

# CONNECTICUT SKI COUNCIL, INC.

## CONSTITUTION as adopted by the Board of Directors on October 13, 2015

### ARTICLE I (DEFINITIONS OF TERMS)

**Section 1** The name of this organization shall be the Connecticut Ski Council, Inc., hereinafter referred to as the Council. This is a not for profit organization incorporated under the laws of the State of Connecticut.

**Section 2** The governing body of the Council is defined in Article III, Section 1, and shall hereinafter be referred to as the Board.

**Section 3** Ski Clubs within the Council are hereinafter referred to as Member Club(s).

**Section 4** Individuals of Member Clubs who are current, valid members of the Member Club(s) are hereinafter referred to as Member(s).

**Section 5** Members who are designated as delegate(s) and alternate(s) for specific voting purposes as outlined in Article III, Section 3 herein shall be referred to as Delegate(s) and Alternate(s).

### ARTICLE II (OBJECTIVES)

The terms ski or skiing, as referred to in this document, relates to snow skiing, including alpine, snowboarding and Nordic skiing. This Council shall have as its objectives the following:

1. The encouragement, advancement and improvement of the sport of skiing
2. The development of skill in skiing
3. The promotion of safety in ski activities
4. The promotion of good fellowship among skiers
5. The encouragement of joint and open events of competition as well as recreational skiing
6. To promote and assist other organizations, as well as individuals, in ski related programs
7. The dissemination of interesting information to skiers in the Council

### ARTICLE III (GOVERNMENT)

**Section 1(Board of Directors):** The government of the Council shall be vested in a Board of Directors, herein referred to as the Board. The Board shall include:

- a) The three (3) elected Council officers including the President, Vice-President, and Treasurer.
- b) The two (2) appointed Officers including the Recording Secretary and Media Secretary.
- c) The three (3) appointed Committee Chairs, including the Bulk Ticket Coordinator, Awareness Day Chairperson and Race Committee Chairperson.
- d) The one (1) announced position, the Council Ambassador.
- e) The one (1) legacy Officer, the Immediate Past President.
- f) The Board shall also include either the currently serving President or Executive Officers of each Member Club, with a total of one (1) per Member Club. If the President or Executive Officer of a Member Club cannot be present at any meeting, they may appoint a current Member of their Member Club as their representative to vote on matters pertinent to Council business. A Council Officer may vote as an Officer or as a representative of their Member Club, but no individual may cast more than one (1) vote on a vote at a Business Meeting of the Council.

**Section 2 (Annual Meeting):** The Annual Meeting shall be held in April of each respective year or an alternate time chosen by the Board for the purpose of electing Council Officers, presentation of Committee reports and providing input regarding Council objectives, finances and activities.

**Section 3 (Delegates and Alternates):**

- a) Club Delegate count shall be determined at the May Business Meeting by submission to the Recording Secretary of a current, valid roster of each Member Club's Membership, and a current listing with current valid contact information for the Officers of the Member Club.
- b) Member Club Delegate allotment shall number as follows:

**CLUB MEMBERSHIP # OF DELEGATES and/or ALTERNATES**

15 – 50	1
51 - 100	2
101 – 150	3

151 – 500	4
501 – AND OVER	5 (maximum vote per Member Club)

- c) Delegates and Alternates of a Member Club must be current, valid Members of that Member Club and over the age of 18. An Alternate of a Member Club may take the place of an absent Delegate of their Member Club at any meeting. Delegate voting shall be valid for only the following:
- 1) Election of Officers at the annual meeting by simple majority of Delegates or designated Alternates present and voting in person or in proxy.
  - 2) Selection of the venue of the On Snow Weekend by simple majority of Delegates or designated Alternates present at the selection meeting in person or proxy.
  - 3) Dissolution of the Council as described in Article VI herein.
  - 4) Amendments to the Constitution as described in Article VII herein

**Section 4 (Business Meetings):**

- a) Regularly scheduled Business Meetings shall be scheduled for each month starting in September and ending with the May meeting. Location, date and time shall be determined by the Board and publicized to all Member Clubs in the monthly newsletter and posted on the Council website. The Business Meeting schedule may be changed by the President if deemed necessary with at least thirty (30) days notice of such change to the Member Clubs.
- b) The President can declare an exception to the thirty (30) day notice requirement in the event of unforeseen circumstances that call for the postponement or cancellation of a Business Meeting.
- c) All Council meetings will be run in accordance with the Roberts Rules of Order.
- d) A quorum for matters not related to those needing Delegate participation as noted in Article III, Section 3 herein shall be one third (1/3) of the total of Member Clubs, as recorded present by the Council Recording Secretary.
- e) A vote taken on matters not reserved for Delegate voting as noted in Article III, Section 3 shall pass by simple majority of Board Members (except the President) present at such meeting when the vote takes place. In the event of a tie, the President shall cast the deciding vote

**ARTICLE IV (MEMBER CLUBS)**

**Section 1:** Member Clubs are the units of organization within the Council. Membership in the Council shall be open to Member Clubs physically located, regularly meeting and registered for tax purposes within the State of Connecticut that promote winter sports as

defined in Article II of this Constitution on a strictly amateur basis and whose objectives are in harmony with those of the Council. Member Clubs shall have an enrollment of not less than fifteen (15) members. An applicant Member Club must be in existence for at least one (1) year prior to application for membership to the Council. Proof of one (1) year of existence must be demonstrated to the satisfaction of the Board. Member Clubs not within the State of Connecticut, but who were Member Clubs of the Council in good standing as defined in Article IV, Section 2 herein prior to April 30, 2015 are exempt from these requirements.

**Section 2:** All Member Clubs shall maintain their standing in the Council by:

- (a) Keeping Council dues current according to provisions of the Council Bylaws.
- (b) Attending and participating at a minimum of five (5) of the eight (8) regularly scheduled business meetings, as well as the Annual Meeting in each Council fiscal year.
- (c) Actively participating in the running of Council events and meeting additional Member Club requirements as outlined in the Council Constitution and Bylaws.

Any Member Club that fails to maintain good standing shall be subject to notice of probation and/or expulsion as stated in the Council Bylaws.

**Section 3:** Application to the Council for Membership shall be made in writing to the Recording Secretary of the Council, and shall be signed by that applicant Club President, Secretary or other duly authorized Executive Officer or Officer(s) of that applicant Member Club. This application shall be accompanied by a copy of the applicant Member Club's constitution and/or bylaws and proof of not-for-profit tax status with the State of Connecticut. Admission shall be by vote of the Board, and the Council Recording Secretary shall refer all applications to that body. The Council Recording Secretary shall notify all Council Member Clubs of such application.

**Section 4:** The Recording Secretary shall verify the documentation submitted by an applicant Member Club, and upon verification that the application meets the requirements outlined in Article IV, Section 3, shall inform the Board. The Board shall then direct the President to include the request of the applicant Member Club at a Business meeting for discussion of admission of the Member Club. A vote to admit an Applicant Member Club requires thirty (30) days written notice to the Member Clubs of the Council.

**Section 5:** An admitted Member Club shall be considered to be on probationary status for a period of one (1) full fiscal year of the Council following the vote of the Board as noted in Article III, Section 4 herein. During this probationary period, the admitted

Member Club shall establish its standing as a valued Member Club of the Council by fulfilling obligations as outlined in the Council Constitution and Bylaws. During this probationary period, the admitted Member Club shall have no voting privileges. During this probationary period, the admitted Member Club's Members shall have access to Council identification stickers, but shall not have bulk ticket purchase privileges. Upon the successful completion of one full fiscal year of probation, the admitted Member Club shall be informed of their continued status after a final vote by the Board.

#### **ARTICLE V PROVISION FOR REGULAR AUDIT**

The President shall appoint an annual Audit Review Committee at the May Business Meeting. The Audit Review Committee shall be composed of representatives of no less than three (3) Members, no two of whom shall be Members of the same Member Club. The Audit Review Committee shall obtain financial records of all transactions of the Council, review such transactions, and report back to the Board by the September Business Meeting. The Committee shall be responsible for engaging a complete audit by a Certified Public Accountant every three years, beginning with the Council fiscal year ending on April 30, 2016.

#### **ARTICLE VI (DISSOLUTION)**

This Council may dissolve only at the Annual Meeting. Such dissolution shall require a three-fourths (3/4) affirmative vote of the Member Club Delegates present. Notice of such intended dissolution shall be communicated to the President or Executive Officer of each Member Club at least thirty (30) days before the Annual Meeting by the Council Recording Secretary. In case of dissolution, all liabilities of the Council shall be discharged. The remaining assets shall be distributed among the Member Clubs at the discretion of the Board.

#### **ARTICLE VII (CONSTITUTIONAL AMENDMENTS)**

Proposed amendments to the Constitution shall be presented to the Board in writing at least thirty (30) days before any meeting at which such amendment shall be discussed and/or voted on. Approval of amendments to this Constitution shall need a two thirds (2/3) affirmative vote of the Member Club Delegates present in person or by proxy at the meeting where such vote is taken.

