

SANDUSKY SKI CLUB CONSTITUTION

(REVISED November 17, 2014)

ARTICLE I NAME OF CLUB

SECTION 1. The club shall be known as the Sandusky Ski Club, Inc. This club shall be a corporation organized not for profit in accordance with the laws of the State of Ohio.

ARTICLE II CLUB PURPOSE

SECTION 1. The purpose of the Club is to form an active, non-profit organization which provides skiing and social activities to its members and to promote and develop organized skiing, ski instruction, ski safety, skill, and education.

ARTICLE III MEMBERSHIP

SECTION 1. Any person twenty one (21) years of age or older with an interest in skiing and upon payment of yearly dues shall be considered an adult member in good standing. All adult members shall be considered voting members. All members are entitled to receive a copy of the Constitution and By-Laws upon request.

SECTION 2. Persons under twenty one (21) years of age may be Junior members provided that at least one guardian (parent, grandparent, aunt, uncle etc) shall be an adult member in good standing and shall accompany the junior member and shall be directly responsible for the junior member at all Club functions. Junior members shall have no voting privileges. Junior members shall not consume alcohol at or during Club functions.

SECTION 3. All members shall have preference before non-members for all Club functions providing the member complies with any reservation or payment deadlines for the function.

SECTION 4. The Board of Directors shall have the power and authority to discipline, suspend, or expel a member for good cause by a 3/4 majority vote of the Board members voting provided a quorum exists. Members will be notified prior to disciplinary action. An explanation and hearing before the Board of Directors shall be the right of each member prior to disciplinary action. Good cause shall include but not limited to:

- Failure to pay dues as specified in Article VIII
- Conduct considered detrimental to the Club welfare
- Failure to meet financial responsibility as specified in the Constitution and By-Laws.

SECTION 5. Voluntary termination of membership can be made by submitting a written resignation to the Membership Chairperson.

SECTION 6. Membership dues shall not be refunded upon termination.

ARTICLE IV OFFICERS

SECTION 1. Trustees. For the purposes of the corporation, the officers shall serve as trustees.

SECTION 2. Board of Directors. The Board of Directors shall be comprised of the elected officers.

SECTION 3. Officers. The officers of the Club shall be the President, Vice-President, Treasurer, Secretary, Two (2) two (2) – year directors and one (1) one (1) – year director. No officer shall hold more than one office at any time. No member shall be elected to the office of President or Vice-President for more than two consecutive terms. There shall be no term limitation for any other office.

SECTION 3.1. The offices of President, Vice-President, Treasurer, and Secretary shall be elected for a term of one (1) year at the general election conducted in accordance with the By-Laws.

SECTION 3.2. The office of two (2) year director shall be elected for a two (2) year term, one director being elected each year, at the general election conducted in accordance with the By-Laws.

SECTION 3.3. The office of one (1) year director shall be filled by the immediate Past President. In the event a President is elected to a consecutive term, a one (1) year director shall be elected for a term of one (1) year at the general election conducted in accordance with the By-Laws.

SECTION 3.4. Officer's terms shall commence at the Installation and Awards Banquet and shall terminate at the following Installation and Awards Banquet.

SECTION 4. Officer Election Procedures.

SECTION 4.1. Eligibility. Only adult members in good standing shall be eligible to be nominated for and elected to an office. An eligible candidate may be nominated for more than one elected office. If so elected to an office, the candidate is no longer eligible for another office.

SECTION 4.2. Nomination. A Nominating Committee Chairman shall be appointed by the President by the second meeting in February. The Chairman shall form a committee and compile a slate of candidates for each elected office.

SECTION 4.3. The slate of candidates shall be presented at the first meeting in March. Additions to the slate for each office shall be accepted from the floor at this time.

SECTION 4.4. Candidates for an office may campaign at the second meeting in March.

SECTION 4.5. Elections. Elections of Officers shall occur at the first meeting in April and shall be conducted by the Nominating Committee, provided a quorum exists. If a quorum does not exist, the elections shall take place at the next meeting a quorum exists. Only adult members in good standing are eligible to vote.

SECTION 4.5.1. Election Order. The election of officers shall be conducted in the following order: President, Vice-President, Treasurer, Secretary, two year director, special one year director if required.

SECTION 4.5.2. Successful Candidates. The successful candidate for each office shall be the individual who receives a majority of the ballots cast by the members present + absentee ballots provided a quorum exists. If no majority exists a run-off ballot is required.

SECTION 4.5.3. Non-Successful Candidates. The non-successful President candidates automatically become candidates for the office of Vice-President unless the candidate(s) decline(s) prior to the election.

SECTION 4.5.4. Run-Off Balloting. When run-off balloting is required to establish a majority vote for an office, that number of candidates receiving the most votes whose votes total at least a majority on the previous ballot shall be re-entered on the run-off ballot. Procedures for absentee ballots in Run-Off ballots are contained in the By-Laws, Paragraph 1.4.1.

SECTION 5. Removal of Officers. An officer may be removed from office by a 2/3 majority vote of the Board of Directors and a 2/3 majority vote of the general voting membership.

SECTION 6. Loss of Officers.

SECTION 6.1. The Vice-President shall automatically fill a Presidential vacancy. A Vice-President who becomes a President pursuant to this provision shall be eligible to run for two consecutive terms in accordance with the procedures in this Constitution.

SECTION 6.2. The Board of Directors shall appoint a replacement for any other vacant office for the remainder of the term except as specified in section 6.1.

SECTION 7. Officers Duties. The duties of each officer shall be as specified by the Policy Booklet.

SECTION 8. Committee Chairpersons. The President with the approval of the Board of Directors shall appoint required Committee Chairpersons for a term of one (1) year or as specified in the By-Laws.

SECTION 8.1. Committee Chairpersons may choose additional members to assist with the duties of the committee if desired.

ARTICLE V GOVERNMENT

SECTION 1. The government and operation of the Club shall be vested in the Board of Directors.

SECTION 2. The Board of Directors shall insure that the Club operates within the Constitution and the By-Laws.

SECTION 3. Quorum.

SECTION 3.1. Board of Directors Quorum. A quorum of the Board of Directors shall consist of a minimum of five (5) members of the Board of Directors for Board meetings.

SECTION 3.2. Membership Quorum. A quorum of the membership shall consist of twenty percent (20%) of the voting membership. Absentee ballots shall be counted toward the quorum-when used.

SECTION 4. The general voting membership shall have the final and unqualified right to:

- a. Make amendments in the Constitution in accordance with Article VII of the Constitution.
- b. Make changes in the By-Laws in accordance with Item 5.0 of the By-Laws.
- c. Elect officers in accordance with Article IV, Section 4.

SECTION 5. The Board of Directors shall have the power of veto of all decisions of the general voting membership except those specified in Article V, Section 4 and 6 by a 3/4 majority vote of the Board Members voting, provided a quorum exists.

SECTION 6. The general voting memberships may override the veto of the Board of Directors by a two-thirds (2/3) majority vote of the members voting.

SECTION 7. Any time and effort expended by any officer or member shall be understood to be voluntary and non-remunerative.

ARTICLE VI MEETINGS

SECTION 1. Board of Director Meetings. Meetings of the Board of Directors shall be called by the President or Vice-President. A minimum of six Board meetings per year shall be called.

SECTION 2. Regular Club Meetings. The regular Club meetings are as follows:

- a. May through August as scheduled by the President.
- b. September on the third Monday, subject to necessary rescheduling by the President.
- c. October through April on the first and third Monday of each month, subject to necessary rescheduling by the President.
- d. April or May at the Installation and Awards Banquet as scheduled by the Banquet Committee.

SECTION 3. Minutes of the Board of Director and the regular club meetings shall be kept by the club Secretary.

SECTION 4. Unless otherwise specified in the Constitution or By-Laws, all business meetings shall be governed by and subject to Robert's Rules of Order. No business shall be transacted unless a quorum is present.

ARTICLE VII AMENDMENTS

SECTION 1. Amendments to the Constitution shall require a two-thirds (2/3) majority vote of the members voting provided a quorum exist.

SECTION 2. The general voting membership shall be notified by Club newsletter and electronic means, such as e-mail of any proposed constitution amendments at least thirty (30) days prior to reading, discussion and voting on any proposed amendment.

ARTICLE VIII DUES

SECTION 1. The Board of Directors shall determine the amount of yearly dues. The amount of yearly dues for a given year shall be listed on the membership form for that year.

SECTION 2. Yearly renewal dues are payable on or before the first meeting of November. Each member shall fill out a membership renewal form which shall be submitted with the dues. New member dues shall be submitted with the membership application. Any current member who does not pay dues by the November deadline shall have their membership terminated and be subject to new member qualifications. Dues are valid for the period from 1 May through 30 April of the following year.