business and affairs of the corporation. The Executive Board shall constitute the policy making body acting for and on behalf of the club membership.

Section 2. The Executive Board shall be comprised of the duly elected officer specified in the Bylaws. The immediate past president shall be an ex-officio member with voting privileges, providing he or she is a current member, except in the amendment of the Bylaws.

Section 3. The Executive Board shall establish such policies and accomplish such actions necessary to

satisfy the purposes of this organization.

Section 4. The Executive Board may refer any matter to the club membership for a vote, provided that the club membership has received advance notice, in writing, of the matter to be considered.

Section 5. Publication of a notice in the club newsletter shall be considered written notice to all club members.

Section 6. A petition signed by 20 percent of the club membership will require a vote by the club membership at a social meeting on the subject of the petition, provided that the club membership has received advance notice, in writing, of the matter to be considered. After the Board reviews the petition, notice of the vote will be published in the next constructed newsletter. Vote will be taken at the next general meeting following distribution of the newsletter.

Section 7. No individual, group or organization shall use the name of Reno Ski and Recreation Club in such a way as to imply official authorization or endorsement without first obtaining permission from the Executive Board.

#### ARTICLE IV: OFFICERS AND ELECTIONS

Section 1. The officers of this organization, as defined in the bylaws shall be elected by a majority vote of the members present and voting at the meeting during which such election is held.

Section 2. Elections shall be held annually at the first social meeting in the month of May, and all officers elected at such time shall assume the duties of their respective offices on June 1.

Section 3. Elections shall be conducted in accordance with the provisions of the Bylaws by an impartial three person committee appointed by the President. Any questions regarding the election shall be resolved by the elections committee.

#### ARTICLE V: MEETINGS

Section 1. This organization shall conduct a monthly social meeting at a time and place designated by the Executive Board and publicized in writing to the club membership.

Section 2. The Executive Board shall meet at least once a month at a time and place designated by the Executive Board and publicize these meetings in writing to the club membership. Meetings may be designated more frequently by a majority vote of the Executive Board or upon call of the President. Meetings of the Executive Board shall be open to all members except when closed by a majority vote of the Executive Board for discussions regarding revocation of membership, removal of an officer, or disciplinary action. Any member may place an item on the agenda for discussion by the Executive Board and all interested club members, by contacting the Secretary at least one day prior to the meeting. Introduction of motions and voting may be done only by members of the Executive Board.

Section 3. Summary minutes of the Executive Board meetings shall be prepared by the Secretary and shall be available for review by any member upon request.

#### ARTICLE VI: FINANCIAL

Section 1. Officers and members of this corporation shall receive no compensation for their services,

with the following exception: A member of the Executive Board, upon fulfillment of his/her term, shall have his/her membership waived for the following year. In the event of job relocation, etc. a member of the Executive Board may have his/ her membership fee refunded, subject to review by the Executive Board. Officers and members of this corporation may receive reimbursement for expenses which incur from official duties and responsibilities, subject to review by the Executive Board.

Section 2. The fiscal year for this corporation shall begin on June 1. Each member shall receive a written financial report within six weeks of the end of the fiscal year or upon a change in the office of the Treasurer. The report shall be prepared by the Treasurer serving during the period covered. The Treasurer shall also keep the Executive Board informed of the financial status of this organization.

Section 3. Revenues shall be deposited in and credited to the account of Reno Ski and Recreation Club. All disbursements shall be made in accordance with policies established by the Executive Board.

Section 4. At any time the Executive Board considers, discusses, or votes upon any matter between this organization and any other organization or individual, any officer having a financial or personal interest in the matter under consideration shall disclose such interest to the other members of the Executive Board and shall refrain from voting.

Section 5. Upon the dissolution or winding up of this organization, its assets remaining after the payment of, or provision for payment of, all debts and liabilities of this organization shall be distributed to the University of Nevada, Reno Ski Team or such other organization, exempt from tax by the IRC Section 501 and as further described in Section 501(c), as the Board of Directors shall decide.

#### ARTICLE VII: AMENDMENTS TO THE CONSTITUTION AND BYLAWS

Section 1. The Constitution of this organization may be amended or repealed only by the affirmative votes of two-thirds of the general membership, provided that the club membership has received at least three weeks advance notice, in writing, of all proposed changes.

Section 2. The Bylaws of this organization may be amended or repealed only by the affirmative vote of two-thirds of the elected members of the Executive Board, provided that the club membership has received three weeks advance notice, in writing, of all proposed changes.

#### ARTICLE VIII: RATIFICATION OF CONSTITUTION AND BYLAWS

Section 1. This Constitution and Bylaws shall be deemed ratified and adopted upon a majority affirmative vote of the club members present and voting at a noticed meeting of the club membership.

Section 2. Voting shall be by secret ballot.

#### ARTICLE IX: INDEMNIFICATION

Section 1. The Reno Ski and Recreation Club shall indemnify any and all of its directors and officers, or former directors or officers, against all costs and expenses reasonably incurred by them or any of them in connection with the defense of any action, suit or proceeding in which they, or any of them, are made parties or a party, by reason of being or having been directors or officers (such expenses include the cost of reasonable settlements made with a view toward curtailment of the costs of litigation). Except in relation to matters as to which any such director or officer shall be finally adjudged in such action, suit or proceeding to be liable for misconduct in the performance of duty. Such indemnification shall not be deemed exclusive of any other rights to which those indemnified may be entitled, under any agreement,

or otherwise.

Revised 6/98

## BYLAWS TO THE CONSTITUTION

### ARTICLE I: PURPOSE

Section 1. The Bylaws provide the organization framework necessary to satisfy the purpose stated in the constitution.

### ARTICLE II: OFFICERS

Section 1. The Executive Board shall consist of the following elected officers: a President, Senior Vice President, Secretary, Treasurer, Vice President Social, Trip Chair, Vice President Membership, Vice President Skiing And Newsletter Editor, Vice President Public Relations. The immediate past president shall be an ex-officio member with voting privileges, except in the amendment of the Bylaws. The Executive Board may designate any additional appointive, non-voting officers they deem necessary. Any appointed officers shall serve at the pleasure of the Board.

Section 2. Officers shall be responsible for the activities and duties corresponding to their titles, shall be responsible to the president of this organization, and may incur financial obligations on behalf of the organization, subject to approval of the Executive Board.

Section 2a. Theft, gross abuse, misappropriation of club property or physical abuse of another member or of any person attending a club function shall constitute detrimental behavior and be just cause for revocation of a person's membership.

Section 3. Officers are encouraged to establish such committees as may be necessary to assist them in the discharge of their duties and responsibilities. Committees are not authorized to incur financial obligations on behalf of this organization without prior approval of the Executive Board.

Section 4. By a two-thirds vote, the Executive Board may for good cause declare vacant any elected office, provided that a certified letter, mailed to the last known address of the officer, has informed the officer of the pending action and of the opportunity to appear before the Executive Board.

Section 4a. Failure by an officer to attend any two consecutive meetings of the Executive Board without good cause will be just cause for the Board's declaring that person's office vacant.

### ARTICLE III: POLICIES

Section 1. Any policies adopted by the Executive Board shall remain in effect until changed by subsequent action on the Executive Board or general membership. A list of adopted policies shall be maintained by the secretary.

### ARTICLE IV: PUBLICATIONS

Section 1. A monthly newsletter shall be mailed or otherwise distributed to all members. The subscription cost shall be included in the cost of membership.

Section 2. The Executive Board may authorize the distribution of the newsletter to non-club members. A

subscription fee to non-club members may be charged at the discretion of the Executive Board.

#### ARTICLE V: ELECTIONS

Section 1. The term of office for elected officers shall be twelve months unless vacated earlier through resignation, removal or recall.

Section 2. Nominations of candidates for office may be made by any member present at the annual election. Prior to balloting, nominees must state their willingness to serve, if elected.

Section 3. The Executive Board shall establish a nominating committee to propose candidates for office. A list of all nominees will appear in the newsletter published prior to the election meeting.

Section 4. Election for each office shall be by secret ballot; even when only a single individual has been nominated for an office, members will be given the choice of "None of the above."

Section 5. The candidate receiving a majority of the votes cast by the members at the annual election shall be deemed elected to that particular office. If no candidate receives a majority, a run-off election will be immediately held between the two candidates receiving the most votes. Should a majority of the votes cast be for "none of the above" the election committee will be instructed to find a new nominee for the office in question, voting to take place at the next general meeting. If a majority vote cannot be attained at the subsequent meeting, then the Executive Board shall elect an officer by a two-thirds majority vote.

Section 6. When an office other than the office of the President is vacated, that office shall be filled by a member appointed by a two-thirds vote of the Executive Board.

Section 7. When the office of the President is vacated, that office will be temporarily filled by the vice president until such time as an election by the club membership may be held. This election must be held within two months of the date of the vacancy.

Section 8. A recall petition signed by 20 percent of the club membership will require a vote by the membership at a general meeting, provided that the club membership has received advance notice, in writing, of the proposed recall action. The recall election shall be conducted by an impartial committee of three club members appointed by two thirds vote of the Executive Board.

#### ARTICLE VI: MEMBERSHIP FEES

Section 1. The Executive Board shall set the membership fees for this organization.

Section 2. The Executive Board may authorize admission or participation fees for club members and guests at club activities.

Section 3. Membership is valid from September 1 through November 30 of the following year. All memberships expire on November 30, regardless of when they are purchased. The Board may approve to offer ½ price memberships available during the months of June, July and August. These ½ price memberships also expire on November 30.

Revised 9/02

## POLICIES OF THE RENO SKI AND RECREATION CLUB

1. A membership drive shall run from September through November.
2. A roster should be printed as soon as possible following the close of the membership drive and updated as needed.
3. The Board shall follow an established timeline of events and activities and update the timeline as needed. This timeline should be discussed at each Board meeting.
4. By May 31st, the Board shall establish a list of recommendations for the next Board (especially unfinished business).
5. The Vice-President will be responsible to see that the scheduling of programs/speakers for the general meeting be done.
6. Brief minutes of meetings should be kept by the Secretary with more in depth recording of voting re: bylaws, articles of incorporation and elections.
7. Facademy Awards shall be held in June.
8. A raffle shall be held at each general meeting and 50 percent of the money collected will be donated to the Club. The remaining 50 percent will be distributed to the winning ticket holder.
9. Fees for team sports will be submitted for Board approval by each team organizer. In general charges will be made to participating individuals to cover fee costs.
10. The Board recognizes the University of Nevada, Reno Ski Swap as a legitimate promotion of ski sport for the Club's membership.
11. All Club sponsored events must be approved by the Board.
12. Any Club activity that involves the Club collecting money in advance falls under the guidelines of trips, with the exception of dinner parties, etc. that are otherwise approved by the Board as social functions. If participants pay the money directly to an outside source (restaurant, park, etc) then the activity is considered a social function instead of a trip.
13. All trips sponsored by the Reno Ski and Recreation Club must be approved by the Board of Directors before any formal advertising can occur or expenditures made.
14. Trip leaders work directly with the Trip Chair. A trip leader will receive a trip leader packet and must sign a copy of the Trip Leader Procedures and Guidelines. The chair is responsible to help trip leaders follow all procedures and to assist and guide the trip leaders. Questions on organizing trips, club procedures, etc. should be directed to the Trip Chair.
15. Money collected by club members for any Club trips or activities is non-refundable unless otherwise stated in writing by the trip leader and approved by the Board.

16. An individual who bounces a check will be charged for any costs incurred and cannot participate in any Club activities or trips until his/her debts are paid.
17. All checks written for Club trips and functions must be made to the Reno Ski and Recreation Club.
18. A person must be a member of the Club at the time they make their first deposit in order to receive a member rate.
19. Members only will be allowed on the Houseboat Trip and Ski Week. Guests may be allowed on the other trips at the discretion of the Board.
20. All trip participants MUST sign a waiver form. All trip participants should be informed at or before the time they make payment of this requirement. Failure to sign the waiver is not grounds for a refund. The waivers should be submitted to the club Secretary to store for a minimum of 4 years.
21. A recap of estimated profit/loss from all social events shall be presented to the Board and Treasurer as soon as possible (preferably within 10 days from completion of the event or earliest Board meeting thereafter) and submitted to the Secretary to keep for club records.
22. All parties and functions are considered potluck unless moneys have been pre-approved by the board
23. The Club will conduct at least one fund-raiser per year.
24. A lifetime membership may be granted to an individual who has provided exemplary service to the Reno Ski and Recreation Club including 3 years as an Executive Board member. This membership must be approved by a two-thirds vote of the Executive Board.
25. The outgoing Treasurer is responsible for ensuring the Club's tax return for his/her year in office is completed and submitted to the current Treasurer by July 15<sup>th</sup>. The current Treasurer is responsible for reviewing the report for accuracy and will submit the form(s) to the IRS no later than October 15th. Copies of the return must be kept as part of the club's permanent record.
26. Signature cards must be updated at least annually immediately following the turnover of officers. 3-4 Board Members will be authorized to sign checks.
27. All club expenses must be approved by the Executive Board and accompanied by a receipt.
28. An annual budget must be completed prior to the present Board's termination of office (prior to May 31). The budget should reflect recommendations for financial matters for the succeeding year.
29. Any resignation of Board members must be submitted in writing and kept as part of the Club's permanent record.
30. All speakers representing a commercial entity shall be approved by the Board.
31. A nominating/election committee will be established no later than March 30th annually. A current list of nominees for offices must be placed in May's newsletter. Elections will be held at the first general

meeting in May and results recorded in the general meeting minutes. The new term of office will commence June 1<sup>st</sup>.

32. Liability insurance must be purchased annually. The Vice-President is responsible to research insurance policies available and make a recommendation to the Board.

33. Robert's Rules of Order shall be used as a guideline at all Board and General meetings.

34. The Secretary will maintain an inventory of all club property.

35. Upon termination of office, board members should transfer records to incoming board members.

36. No members shall be asked to donate money for any charity or cause at any RSRC sponsored activity.

37. Information may be presented in support of certain charitable or service organizations or activities when:

a. Presentations of such organizations/activities are consistent with RSRC purpose stated under Article I: "...Advance the image of the Reno Ski and Recreation Club ..."

b. Presented to the Board in writing and approved in advance.

c. Presented only at general meetings or in the classified link of the RSRC website.

38. No solicitations or presentations, written or otherwise, including by not limited to e-mail, voice mail broadcast messages or faxes, shall be endorsed by the club at any RSRC social events.

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