

ALBANY SKI CLUB, INC.

BY LAWS

ARTICLE I - MEMBERSHIP

Section 1 - Membership is open to any person who evinces an interest in skiing and is approved by a majority vote of the Board of Directors.

- A - Any persons desiring to hold membership shall answer all questions on an application form.
- B - The completed application form shall be forwarded to the Membership Committee and the appropriate dues submitted.
- C - Membership privileges are contingent upon payment of dues.

Section 2 - Membership shall be in force until the June 30th following payment of dues, unless otherwise terminated by the Board of Directors for actions deemed contrary to the best interests of the organizations.

Section 3 - Number of members and fiscal year.

- A - The Board of Directors may determine the number of members.
- B - The fiscal year shall be July 1st to June 30th.

Section 4 - Membership categories are described as follows:

- A - Individual member.
- B - Individual racer member. This enables racer to compete for the Albany Ski Club in New York Capital District Ski Council sanctioned races.

Section 5 - Any member may be suspended or expelled for a violation of the by-laws or for conduct which, in the opinion of the Board of Directors, is improper or prejudicial to the welfare or reputation of the club. No member shall be suspended or expelled, except by a majority vote of the Board of Directors, after he/she has had an opportunity to hear the charges against him/her and to reply to same.

ARTICLE II - DUES AND ASSESSMENTS

Section 1 - Annual dues are due July 1st and renewals should be paid by December 1st.

Section 2 - The Board of Directors shall have the power to determine the amount of dues.

Section 3 - Assessments shall be passed by a majority vote of the members to cover any extraordinary expenses decided upon by members, or to cover legitimate deficits in the operating expenses for the year.

Section 4 - Membership shall automatically terminate for failure to pay dues within the prescribed time as set forth herein.

ARTICLE III - MEETINGS

Section 1 - Meetings shall be held as determined by the Board of Directors, at a time and place designated which shall be reasonable convenient for all members.

Section 2 five-percent (5%) of the total adult membership shall constitute a quorum, which shall be necessary for voting for any membership function.

Section 3 - The annual meeting for election of the Board of Directors and officers and for receiving the annual reports of the officers, Directors and Committees, and the transactions of other business, will be held on a date designated by the President preferably in the month of April.

Section 4 - Each member of the corporation in good standing who is present at the meeting, shall be entitled to only one vote. All questions, the manner of deciding which is not otherwise prescribed, shall be decided by a majority vote of the members present.

Section 5 - The use of a electronic ballot for the annual election may be used if approved by the Board of Directors at least four weeks prior to the annual meeting.

ARTICLE IV - OFFICERS

Section 1 - The officers shall consist of the President, Vice-President-Membership, Treasurer, Secretary, and Vice President of Organized Skiing, each of whom shall be ex-officio a member of the Board of Directors. Each of said officers shall be chosen at the annual meeting of the association for a period of one year.

Section 2 - The President shall preside at all meetings of the association and of the Board of Directors. He/she shall, with the Secretary, sign all written contracts and obligations of the association and he/she shall perform such other duties as the association may assign to him/her. The President shall be authorized to sign checks in the absence of the Treasurer.

Section 3 - The Vice-President-Membership shall discharge the duties of the President in case of his/her absence and he/she shall also act as chairman of the Membership Committee.

Section 4 - The Secretary shall keep minutes of all meetings of the association and of the Board of Directors; and shall notify the members of their election; issue notices for special association meetings and conduct all correspondence; keep all corporation records except those pertaining to the office of Treasurer and committees.

Section 5 - The Treasurer shall be the custodian of the association funds and shall keep a written record thereof, which shall be subject to an annual audit by the Board of Directors. These books may be inspected at any time. He/she shall maintain an account in the name of the association in a bank or banks, to be nominated by himself/herself and approved by the Board of Directors. In the inability of the Treasurer to act, the Secretary shall perform his duties. The Treasurer shall bill the membership for their annual dues and will have a seat on the Membership Committee.

Section 6 - The Vice-President of Organized Skiing shall coordinate the racing programs.

ARTICLE V – DIRECTORS

Section 1 - The Board of Directors shall consist of the officers, immediate past president, and a maximum of eight other members of the association who shall be chosen by ballot for a term of one year.

Section 2 - The property, affairs, business and concerns of the association shall be vested in the Board of Directors. The members of said Board shall upon election immediately enter upon the performance of their duties and shall continue in office until their successors shall be duly elected and qualified.

Section 3 - Election of Directors and Term - At the annual meeting, the Board of Directors will be elected by the members of the association for a term of one year.

Section 4 - Duties of the Directors - The Board of Directors shall have the power to hold meetings at such times and places as they may think proper; to appoint committees on particular subjects from the members of the Board or from other members of the association; to audit bills and disperse the funds of the association; to carry on correspondence and to communicate with other associations; and to best protect the interests and welfare of the members. The Board of Directors adopts an annual budget which shall be submitted to the general membership.

Section 5 - A meeting of the Board of Directors shall be called by the President of the corporation any time at the President's discretion.

Section 6 - Quorum - A majority of the Board of Directors shall constitute a quorum for transaction of business. If a quorum is not present at a board meeting, and a vote is required, an email will be sent by the Secretary the next day to all board members. A response is needed in 24 hours.

Section 7 - Vacancies' - Whenever any vacancy shall occur in the Board of Directors by death, resignation, or otherwise, the same shall be filled without undue delay by a majority vote of the remaining members of the Board of Directors. The person so chosen shall hold office until the next annual meeting.

Section 8 - Expenditures - The Board of Directors may approve all extraordinary expenditures up to and including five hundred dollars. Any expenditure over this amount must be approved by a majority vote of the membership.

Section 9 - Removal of Directors - Any one or more of the Directors may be removed either with or without cause at any time by a vote of two thirds of the members of the association present at a special meeting called for that purpose.

ARTICLE VI - STANDING COMMITTEES

Section 1 - Publicity Committee - This committee shall provide suitable publicity for the club's activities by means of newspapers, radio and other media.

Section 2 - Race Committee - This committee shall coordinate ski racing activities for the club. The Vice-President of Organized Skiing shall serve as chairman.

Section 3 - Membership Committee

A - The Vice-President-Membership shall serve as chairman and the Treasurer will sit on the committee.

B - The committee shall admit members as set forth in the by-laws.

C - The Membership Committee shall receive and file the completed application form from the applicant.

Section 4 - Each committee chairman shall maintain such records as are necessary for carrying on the work of the committee.

ARTICLE VII – AMENDMENTS

These by-laws may be amended, replaced or altered in whole or in part by a majority vote at any duly organized meeting of the Board of Directors. The proposed changes must then be approved by a majority vote of the members present at the next regular meeting.

Amendments may be proposed by any member.

Date: March 1955

Signed: Jean A. Hopkins
President

Lois R. Bissell
Secretary

Date: October 15, 1970

Signed: Robert McElroy
President

Mary Lou McWhorter
Secretary

Date: January 18, 1973

Signed: Edward Brennan
President

Nancy Jayne Niziak
Secretary

Date: January 19, 1978

Signed: Barbara Russell
President

Louise Leshner
Secretary

Date: September 19, 1994

Signed: Susan D. Brennan
President

Jean A. Hopkins
Secretary

Date: October 20, 2002

Signed: Sally Vanderzee
President

Dottie O'Hare
Secretary

Date: October, 2013

Signed: Sally Vanderzee
President

Frank Scuderi
Secretary

Date: July 2016

Signed: Frank Scuderi
President

Deb Scuderi
Secretary