

BY-LAWS

- I. **NAME:** The name of this organization shall be the Little Rock Ski Club (hereinafter referred to as the "Club").
- II. **OBJECTIVES:** The purpose of this organization is to establish, administer and promote an educational program devoted to the development and training of skiers as a means of healthful recreation and physical fitness; to stimulate interest in skiing; to coordinate and plan activities and ski trips. The Club shall exist as a non-profit organization.
- III. **MEMBERSHIP:** Individuals submitting a completed application and payment of annual dues set by the Board of Directors from time to time, will be admitted as members of the Club upon approval by the Club's Board of Directors. Members are divided into individual memberships and family memberships. Individual members shall be eighteen (18) years of age or older and at least one (1) person holding a family membership shall be eighteen (18) years old or older. Family membership shall include minors accompanied by an adult.

IV. **FISCAL YEAR:** The fiscal year shall extend from July 1 of one year through June 30 of the following year.

V. **BOARD OF DIRECTORS AND BOARD MEETINGS:** A Board of Directors (hereinafter referred to as "Board") shall manage the business of the Club. Only members in good standing with the Club are eligible to serve or be elected to serve on the Board. Directors shall be elected annually by the Club at the April meeting; only members who are present at the meeting and in good standing with the Club are eligible to vote. The total number of directors shall not exceed fifteen (15), the exact number of which shall be determined by the Board. The directors shall be elected for three-year, staggered terms. The Board may appoint a member to fill the unexpired term of any vacancy on the Board.

The Board shall have the authority to act between meetings of the Club to conduct business on behalf of the Club. Any action of the Board may be brought before the membership at any time, by any member, at any meeting of the Club. All activities and actions of the Board shall be available to the membership. The Board shall be chaired by the President of the organization and will meet once a month the date of which shall be determined by the Board. Special meetings of the Board may be called by the President or a majority of the Board. Fifty percent (50%) of the total members of the Board at the time of each meeting shall constitute a quorum at any Board meeting.

VI. **OFFICERS:** The Board shall elect from its membership a President, Vice-President, Secretary and Treasurer. Officers for the coming year shall be elected at the May meeting of the Board.

VII. **MEMBERSHIP MEETINGS:** The Club shall meet monthly, August through May. The Board will set the meeting dates. Meetings are open to guests and visitors; however, attendance at meetings, by individuals who are not members of the club, is limited to two (2) meetings per year. Special meetings may be called by the President and the Board with notice to the membership.

VIII. **COMMITTEES:** There shall be a standing committee designated the Executive Committee of the Board that shall be composed of the four officers (President, Vice-President, Secretary and Treasurer). The Executive Committee will have the authority to act when full Board authority is not possible with the provision that a quorum of three (3) officers is required for such authority.

Such powers and duties exercised by the Executive Committee shall be subject to the ratification or approval of the Board at its next meeting. The Board shall from time to time appoint various committees to carry on functions of the Club. Trip captains shall be selected by the Board.

IX. SEALS, PATCHES, ETC., NEWSLETTERS, AND EDITORS: The Board shall from time to time adopt such seals, patches and other paraphernalia to properly identify the organization. The Club shall publish a newsletter to distribute to its membership. The newsletter will contain information about official club activities, events and trips. Other events or items may be published in the newsletter if approved by the Board. An editor shall be appointed by the Board and may receive such compensation and expenses as approved by the Board.

X. USE OF FUNDS: All funds derived from activities, sale of paraphernalia, trips, functions and other activities of the Club shall be paid to the treasury of the Club. No officer, director or member of the Club shall benefit financially from the proceeds derived from the Club unless otherwise provided in the By-Laws. Trip captains, co-captains or event coordinators who are authorized to organize an official trip or function for the Club may receive a discount towards the cost of said trip or function. The amount of said discount shall be determined by the Board. A member may be reimbursed for expenses incurred to purchase supplies, materials, etc., needed to organize an official function or conduct business on behalf of the Club when supported by appropriate documentation and authorized by the Board. The Club may sponsor activities and functions in conjunction with the purposes of the organization.

XI. AMENDMENTS: These By-Laws may be amended by a majority vote of the membership present at any regular meeting, provided said proposed amendment has been submitted to the membership in writing at least two weeks prior to the meeting.