

# CONSTITUTION of the NEW YORK CAPITAL DISTRICT SKI COUNCIL. INC.

## **ARTICLE I: NAME**

The name of the organization is the New York Capital District Ski Council, Inc.

## **ARTICLE II: PURPOSE**

**Section 1:** The purpose of this Council is to promote interest and participation in Snowsports among member clubs.

**Section 2:** The Council shall maintain membership in a national ski club association.

## **ARTICLE III: MEMBERSHIP**

**Section 1:** This Council is composed of its member clubs and their membership. Each member in good standing of a member club is a member of the Council.

**Section 2:** Membership is open to any club whose ideals and purposes are in harmony with those of the Council, which has membership of not less than 15 members, and which, pledges itself to observe and be governed by the Constitution, policies, and procedures of this Council.

**Section 3:** Associate membership shall be open to the Snowsports -related businesses that subscribe to the ideals and rules of the Council.

## **ARTICLE IV: GOVERNMENT**

**Section 1:** The governance of the Council is vested in a body composed of its recognized representatives and officers.

**Section 2:** The elected Officers of the Council are: President, Vice President, Secretary, Treasurer and 5 Directors. All must be active members of at least one participating Club in the Council. All have voting privileges as indicated in the Constitution.

**Section 3:** An Executive Committee consisting of the Council President, Vice President, Treasurer, Secretary, immediate Past President if one, and the 5 Directors shall act for the Council between scheduled meetings, but any business transacted shall be reported in full to the entire Council at the next scheduled meeting.

**Section 4:** Associate members may not hold any elected office or vote.

## **ARTICLE V: REPRESENTATION**

**Section 1:** Member clubs in good standing are entitled to representation in the government of the Council in proportion to their membership, up to a total of three Representatives. They are entitled to one Representative for each group of 75 active members or portion thereof. Their membership list for the preceding year, or if a new club, their membership list at the time of application, will be the basis for this representation.

**Section 2:** Representatives of member clubs in good standing will be recognized by the Council upon presentation to the Council Secretary of written certification of their status signed by a duly recognized

executive officer of their club. They will remain recognized for one year unless their club loses its status as a member in good standing or they are replaced by their member club.

**Section 3:** Each recognized club Representative and Council Officer is entitled to one vote in the proceedings of the Council, providing he or she is present when the votes are taken.

**Section 4:** Associate members shall have one recognized Representative. No Representative of an associate member shall hold elective office in the Council or vote.

#### **ARTICLE VI: QUORUM**

At all meetings of the Council, a quorum shall be required. A quorum shall consist of one third of the combined total number of the recognized Representatives of the member clubs and the Officers. A quorum for the Executive Committee shall be a minimum of 5 officers.

#### **ARTICLE VII: DUES AND FEES**

**Section 1:** Annual dues shall be \$10.00 per club and \$0.15 per member

**Section 2:** Membership dues become due and payable by the first regular meeting of the Council at the beginning of the Council fiscal year. Billing of these dues will be rendered prior to this time.

**Section 3:** Each member club will certify the number of members to the Secretary of the Council by the start of the Council's fiscal year; the count shall be dated not earlier than the last month of member club's fiscal year.

**Section 4:** Dues shall be based on a club's last month of membership of that club's fiscal year and shall cover the period of July 1 to June 30, the fiscal year of the Council. A club whose dues are not paid by December 15 shall not be entitled to vote at Council meetings until arrearage is fulfilled. Attendance and voting at Council meetings are permitted for clubs in arrears during the grace period of July 1 through December 15. Clubs in arrears at the meeting held in April of each year will be automatically suspended, providing notice of suspension has been sent to the club President and Treasurer at least 15 days prior to the annual meeting.

**Section 5:** Membership dues of new member clubs become due and payable within 30 days after their acceptance as members of the Council. Billing of these dues will be rendered at the time they are notified of their acceptance.

**Section 6:** Associate member dues shall be set by a vote of the Council but no less than \$10 each.

#### **ARTICLE VIII: APPLICATION FOR CLUB MEMBERSHIP**

**Section 1:** Application for Council membership shall be made in writing to the Secretary of the Council and shall be signed by a duly authorized executive officer of the applying club. The application shall be accompanied by a copy of the Constitution and/or By-Laws of the applying club, a listing by name of its officers, and a count of its current members.

**Section 2:** Application for membership shall be reviewed by the Secretary for completeness upon receipt by the Secretary, and, at the next regular meeting of the Council after receipt by the Secretary, shall be referred to the Council for a vote.

**Section 3:** Admission of the applying club or associate member shall be by an affirmative vote of two-thirds of the Council present.

**Section 4:** An initiation fee of \$10.00 will be levied upon each new member club and will included with the application for membership.

**Section 5:** Applications for Associate Membership shall be reviewed and approved by the President before being referred to the Council for a vote.

#### **ARTICLE IX: WITHDRAWAL. SUSPENSION. EXPULSION**

**Section 1:** Member clubs shall remain in good standing with all the related privileges until they withdraw or are suspended or expelled. All member clubs have the right to appeal the decision of the Council within 60 days from the date of the withdrawal, suspension or expulsion to the Council at a regular scheduled meeting.

**Section 2:** A club may be permitted to withdraw from the Council after a written request, signed by a duly authorized executive officer of the club, has been sent to the Secretary of the Council. Requests for withdrawal will be acted upon by the Council. No club shall be permitted to voluntarily withdraw while under charges, which have resulted in, or may result in, suspension or expulsion.

**Section 3:** A club may be suspended or expelled from the Council for nonpayment of dues, becoming inactive, or failing to conduct itself in conformity with the ideals of the Council. Suspension or expulsion cannot be affected until the President of the member club has been notified in writing of the charge against the club and has had 10 days in which to acknowledge the receipt of the notice.

A member club may be suspended by a majority vote of the Council. Such suspension cannot exceed 90 days. All recognized Representatives of the affected club must be notified of any suspension and the reason thereof.

A member club may be expelled by an affirmative vote of two-thirds of the Council present at any meeting of the Council provided notice thereof is sent to each recognized Representative and Council Officer at least 15 days before the meeting at which such action shall be presented for vote.

#### **ARTICLE X: DUTIES OF THE OFFICERS**

The Council officers are President, Vice President, Secretary, Treasurer and Five Directors. All officers must be members in good standing with at least one member club of the Council.

##### **Section 1: The President:**

- Shall generally supervise the business of the Council and shall preside at all meetings of the Council and Executive Committee.
- Shall be an ex-officio member of all committees.
- Shall ensure that the Treasurer's books are financially reviewed by an outside professional at least once every three years.
- May establish special committees and appoint their chairs.
- Shall not vote except in the case of a tie when the President shall cast the deciding vote.

- Shall prepare a comprehensive annual report of Council activities for Council members and member club presidents, to be sent at the same time as the notice for dues. Said report shall include a financial statement for the previous fiscal year plus an outline of the Council's purpose and services as pertains to member clubs and associated members.
- Shall be responsible for maintaining an inventory of Council possessions and their locations.
- Shall be responsible to appoint chairs, supervise and advise the following committees:  
  - Webmaster & Social Media, Marketing and Public relations, Member Appreciation Day Scheduling, and any committee set up to participate in a snowsport's marketing event.

**Section 2: The Vice President:**

- Shall exercise the prerogatives of the President in the Presidents' absence.
- Shall be a member of the Executive Committee and the Council.
- Shall be responsible to appoint chairs, supervise and advise the following committees:  
  - Trip's Committee, Racing Committee, and Inter-Club events.
- Shall appoint chairs for any special committees set up by the Vice President.
- Shall act as ex-officio member of all committees in the Vice President's functional area.

**Section 3 The Secretary:**

Shall be responsible for all secretarial functions of the Council, including but not limited to:

- Keeping the minutes of all Council and Executive Committee meetings.
- Preservation of historical records
  - Council Correspondence and notices
  - Keeping of the minutes
- Shall be member of the Council and the Executive Committee.
- May appoint chairs or assistants to aid in the conduct of their office.
- Shall act as an ex-officio member of all committees the Secretary may create.
- Keep records of any documentation submitted to the Council by member clubs and associate members.

**Section 4: The Treasurer**

- Shall be a member of the Council and Executive Committee.
- Shall collect any funds due the Council.
- Shall have custody of the funds of the Council.
- Shall make proper disbursements from the same.

- Shall make an accounting of the receipts, expenditures, and financial condition of the Council at each regular meeting and at such other times as may be required by the President, the Executive Committee or Council.
- Shall be responsible for the preparation of the annual budget and reports relating to it.
- Shall make an annual report of the past fiscal year at the first regular Council meeting in the new fiscal year.

### **Section 5 Directors**

- There will be Five elected Directors. Directors are officers of the Council. They are members of the Executive Committee and the Council with all rights and voting privileges thereof. The responsibility of each Director is to provide oversight that Council decisions and activities are in the best interest of the Council as a whole.
- Each Director will serve as a chair for one of the committees formed by either the President, Vice President, Treasurer, Secretary or any Ad Hoc committee formed by a Council motion. The goal is to have Directors take an active role in Council activities.

### **ARTICLE XI: DISBURSEMENTS**

**Section 1:** Disbursements of Council funds shall be made by checks signed by the Treasurer, or in the Treasurer's absence, by the President.

**Section 2:** Any disbursement in excess of \$250 shall first be approved by the Council at a regular meeting.

**Section 3:** Any disbursement of \$250 or less must first be approved by a meeting of the Executive Committee. This meeting may be held in person or via electronic means.

### **ARTICLE XII: MEETINGS**

**Section 1:** The Council shall hold regular meetings at least once a month during the months from September to April, inclusive, and special meetings at such other times before, during, or after that period that shall be deemed necessary by the Executive Committee.

**Section 2:** The Council shall hold an Annual Business Meeting in April, the purpose of which is to elect the Officers and receive final reports from committees.

**Section 3:** In the absence of any other rules to the contrary, all Council meetings will be conducted in accordance with Robert's Rules of Order (current edition).

**Section 4:** A meeting for which there will not be a quorum may be cancelled by the President.

### **ARTICLE XIII: COMMITTEES**

**Section 1:** The Officers of the Council shall be responsible for appointing the chairs of the various committees from the members of the member clubs.

**Section 2:** All such appointments shall be submitted for the approval of the Council at the next regular meeting following their appointment. Except for the Nominating Committee, the chairs of the various

committees are responsible for appointing their committee members from the members of member clubs.

## **ARTICLE XIV: ELECTIONS**

### **Section 1: Nominations**

**a.** A Nominating Committee and its chair, composed of one recognized Representative of no less than 5 member clubs of the Council, shall be appointed by the President and presented at the Council, at the latest, at the regular February meeting. It shall submit to the Council the names of the nominees for Officers at the regular March meeting.

**b.** After the Nominating Committee has presented their slate, nominations from the floor shall be in order, provided such nominees are present and accept the nomination.

**c.** All nominations shall be with the consent of the nominee.

**d.** Members of the Nomination Committee shall not be excluded from nominations as Officers.

**e.** A nominee for any office shall be a member in good standing of a member club of the Council.

### **Section 2: Elections**

**a.** Election of Officers of this Council shall be from among the nominees presented at the previous meeting.

**b.** The election of Officers shall be held at the April meeting of the Council.

**c.** A majority of votes of the eligible voters present shall elect.

**d.** Officers shall take office at the beginning of the next fiscal year. They will be installed prior to that time.

**e.** All officers should be elected by secret ballot for a term of one year and may be reelected to the same office for an additional one year term. No officer may hold the same office for more than four consecutive years.

**f.** During the fiscal year, vacant Officer positions may be filled by appointment of the President with the approval of the Council.

## **ARTICLE XV: ABSENCES**

**Section 1:** An Officer position shall be considered vacant after three consecutive absences unless excused by the President. The position will be filled by the President as soon as possible after the position is declared vacant and the affected Officer has been notified by the Council Secretary. Officers shall inform the Council President of any absence before the meeting.

**Section 2:** A recognized Representative position shall be considered vacant after three consecutive absences by that Representative and after the affected Club President has been notified in writing by the Council Secretary of the absences. The Club President should appoint a new Representative and notify the Council in writing regarding the new appointment.

**Section 3:** Club presidents can appoint temporary substitutes for representatives who will miss a Council meeting with proper notification to the President prior to the meeting. The substitute will have the full rights of the absent representative.

**ARTICLE XVI: AMENDMENTS**

Amendments to this Constitution maybe made by an affirmative vote of three-fourths of the eligible voters present at any meeting of the Council at which a quorum is present and provided notice thereof is send to each recognized Representative, and Council Officer at least 15 days before the meeting at which time such amendments shall be presented for consideration for adoption. Such notice shall contain the proposed amendments in full.

ORIGINALLY ADOPTED: 11/1/61 REVISED: 1/19/78, 9/12/79, 5/10/89, 4/14/93, 5/12/04, 1/2/2019