

SKUNK HOLLOW SKI CLUB

Constitution and By-Laws

Amended Constitution & Bylaws April 2018

ARTICLE I. NAME

This club shall be known as Skunk Hollow Ski Club and shall be a not for profit corporation, chartered in November 1960, in the state of Illinois, and shall be referred to hereinafter as The Club. The Club shall also be known as Skunk Hollow Ski & Snowboard Club.

ARTICLE II: PURPOSE

The Club is organized to develop, promote and actively participate in winter ski & snowboard activities and related social and sport activities.

ARTICLE III: MEMBERSHIP

Section 1. Membership is open to all persons age twenty-one and over who pledge to abide by the Constitution and by-laws, to conduct themselves in a socially acceptable manner, and to assist the Officers in accomplishing those objectives stated in Article 11, Section 1, to the best of their abilities.

Section 2. Applicants must be accepted by a majority of the Executive Board at an official meeting.

Section 3. Any member guilty of misconduct, as determined by the Executive Board, may be suspended for a specified period or expelled by the Executive Board after due notification to said member and a hearing upon said member's request.

Section 4: Any person who applies for membership and is accepted shall pay annual dues as specified in the By-Laws. Dues entitle each member to participate in Club functions, receive Club correspondence and constitution. Further, The Club may maintain membership in the Chicago Metropolitan Ski Council (CMSC). Club dues entitle members to participate in all Council activities on a Club basis.

Section 5. Dues are payable September 1st of each year and remain in effect until the following August 31st. Renewal dues must be paid by October 1st. Members who fail to renew by October 1st shall apply for membership as specified in the By-Laws for new members.

Section 6. Members whose dues are in arrears, or who have other financial obligations to The Club not paid within thirty (30) days from date of occurrence, may not participate in any Club function.

ARTICLE IV: ORGANIZATION

Section 1. The Elected Officers shall be President, Vice President/Trip Chairperson, Treasurer, Membership Chairperson, Social Chairperson, Recording Secretary and Corresponding Secretary.

Section 2. Standing Committees shall be as specified in the By-Laws and as may be required, chairpersons of which shall be appointed by majority vote of the elected Officers.

Section 3. The Executive Board shall consist of the Elected Officers.

Section 4. The duties of the Officers, Parliamentarian, Committee Chairpersons, and appointed individuals shall be as specified in the By-Laws.

Section 5. Only for the purpose of the corporate registration annual report submitted to the Illinois Secretary of State, the corporate directors may be the President, Treasurer and Recording Secretary, and/or any member in good standing as designated by the Board.

Section 6. Terms of office for elected Officers shall be one (1) year, to coincide with The Club's fiscal year.

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Section 7. The Club's fiscal year shall be from June 1st to May 31st.

ARTICLE V: MEETINGS, CONSTITUTIONAL AMENDMENTS & BY-LAW CHANGES

Section 1: The first Business Meeting in the month of April shall be the General Assembly. If a quorum is not present, the General Assembly will be the next Business Meeting when a quorum is present prior to June 1st.

Section 2. The General Assembly by majority vote of members present, shall elect the officers and auditors who shall be installed prior to May 31st. A quorum consisting of 15% of the membership as of March 31st of the year of the election must be present. Absentee ballots will be counted in voting, but do not count as part of the quorum.

Section 3. The General assembly shall elect three (3) auditors.

Section 4: The Nominating Committee shall present its report at the March Business Meeting and at the General Assembly in April.

Section 5. Business Meetings shall be the first meeting of each month. All members shall receive notification prior to the meeting.

Section 6: The Club's Constitution may be amended only at the General Assembly. All motions to amend The Club Constitution must be presented to the presiding officer at the February Business Meeting and read at the March Business Meeting. Each member shall be notified of such motions prior to the March Business Meeting.

Section 7. Motions to amend the By-Laws shall be presented to the presiding officer two Business Meeting prior to its proposal, read at the next Business Meeting, and proposed at the following Business Meeting. Each member shall be notified of each motion prior to the first reading of said motion.

Section 8. Motions to amend The Club's Constitution and/or By-Laws shall require two-thirds (2/3) of the votes received by full members. A quorum must be present at the meeting. Absentee ballots will be counted in voting, but do not count as part of the quorum.

Section 9. A quorum shall consist of fifteen percent (15%) of all full members as of March 31st.

Section 10. Meetings shall be conducted in accordance with Robert's Rules of Order where it is not in conflict with The Club's Constitution.

Section 11. The Executive Board shall hold meetings as called by the President, at least one per quarter.

Section 12. All motions at the Board Meetings shall require a simple majority of the Board members.

Section 13. The Board shall call special meetings for the general membership, if necessary, or if seven (7) members or more request such a meeting in writing.

Section 14. The general membership, by three-fourths (3/4) vote of the members present at a Business Meeting that meets the requirements of a quorum may veto any action of the Board.

ARTICLE VI. GENERAL PROVISIONS

Section 1. The Club may not be dissolved or its name changed if five (5) or more members vote contrary to such a proposal, provided said members desire to uphold The Club's Constitution.

Section 2: Should The Club disband or cease to exist, the Board will donate remaining funds and property to a non-profit organization.

Section 3. No Officer, committee member, or other agent of The Club shall be liable to any member or guest for any act or omission when such Officer, committee member or other agent is acting on behalf of The Club. Acceptance of Club membership under the terms of this Constitution shall constitute an acceptance of this waiver of liability on behalf of the member.

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Section 4. No Officer, agent or representative of The Club shall be personally liable for any debt of The Club or for any judgment or claim against The Club.

BY-LAWS

Paragraph 1. THE PRESIDENT: provides leadership and overall direction and administration of The Club. The President shall:

- a. Abide by the Constitution and By-Laws.
- b. Establish basic policies within which the various activities are carried out.
- c. Guide and develop the various activities in terms of objectives.
- d. Be an ex officio member of all standing committees.
- e. Preside at all meetings of the Club and call Board Meetings at least once per quarter.
- f. Be responsible for inter club relations.

After serving in this capacity for at least one (1) full year. The President may renew his/her membership in The Club, without payment of dues for 1 year and every year after that may renew with payment of 50% of current dues, upon annually contacting the Membership Chairperson and completing a membership renewal application.

Paragraph 2. THE VICE PRESIDENT:

- a. Directs and co-ordinates all major activities toward achieving objectives in accordance with established policy and instructions issued by the President.
- b. Is responsible for effective operation of The Club.
- c. Shall be President pro-tem of all committees.
- d. Assists the President and performs the duties of the President in case of absence.
- e. Shall present a selected summary of items discussed at the Board Meeting to the general membership at the first Business Meeting after the Board Meeting.
- f. Shall maintain inventory control of Club property and conduct a bi-annual (June and December) inventory of the same.
- g. May be Trip Chairperson.

Paragraph 3. THE CORRESPONDING SECRETARY:

- a. Shall compile, publish and send written notice (Newsletter) to each member said notice to include all activities of The Club for the month.
- b. Shall maintain up-to-date membership and social mailing lists.
- c. Handles all mailings of publications.

Paragraph 4. THE RECORDING SECRETARY:

- a. Shall keep accurate minutes of each Business Meeting, which may be read at the following Business Meeting.
- b. Shall keep accurate minutes of each Board Meeting, and a copy of said minutes sent/given to each Board member with notification of the next Board Meeting at least one (1) week prior to such called meetings.

Paragraph 5. THE TREASURER:

- a. Plans and directs the Club Treasury activities which include the care and custody of the funds and other financial assets and supervision of the banking and insurance functions of The Club.
- b. May be placed under bond, the cost of which shall be borne by The Club.
- c. Is responsible for the development of information to appraise operating results in terms of cost, budgets, trends, and increased solubility.
- d. Keeps accurate account of The Club's income and disbursements.

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- e. Shall issue a balance sheet once per quarter based on the fiscal year.
- f. Shall deposit all monies in the bank in the Club's name.
- g. Shall carry the total financial responsibility and may appoint assistants to handle money at various Club affairs.
- h. Shall act as Treasurer of all committees. All payments shall be made by the Treasurer and not directly from cash income.
- i. Shall Prepare financial documents, call and conduct meeting of the auditors for the purpose of conducting the audit as specified in paragraph 18 "The Auditors". Present the final audit to the Executive Board.

Paragraph 6. THE TRIP CHAIRPERSON:

- a. Shall develop a trip schedule by August 1st and promote said trip schedule for the ski season.
- b. Is responsible for the trip program and must appoint Trip Leaders, other than himself/herself for at least two (2) trips of the total schedule. The Trip Leaders shall keep an accurate and separate record of all monies received and expenditures for each trip led, shall be responsible for the transportation schedule, room accommodations, arranging for ski instructions, and be conversant on the area visited on the trip. On Midwestern trips of three days or less, or other trips as designated by the board, the cost of the trip for the Trip Leader shall be borne by The Club excluding the cost of the transportation which shall be borne by the trip leader. On all other trips, the Trip Leader shall receive a discount applied to the appropriate package utilized by the Trip Leader from among the published packages available to the General Membership in proportion to the number of persons in attendance on said trip, as follows:

Minimum of 16 persons, 25% discount;
17-24 persons, 35% discount;
25-32 persons, 50% discount;
33-40 persons, 65% discount;
41+ persons, 75% discount.

But, in no case shall he/she receive a discount of less than fifteen percent (15%) of the cost to a Club member. Any discounts or cost reductions on items included in the cost of the trip to a Club member shall be used to reduce the total package cost to the Club and shall not be applied to the Trip Leader or any other Officer. The Trip Leader shall be allotted a contingency fund of an amount to be determined by the Board, not to exceed Twenty Dollars (\$20.00). An Alternate Trip Leader may receive a discount as determined reasonable and proper by the Board.

- c. Shall Develop and maintain a "Ski Trip Policy" document and present to the Executive Board for discussion and approval prior the start of ski season each year. The policy will cover: sign up, payment schedule, waiting list, cancellation, refund and other items as necessary.

Paragraph 7. THE MEMBERSHIP CHAIRPERSON:

- a. Shall collect membership dues.
- b. Shall maintain accurate records of all membership.
- c. Shall submit a report at each Business Meeting of all new members and dues collected.
- d. Shall publish a Club Directory by January 15th and a supplement to this list by April 30th.
- e. Shall issue a copy of the Constitution, and Directory to each new member.
- f. Shall submit full information to the Board on all new members.

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- g. May be Hospitality Chairperson.

Paragraph 8. THE SOCIAL CHAIRPERSON:

- a. Plans, directs, and coordinates The Club's social activities which include entertainment at Business and of the Meetings, Club sponsored social events and social activities of The Club.
- b. Shall be responsible for planning and carrying out social functions each year and others as needed, and for developing new entertainment ideas.
- c. For social and other events as designated by the Board, the cost of the event for the Leader shall be borne by The Club to a limit of the cost of the event excluding transportation, meals and personal expenses. On social weekend trips, the amount to be borne by The Club shall be reasonable and proper as determined by the Board.

Paragraph 9. STANDING COMMITTEES:

As may be required.

Paragraph 10. BOARD APPOINTED INDIVIDUALS:

President shall appoint individuals to positions: CMSC Association Representative/Public Relations, Webmaster, racing chairperson, parliamentarian and other positions as needed. The Executive Board will approve said appointments.

Paragraph 11. RACING CHAIRPERSON:

- a. Shall be responsible for the racing programs of The Club.
- b. Shall be responsible for setting the course and conducting all intra -club races. and with CMSC Representatives.
- c. Shall represent The Club in arranging all intra -club and CMSC races.
- d. Shall certify that all members participating in races are members in good standing.
- e. Shall obtain and present trophies and prizes on behalf of The Club.
- f. Shall be the Club liaison or contact to the CMSC Race committee.

Paragraph 12. THE PUBLIC RELATIONS CHAIRPERSON:

- a. Shall keep an accurate list of all news outlets, such as newspapers, radio, and TV, and keep these outlets advised of current events of The Club.
- b. Shall keep The Club scrapbook of all activities of The Club.
- c. Shall compile and publish introductory information brochures and related items for the annual fall Ski Show convention.

Paragraph 13. THE HOSPITALITY CHAIRPERSON:

- a. Shall greet all visitors and new applicants for membership.
- b. Shall introduce these individuals to the Officers and general membership.
- c. Shall answer questions and distribute information concerning The Club at all meetings and social events.

Paragraph 14. THE PARLIAMENTARIAN:

- a. Shall interpret and enforce The Club Constitution.
- b. Shall maintain a file of all suggested changes to the Constitution, draft amendments and By-Laws.
- c. Shall present motions in accordance with the Constitution.
- d. Shall assist in an advisory capacity to the Board and general membership.
- e. Shall be Sergeant-At-Arms. The immediate past President shall act as Parliamentarian. However, should the past President be unable to serve or should the President succeed him/herself in office, the Parliamentarian shall be an appointed Board position.

Paragraph 15. THE SERGEANT-AT-ARMS:

- a. Shall maintain order at the meetings.

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- b. Shall be responsible for verifying the age of each individual at every meeting and Club sponsored event to be at least twenty-one (21) years.

Paragraph 16. THE SOCIAL ASSISTANT:

Shall aid the Social Chairperson in coordinating The Club's social activities; in particular, he/she shall be responsible for entertainment or activities at Business and Social Meetings.

Paragraph 17. THE NOMINATING COMMITTEE:

Shall be appointed by the Board no later than January 1st. This committee shall present a slate of Officers for the next term to the general membership at the February Business Meeting and at the General Assembly in March, including nominations from the floor. It shall submit a voting ballot to the members, and handle the counting of the vote.

Paragraph 18. THE AUDITORS:

- a. Shall conduct an annual audit just prior to release of all records to incoming Officers. A written report will be presented to the Officers and members at the first meeting of the fiscal year. Subsequent reviews must be made by at least one Auditor semi-annually to insure that proper bookkeeping procedures are followed and proper financial records are maintained.
- b. Any group of seven (7) members may request in writing, at any time, an audit of The Club's financial or other records.
- c. The annual audit shall be conducted by June 1st, and the semi-annual review shall be conducted by , December 1st.

Paragraph 19. DELEGATES TO THE CHICAGO METROPOLITAN SKI COUNCIL (CMSC)

- a. There shall be three (3) appointed delegates to CMSC. They shall also attend meeting of other organizations as necessary. The Association Representative shall automatically be a delegate.
- b. There shall be two (2) appointed alternate delegates to CMSC.
- c. All Delegates shall:
 - 1. Attend CMSC meetings.
 - 2. Represent the Club at these meetings.
 - 3. Submit a report to the Board in the absence of the Association Representative.
- d. In addition, the Association Representative shall:
 - 1. Submit a report to the Board after each meeting attended.
 - 2. Submit an article for each issue of the CMSC Midwest Skier geared toward attracting new Club members.

Paragraph 20. THE WEBMASTER:

- a. Shall be responsible for creating and updating the Club website.
- b. Shall be responsible for insuring that the annual costs of the website are paid in a timely manner and the registration fees for the Club URL are paid bi-annually.
- c. Shall continue to seek and find the best value web hosting service.
- d. Shall update the website as directed by the Board

Paragraph 21. Each Board member shall attend all Board and Business Meetings. If a Board member is unable to attend said meetings or perform the office at a Club function, it is required that said member appoint a representative to act in his/her behalf. Said member shall inform the President of the absence, reason, and name of representative. If any Board member is absent from three (3) consecutive Business and/or Board Meetings without valid reason, or resigns, an alternate shall be appointed by a majority vote of the Executive Board.

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Paragraph 22. Any member who at any time collects any monies on behalf of The Club shall make an accurate records of what monies were collected and shall turn over a copy of this written record with the monies to the Treasurer, President or presiding Officer on the night of collection.

Paragraph 23. Any member who at any time shall be responsible for, or appointed to, perform a duty for The Club which will incur any expense to The Club shall be required to present a written estimate of such expenses to the Board before committing The Club to such said expense.

Paragraph 24: Each member of the Executive Board, Parliamentarian, Racing Chairperson, CMSC Representative and Webmaster shall be entitled to one vote on each motion while in attendance at Board Meetings with the exception of the president who votes only to break ties. In the event that a person holds multiple board positions at no time should the said board member have more than one vote to cast on any motion.

Paragraph 25. Executive Board Members may receive a Fifty Dollar (\$50.00) discount on one ski trip during their term in office. Such discounts will be authorized as a general expense and not deducted from any particular trip. Only one discount is allowed per Officer per year. Standing Committee Chairpersons and Appointed Committee Members Shall receive a Fifty Dollar (\$50.00) discount on one ski trip during their term in office. Discounts will be pro rated, as determined by the Board, if unable to fulfill a full term.

Paragraph 26. Any person age twenty-one (21) and over may apply for a Full Membership. A Full Member is entitled to a newsletter, a membership directory, and member benefits. New members desiring to join for a full membership shall apply for membership by completing the application, paying the full amount of the regular membership dues for their category, and submitting the application and fees to the membership chairman or other board member. New members are subject to Board approval."

Paragraph 27. New members desiring to join during the summer months from April 1st through August 31st shall pay dues of Ten Dollars (\$10.00). These summer dues shall apply to Full Membership dues if the person applies for Full Membership by October 1st of the same calendar year as the summer membership.

Paragraph 28. Any non-member participating in Club ski functions or social functions must be at least twenty-one (21) years of age, as determined by the Board.

Paragraph 29. Members entering the Armed Forces shall be credited with dues for the balance of the year in which they return. They shall be carried as members while in service.

Paragraph 30. Each Board member shall submit a written report to the Treasurer of all monies collected during their term of office prior to the end of the fiscal year.

Paragraph 31: New and old members of the Board shall meet together at Board and Committee meetings during May and June.

Paragraph 32. Deposits and payments will be accepted by The Club for any scheduled ski trip in an amount to be determined by the Board. Final payment for Midwestern trips of three (3) days or less or other trips as determined by the Board shall be paid in full fifteen (15) days before departure of the trip. For cancellations up to fifteen days (15) before departure, of the trip, deposits and payments are refundable in full. For cancellations within the fifteen (15) day period before departure of the trip, at the discretion of the Board, deposits and/or payments will be rebated in relation to the set costs incurred by The Club. Final payment for western trips or other trips as designated by the Board shall be paid in full thirty (30) days before departure of the trip. For cancellations to thirty (30) days before departure of the trip, deposits are refundable in full and afterwards at the discretion of the Board. For trips where The Club is required to enter into a contract, the terms of which are at variance with other provisions of this paragraph, the term of

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the contract shall be given to all persons tendering a deposit on the trip and all such terms and conditions shall become binding upon them. A non-member who has signed up for a ski trip may be replaced by a member provided the member has paid in full by the date final payment is due.

Paragraph 33. All checks or withdrawals drawn on accounts of The Club must be signed by two of the following: President, Vice President/Trip Chairperson, Treasurer, Social Chairperson.