



INSERT CURRENT LOGO

INSERT PAGE NUMBERS

GLOBAL by-laws/bylaws; non-refundable/nonrefundable; non-profit/nonprofit

ENSURE TWO SPACES AFTER A PERIOD

SUNCOAST ALPINE SKI CLUB, INC.

<a/k/a>ALSO KNOWN AS TAMPA BAY SNOW SKIERS AND BOARDERS
BY-LAWS

(As Amended to May 1, 2006) <update>



Section 1. Purpose <replace point with colon and underline>

The SUNCOAST Alpine Ski Club, Inc. is a non-profit corporation chartered in the state of Florida for the purpose of promoting skiing, organizing planned trips to ski resorts and vacation destinations, and hosting social functions for members and guests.

Section 2. Membership <replace with colon and underline>

2.1 1. <strike first sentence> Membership in the SUNCOAST Alpine Ski Club shall be open to those approved by the majority of the <global and cap Board of Directors> board of directors. Those making application for membership pledge themselves to observe and be governed by the charter, <global>by-laws, and rules of <search the club and cap club globally> the club by the direct action of the majority of the general membership, the board of directors, and the club's officers and to cooperate in the accomplishment of the aims and purposes of the organization.

2.2 2. Type of Membership<colon>

2.2(a) 2.1 General Membership:

General <uncap>Memberships shall be those individual persons accepting membership by signing a Tampa Bay Snow Skiers Trip Application and paying the required trip deposit<insert comma> (a portion of which is <uncap> <global>Non-Refundable), and who are 18 years or older. <insert one space>Each individual member of the General Membership Unit shall have one vote and shall enjoy all benefits of membership, with the exception as stated in <2.2(b)>2.2. <strike following sentence> All individuals using the same mailing address will be considered part of the General Membership as long as one family member has a current Tampa Bay Snow Skiers Trip Application and has a deposit on file with in the current ski season.



2.2(b) 2.2. Social Membership:

All individuals who wish to become a member of the club, but choose not to ski, can pay a nominal fee<insert comma> (set by the Board) <insert comma> and enjoy all the rights and privileges of the General Membership. Applicants will fill out a Tampa Bay Snow Skiers Trip Application with the word<s> "Social Members" written in the Destination portion of trip <uncap>Application. Social <uncap>Membership Fees are <uncap>Non Refundable.

2.2(c) 2.3 Participation of minors:

The board of directors, at its discretion, may elect to close certain functions, activities or trips to minors when the board of directors determines it to be in the best interest of the general membership.

2.3 3. Application for membership<colon>

2.3(a) 3.1. Application<colon>

Signing a Trip Application and depositing money on a Tampa Bay Snow Skiers Regular Season Ski Trip will complete application for membership. <strike following sentence and replace with All trip application may be referred to the Board of Directors.> All Trip applications will be referred to the Board of Directors for consideration and approval or rejection. If rejected, all funds will be returned to the traveler

2.3(b) 3.2. Application of minors <colon>

Application of minors must be accompanied by a waiver of any liability for injuries suffered as a result of any activity as a member of the ski club <strike "and" insert comma> and relieving its officers, directors or legal representatives, trip leaders or agents of any damages due to such injuries. The parents or guardians of the applicant must sign a waiver. Minors accepted for membership will be subject to the restrictions set forth in section <2.2(c)> 2.3.

2.4 4. Admission<colon>

Upon approval of a majority of the board of directors such applicant shall be received into the general membership and shall enjoy the rights and privileges accorded by the charter, by-laws and rules and regulations of the board of directors.

2.5

5. Termination of membership <colon>

<SEPARATE> 2.5(a) 2.5.1. The board of directors may terminate a membership for cause. Grounds for termination are:

2.5(b) 5.1.1. Acting contrary to the by-laws or rules in a flagrant and intentional manner.

2.5(c) 5.1.2. Acting in any way to cause severe discredit to the club while participating in any club activity.



2.5(d) 5.2. The member must be notified two weeks in advance of such action and be permitted an opportunity to respond. A 2/3-~~strike hyphen~~ majority vote of the board of directors is required to terminate membership.

2.6 6. **Reciprocity** ~~colon~~

A member of another Florida ski club~~insert comma~~ which is a member of the Florida Ski Council~~insert comma~~ may be extended the courtesy of participating in a ski trip sponsored by the Suncoast Alpine Ski Club on a reciprocal basis without payment of membership dues.

Section 3. ~~replace with colon~~ **Dues and Fees** ~~bold and underline~~

3.1 1. The board of directors will set dues.

3.1(a) 1.1 All membership fees will be added to the price of the trip. In the Tampa Bay Snow Skiers application the following statement will be added "By Signing this Trip application ~~insert comma~~ I acknowledge that a portion of my deposit will cover my annual membership fee and is non-refundable, and by signing this form I am applying for membership in the Tampa Bay Snow Skiers."

3.2 2. The fiscal year of the club will be from May 1 ~~strike of one year~~ of one year to April 30 of the following year.

3.3 3. Other fees or charges ~~cap and bold, add colon~~

No member shall be liable for any assessment or fees other than dues, fees or charges specified by these by-laws and those charges for participation in an activity or trip sponsored by the club.

3.4 4. Participation in trips or activities ~~cap and bold, add colon~~

Except with the prior approval of the board of directors, participation in trips and activities is restricted to members in good standing.

Section 4. ~~replace with colon and underline~~ **Officers - Board of Directors**

4.1 1. **President** ~~colon~~

The president shall superintend the business of the club, preside at all general membership meetings, board of directors meetings and only in case of a tie shall cast the deciding vote. In matters requiring a 2/3 majority vote~~insert comma~~ the president shall vote in all cases. He/she shall be chairman of the board of directors. He/she shall sign all minutes of all meetings. He/she shall be custodian of all deeds and documents of value, cups, medals, trophies and other properties of the club. He/she shall maintain an inventory thereof in the minutes book and transfer the same to his/her successor. The president shall be an ex-officio member of all committees.

4.2 2. **Vice president** ~~colon~~

The vice president shall, in the absence of the president, discharge his/her duties. In the absence of both the president and the vice president, the board of directors shall elect a chairman pro-tem ~~strike hyphen~~ from their own number. The vice president shall be an ex-officio member of all committees.



4.3 3. **Secretary** <colon>

The secretary shall keep the minutes of all meetings of the general membership and the board of directors. He/she will keep the official copy of the club rules and such other books and records required by law or deemed necessary by the board of directors. He/she shall have custody of the corporate seal. He/she shall be responsible for all correspondence sent in the name of the club, its officers or directors and shall retain a copy of each such correspondence in his/her file. The secretary will discharge such other duties as may be assigned by the board of directors, the president or vice president.

4.4

4. **Treasurer** <colon>

4.4(a) 4.1. The treasurer shall be responsible for receiving and disbursing all moneys <monies> or negotiable instruments of the club. He/she shall secure and file complete vouchers for all expenditures including those for trips and shall keep full and accurate accounts <insert comma> thereof making report to the general membership, in such form as to show the financial condition of the club and the results of its yearly operations. All checks on all bank accounts may be signed by any two of the following: president, vice president, treasurer or as directed by the president.

4.4(b) 4.2. The treasurer will submit all financial records of the club to a professional accountant at the end of each fiscal year or on termination of his/her official capacity, whichever is sooner, for a review. He/she shall assist said accountant with the review, and, not later than the <cap> august board of directors meeting, submit the review to the <global cap> board. The treasurer's liability shall end upon acceptance of the review by the board of directors <insert comma> regardless of the date of determination of his/her office. A summary of the review will be presented to the membership at the September meeting.

4.5 5. **Board of directors** <colon and cap>

The board of directors shall consist of the officers of the club and five others elected by the general membership. The immediate past president shall be an ex-officio voting member of the board of directors.

4.6 6. **Parliamentarian** <colon>

Parliamentarian shall be appointed by the president, with the advice and consent of the board of directors, from among the board members who are not officers. The parliamentarian shall, at the call of the president or any board member, adjudicate and resolve all questions arising at board of directors meetings, or at regular or special membership meetings, concerning interpretation of, and compliance with, the corporate charter, by-laws, and rules of the club.

4.7 7. **Assistant treasurer** <colon>

An assistant treasurer shall be appointed by the president, with the advice and consent of the board of directors, from <the directors/strike remainder of sentence> among the board members who are not officers. The assistant treasurer shall prepare reports as requested by the treasurer.

4.8 8. No person shall serve more than five (5) consecutive years as either an officer or member of the board of directors unless the sixth (6) year is as president. The president and <strike "a"> a vice president shall be eligible for re-election to a second one-year term only. <strike following sentence and add secretary and treasurer to sentence above> The secretary and treasurer shall be eligible for re-election to a second one-year term only. The immediate past president may serve as ex-officio on the board during his/her sixth year in office.



- 4.9 9. After two (2) years lapse of service, a person may run for any position or office available.
- 4.10 10. The president, vice president, treasurer, assistant treasurer and all trip chairpersons and ~~uncap~~ Co-chairpersons shall be bonded.
- 4.11 11. The board of directors may, at its discretion, contract with individuals, or companies, to perform services for the club. Such parties will be assigned to work under the direct supervision of an officer or board member. The compensation, hiring and firing of employees will be done with the approval of the board.

Section 5. ~~replace with colon and underline~~ Elections

- 5.1 1. Election of officers and directors shall be held annually at the April general membership meeting ~~insert period~~ and newly elected officials shall assume office on May 1. The president shall appoint a nominating committee of not less than three members in good standing who shall submit to the general membership at the March general meeting a list of at least one nominee for each office or directorship to be elected. Additional nominees shall be accepted from the floor. All nominees shall be members in good standing ~~strike comma~~, and shall express, either personally or in writing, their willingness to serve in the office for which they are candidates. At the March general meeting all nominations shall be closed.
- 5.2 2. The term of officers will be for one year. The term of directors will be for two years, with two elected in even calendar years and three elected in odd years. Directors will be eligible for election for two terms only.
- 5.3 3. Vacancies during the mid-term of officers or directors will be filled by majority vote of the board of directors for the term remaining until the next election. Any director with a year remaining in his/her term of office who chooses to run for another office shall be considered to have resigned from the board as of the end of the fiscal year.
- 5.4 4. Any officer or director may be removed from office by vote of a 2/3 majority of the board of directors when the board deems that the officer or director has failed to or is unable to comply with his/her responsibilities under these by-laws or is not acting in the best interest of the club.
- 5.5 5. Secret ballots may be employed for any vote.
- 5.6 6. A person is eligible for nomination or election as an officer or director if they have been a club member for two years and have participated in at least two club ski trips. Candidates for president or vice president must also have been a ski trip leader. Candidates for secretary or treasurer must also have been a ski trip assistant.



5.7 7. Election of officers and directors shall be the first order of business at the April general membership meeting. Prior to the April meeting, the president shall appoint a head teller. The head teller must be a current and/or former director and/or officer who is not a candidate for any office. The head teller shall: ~~colon~~ appoint 2~~two~~ assistants from among the general membership~~insert comma~~ (exclusive of candidates) ~~insert comma~~ to assist in conducting and monitoring the election; prepare, distribute, collect and count ballots; certify results; declare persons elected; dispose of ballots once counted; ~~ensure~~ insure secrecy and integrity of votes cast; and otherwise supervise all aspects of the election in accord with these by-laws and any operating procedures hereto. All current, paid members age eighteen and over shall be ~~strike duplicate~~ shall be entitled to cast one ballot. The person, or persons in the case of directors, having the greatest number of votes shall be declared elected to office. If both one and two year terms of office are available for directors, then the candidates with the most votes receive the two-year terms.

5.8

8. Two or more members of the same family shall not serve on the board of directors at the same time.

~~Insert 5.9: Absentee ballots may be incorporated as a means to vote by the general membership if the Board approves of such prior to or at the March Board meeting. The use of absentee ballots shall be defined and the method publicly described in one of Club's publications prior to the April meeting by the Board of Directors.~~

Section 6. ~~replace with colon and underline~~ Government

6.1 1. The government of the ~~cap first letter only~~ SUNCOAST Alpine Ski Club will be vested in the board of directors as set forth in these by-laws. A majority of the board of directors will constitute a quorum. The number of members present and voting determine the number of votes required for approval of a motion by the board or any committee.

6.2 2. Meetings of the general membership shall be set by the board of directors and published in advance. The April meeting shall be designated as the annual business meeting of the Club for the purpose of electing officers, amending these by-laws and acting on any other business that may be brought to the floor. No business shall be conducted at other general membership meetings except:

6.2(a) 2.1. At the March meeting there will be nominations for office.

6.2(b) 2.2. At special business meetings called by the board with prior ~~strike following; replace with, public announcement on our Web site.~~ notification to all members.

6.3 3. The board may recommend changes in the by-laws to the membership on approval of a 2/3 majority vote.

6.4 4. Meetings of the board of directors shall take place monthly throughout the year unless deemed otherwise necessary by the president. All regular meetings of the board of directors will be publicized in advance ~~insert period~~ and all meetings of the board shall be open to all members.



6.5 5. Committees <colon>

Permanent committees shall be appointed by the president. With the advice and consent of the board of directors, the president shall appoint other committees as he/she deems necessary.

6.6 6. The business conducted in meetings, either of the board of directors or the general membership, shall be governed by Robert's <cap remainder of title> rules of order, revised edition where charter, by-laws and rules are silent.

6.7 7. Those members present shall constitute a quorum for the conduct of business at regular or special meetings of the membership of the club. <strike following sentence> Absentee or proxy votes shall not be valid or counted in the conduct of any business at regular or special meetings of the club membership. However, proxy or absentee votes, if authorized in writing by the absent board member, shall be valid and counted in business conducted by the board of directors. On matters calling for a 2/3 majority vote, 2/3 of those present and voting shall be required for passage.

6.8 8. Every member of the board of directors shall be required, if not an officer, to chair or be an active functioning member of at least one committee, or on 2/3 majority vote of the board shall forfeit his/her office in accordance with section 5.4. The position of assistant treasurer shall count as a committee chairmanship.

6.9 9. No board member or officer shall be eligible to receive prizes or gifts at raffles or drawings at club meetings.

6.10 10. Each member of the board of directors and each officer shall be required to make a site selection visit each year. A site selection is a trip to one location only. A site selection visit may be carried over to the next fiscal year only one time and with board approval. The board may excuse a member from this requirement by a 2/3 majority vote. When a member is so excused, a substitute can be, by a 2/3 majority vote, appointed to make the site selection visit. A reasonable amount of the cost will be reimbursed by the club. This amount will be determined by the board and it shall not exceed the average price of a domestic one week ski trip sponsored by the ski club.

6.11 For certain positions, the club may require background or investigative checks. Any persons serving or elected to these positions shall sign an authorization allowing the club to conduct background inquiries. Background inquiries may include criminal convictions, consumer credit, the Department of Motor Vehicles, and other reports from various federal, state and other agencies that maintain historical records. The cost of the background or investigative checks will be borne by the Club. Failure to sign such authorization shall be grounds for removal from office.

Section 7. <remove point> By-Laws <spelling>

7.1 1. The interpretations of the corporate charter and of these by-laws and the rules made by the parliamentarian, as well as the resolution of other questions, may be reversed, or changed by a 2/3 vote of the board of directors.

7.2 2. The by-laws shall be made, added to, altered, or amended by a 2/3 vote of the membership of the club at any meeting called for that purpose. A ten-day advance notice to the membership is required before the by-laws may be amended.



Section 8. Trip Committee

- 8.1 1. The trip committee shall consist of five (5) members and will be appointed by the president and approved by the board. The president and vice president will participate as ad hoc members.
- 8.2 2. There shall be no compensation in any form for service on the trip committee unless approved by the board in advance. The trip committee chairperson shall be required to make a site selection visit.
- 8.3 3. The trip committee is responsible for planning and supervising all club trips and activities as well as recommending all trip leaders and assistants. In doing so, the trip committee will follow the rules as established by the board.
- 8.4 4. The duties of the trip committee will naturally extend over several club years, but once schedules, leaders and assistants are approved by the board, they shall carry over to subsequent boards.

Section 9. Trip leaders and Assistants **<bold, replace with colon and underline>**

9.1 1. **Eligibility and qualifications** **<colon>**

- 9.1(a) 1.1. Trip leaders and assistants must be approved by the board of directors prior to transacting any business in the name of the SUNCOAST Alpine Ski Club, Inc.
- 9.1(b) 1.2. Selection of trip leaders shall be those most qualified who have previously led or assisted **<insert "on">** a ski trip and have demonstrated an ability to organize the trip, accommodate participants, and make appropriate arrangements.
- 9.1(c) 1.3. A person may lead/assist one or two winter season trips (December – April) and one summer season trip in the same year.
- 9.1(d) 1.4. Members of the same General Membership Unit are prohibited from leading or assisting the same trip; however, may lead or assist on a different trip. Only one General Membership Member may serve on the board at one time. Members of the same household may not receive benefits gratuitously.
- 9.1(e) 1.5. Trip assistants shall have been members of the club for at least one year. They shall have previously participated in at least two club ski trips run by different trip leaders.
- 9.1(f) 1.6. In an emergency or when enough qualified persons do not volunteer to lead trips, the board may, by a 2/3 vote, approve other members as trip leaders and/or assistants.
- 9.1(g) 1.7. When the trip committee recommends to the board a leader or assistant who does not meet these qualifications:
- 9.1(g)(1) 1.7.1. A full explanation for the exception shall be made.
- 9.1(g)(2) 1.7.2. A 2/3 majority vote of the board is required to confirm the recommendation.



9.2 2. Trip leader compensation <colon>

9.2(a) The following schedule shall be followed in compensating trip leaders ~~“and assistants”~~ and assistants: Below 21 paying travelers, ~~“following regarding assistants”~~ no compensation will be provided for the assistant other than lift tickets. The trip leader will be compensated at 50% of the combined total of the published trip price + lift tickets.

Between:

- 21-30 paying participants - Trip Leader 75%
- 31-40 paying participants - Trip Leader 100%
- 41-50 paying participants - Trip Leader 100%
- 51-60 paying participants - Trip Leader 100%
- 61-70 paying participants - Trip Leader 100%
- 71-80 paying participants - Trip Leader 100%
- 81 + paying participants - Trip Leader 100%

If meals are not included in the cost of the trip for all participants, they will not be provided at club expense for the trip leader.

9.2(b) 2.2. Where complimentary lift tickets are provided by a ski area, they are authorized to be accepted; and only if not provided by the ski area will lift tickets be provided at club expense.

9.2(c) 2.3. Any gratuity or subsidy which a trip leader receives or is entitled to must be used to offset the cost of the trip leader's or assistant's expenses for that trip.

9.2(d) 2.4. Any side trip or activity taken by a trip leader or his/her party shall be at his/her own expense.

9.2(e) 2.5. Any subterfuge to obtain unauthorized payment, or any obvious mismanagement by a trip leader or assistant shall result in his/her ineligibility to lead or assist any club trip for a period of three (3) years.

9.3 3. Trip assistant compensation <colon>

9.3(a)

3.1. The following schedule shall be followed in compensating ~~“trip leaders and”~~ trip leaders and assistants: Below 21 paying travelers, no compensation will be provided for the assistant other than lift tickets.

Between:

- 21-30 paying participants - Trip Assistant 35%
- 31-40 paying participants - Trip Assistant 50%
- 41-50 paying participants - Trip Assistant 60%
- 51-60 paying participants - Trip Assistant 70%
- 61-70 paying participants - Trip Assistant 80%
- 71-80 paying participants - Trip Assistant 90%
- 81 + paying participants - Trip Assistant 100



- 9.3(b) 3.2 Where complimentary lift tickets are provided by the ski area, they are authorized to be accepted and only if not provided by the ski area, will lift tickets be provided at club expense.
- 9.3(c) 3.3 When a trip is designated a 100+ person trip, there will be two (2) assistants that receive equal compensation.
- 9.3(d) 3.4 In the event the trip leader is not able to continue leading the trip and the trip assistant must assume leadership, he/she shall be compensated as the trip leader regardless of the trip size.

9.4 4. Duties of trip leaders <colon>

The duties of trip leaders and assistants shall be determined by the board of directors and published in the rules and "trip leaders guide". Trip leaders and assistants are directly responsible to the trip committee who shall oversee their activities.

9.5 5. Removal of trip leaders and assistants

A trip leader or assistant can be removed from a trip when the board deems, by a 2/3 majority vote, that the person has failed to, or is unable to, comply with his/her responsibilities under the by-laws, rules or "trip leaders guide", or is not acting in the best interests of the club.

Section 10. <replace with colon and underline> Finances and Budget

- 10.1 1. The board of directors shall adopt an operating budget each year within sixty (60) <seventy-five (75)> days of taking office. A 2/3 majority vote is required to approve the operating budget.
- 10.2 2. Changes in the operating budget can be made only at a regular board meeting and require a 2/3 majority for approval.
- 10.3 3. The board of directors may enact other financial policies as it may deem necessary and include them in the rules.
- 10.4 4. The selection of all banks, depositories of club funds and accountants shall be made by the board of directors.



Section 11. <replace with colon and underline> Rules

- 11.1** 1. In addition to these by-laws <insert comma> the club shall observe rules which will be established by the board of directors.
- 11.2** 2. The rules will be published and distributed to all board members, committee members, trip leaders and assistants and any other club members who may ask for them.
- 11.3** 3. The purpose of the rules is to implement the by-laws and to enumerate the policies and procedures that may from time to time be established by the board of directors.
- 11.4** 4. Rules may be added, deleted or changed only by the unanimous vote of the board of directors at a regular meeting or by a 2/3 majority vote after such changes have been provided to all board members in writing one week in advance of the meeting.

<Committee suggests we add Subsection 11.5 to read as follows: “Where there is a conflict between rules and bylaws, bylaws control.”>

Section 12. <replace with colon and underline> Joint trips

- 12.1** 1. The club may, with approval of the board, participate in trips and activities jointly with other organizations. The full degree of participation shall be in writing, follow guidelines established by the club, and be approved by the board in advance.
- 12.2** 2. If the trip or activity is listed in the club catalog or otherwise advertised as a club function, it must meet all provisions of the by-laws and rules except:
- 12.2(a)** 2.1. The <replace with cosponsor> Co-sponsor's leader does not have to qualify under section 9, however, the club will provide a leader who does qualify.
- 12.2(b)** 2.2. Section 9.2 (compensation) is excepted, but alternate compensation must be fully revealed and approved by the board in advance.
- 12.2(c)** 2.3. Price of the function, for all participants except leaders, will be the same for equal accommodations.
- 12.2(d)** 2.4. All participants must be members of the club except when sharing charter flights with others.
- 12.3** 3. Both the club and the Co-sponsor shall participate in pricing the trip or activity and be made aware of all costs and compensation involved.

These amendments as passed shall be effective immediately <insert comma> but shall be prospective in effect and application only, and shall not be construed to include or to affect actions previously taken or authorized.