

BY-LAWS

SLIPPERS-N-SLIDERS SKI CLUB, INC.

Preamble – We, the members of the Slippers-N-Sliders Ski Club, believing that people interested in skiing should join together to experience the fellowship and pleasures derived primarily from skiing and secondarily from other recreational and social activities, do hereby enact these bylaws.

ARTICLE I - NAME OF ORGANIZATION

Section 1. Name

The name of this Organization shall be:

Slippers-N-Sliders Ski Club Inc. (hereinafter referred to as the “Club”) (formerly known as Sippers-N-Sliders Ski Club Inc.)

Section 2. Office Location

The principal office of the Club shall be the address of the current President.

Section 3. Permanent Mailing Address

The permanent mailing address shall be:

Slippers-N-Sliders Ski Club, P.O. Box 200204, Denver, CO 80220-1070

ARTICLE II - PURPOSE

The primary objective of the Club is to encourage and promote minority participation in the sport of skiing by:

- a. Developing the skiing skills of Youth and Adult members and participants in the Ski-for-Kids program;
- b. Promoting the sport of skiing in the Black community of metropolitan Denver;
- c. Exposing, supporting and training minority youth who might otherwise not be able to afford participation in competitive and recreational skiing;

- d. Providing other recreational and social activities for the membership;
- e. Affiliating with, and participating in the activities of, the National Brotherhood of Skiers (a national association of predominately black ski clubs dedicated to developing Olympic caliber skiers); and
- f. Advocating increased representation of Blacks throughout the winter sports industries.

ARTICLE III - MEMBERSHIP

Section 1. Qualification

Membership is open to all persons who are interested in promoting the objectives of the Club.

Section 2. Membership Classes

There shall be three (3) types of memberships:

- a. **Adult Membership:** Available to any person eighteen (18) years of age or older. An adult member is entitled to one vote, has the right to run for office, and is eligible for appointment to Committees.
- b. **Family Membership:** Available to no more than two (2) adults residing at the same address and their dependent children. Each adult member is entitled to one vote.
- c. **Youth Membership:** Available to any person seventeen (17) years of age or younger. Youth members must be sponsored by an Adult member who assumes responsibility and liability for the Youth member. Youth membership annual dues are covered under Family membership dues. Youth members shall not have voting privileges, hold elected office or be appointed to Committees.

Section 3. Manner of Admission

- a. Persons desiring membership in this Club shall submit to the Club one (1) completed membership application accompanied by the appropriate dues;
- b. Membership renewal requires submission of a completed application form accompanied by the appropriate dues;
- c. Membership is non-assignable and non-transferable.

- d. Membership and participation shall be free from discrimination on the basis of sex, race, religion, ethnic group, age, or national origin.

Section 4. Membership Fees

The Board of Directors shall from time to time determine the amount(s) to be assessed for membership fees. The membership term begins on May 1 of any year and ends on April 30 of the following year. Dues are payable on or before April 30th of each year. Members are delinquent as May 1st.

Membership Fees shall not be pro-rated and are not refundable.

Section 5. Members in Good Standing

- a. A member is in good standing when all fees and assessments to the Club are satisfied as determined by the Treasurer.
- b. A member has ten (10) days, from notification by the Treasurer that his/her membership is not in good standing to either:
 1. Return the membership to good standing.
 2. Appeal the standing to the Board of Directors for review and final determination. A member is not in good standing during the appeal period.

Section 6. Proper Behavior

Members are expected to conduct themselves in an appropriate manner while participating in Club sponsored events and shall not engage in any criminal activity or in conduct detrimental to the interests of the Club. The Club reserves the right to suspend or revoke any membership for cause and said membership shall remain terminated until such time as the membership is reinstated or renewed.

Section 7. Membership Revocation

Membership can be revoked if such action is deemed to be in the best interest of the Club. Membership revocation must be agreed to by a majority vote of the Board of Directors at a regular meeting of the Board.

Section 8. Lifetime Membership

Any adult member can purchase a lifetime membership by paying a one-time fee. The lifetime membership fee shall be determined by the Board of Directors upon recommendation from the Treasurer. Lifetime members shall remain obligated to pay other club fees and assessments as may be levied.

ARTICLE IV - OFFICERS

Section 1. Elected Officers and Qualifications

Officers of the Club shall be President, Vice President, Secretary, Treasurer, and three (3) Members-At-Large. Only members in good standing may hold office.

Section 2. Order of Succession

If an officer is unable to fulfill his/her duties, the order of succession shall be President, Vice President, Secretary, Treasurer and Members-At-Large.

Section 3. President

The duties of the President as the chief officer of the Club shall be as follows:

- a. Preside at all meetings of the membership and Board. Convene special meetings or emergency meetings as may be required;
- b. Appoint ad hoc and standing committee chairpersons subject to the approval of the Board of Directors. The President is an ex-officio member of all committees;
- c. Execute the policies and decisions of the Board of Directors;
- d. Appoint a member to fill a vacant office, subject to the approval of the Board of Directors, until an election to fill that office can be held. Appointees will complete the unexpired term of office for the position vacated;

- e. Sign and execute all contracts and checks;
- f. Prepare written agendas for all business meetings;
- g. Report the activities of the Board to the membership at regular meetings;
- h. Administer the ByLaws, policies, and procedures of the Rocky Mountain Region, the National Brotherhood of Skiers and the Club;
- i. Have the general powers and duties of management usually invested in the office of President or Chairman including general supervision, direction and control of the business affairs of the Club.

Section 4. Vice President

The duties of the Vice President shall be as follows:

- a. Preside at business meetings in the absence of the President and carryout other duties of the President when so authorized by the President or the Board of Directors and when the President is unable to perform his/her duties as determined by the Board.
- b. Serve as an ex-officio member of all standing committees.

Section 5. Secretary

The duties of the Secretary shall be as follows:

- a. Record and maintain a permanent record of the proceedings of general membership meetings and meetings of the Board of Directors. These minutes shall be available to all members;
- b. Keep and maintain all records of the Club; such records shall show the names of the officers and Committee Chairpersons along with their mailing addresses;
- c. Notify persons of correspondence addressed to them and received at the Club's mailing address. Correspondence with no designee will be included with correspondence addressed to the President. It is the responsibility of the addressee to claim said correspondence once notified;
- d. Maintain a copy of the most updated version of the By-laws, and Standing Rules of the National Brotherhood of Skiers, the Rocky Mountain Region and the Club;

- e. Notify the Board of Directors and the membership of Board and general meetings respectively.

Section 6. Treasurer

The duties of the Treasurer shall be as follows:

- a. Have custody and be responsible for all the funds and securities of the Club. Collect dues and fees as appropriate;
- b. Deposit funds into a bank approved by the Board of Directors.
- c. Disperse funds to pay all expenses as approved by the Board of Directors;
- d. Make a monthly written financial report for distribution at the Board and general membership meetings;
- e. Actively participate in the auditing of the books at the beginning and end of his/her term of office;
- f. Establish and maintain acceptable financial records;
- g. Maintain the following records:
 - 1. Monthly bank statements (checking and savings).
 - 2. Bank account ledgers.
 - 3. List of uncollected checks including the names of members and other persons who have paid said check(s) to the Club.

Section 7. Members-At-Large

The duties of the Members-At-Large shall be tasks as assigned by the President or the Board of Directors.

Section 8. Removal of Officers

Any elected officer may be removed from office for malfeasance or nonfeasance by two thirds (2/3) vote of the membership present at a regular meeting called for the purpose of voting on such issues upon recommendation of the Board of Directors. The Board of Directors shall give 60 days written notice to the membership stating the specific acts of malfeasance or nonfeasance.

ARTICLE V – BOARD OF DIRECTORS

Section 1. Board of Directors Composition

The Board of Directors will consist of all elected officers, the immediate past President (for one (1) year after completion of his/her term), and Standing Committee Chairpersons.

Section 2. Duties

The Board of Directors shall

- a. Have supervision, control and direction of the affairs of the Club;
- b. Implement the policies and decision of the membership;
- c. Actively pursue the Club's objectives and shall have discretion in the disbursement of funds;
- d. Review, revise or approve policies and recommendations of all Committees;
- e. Oversee the management of the Ski For Kids Corporation;
- f. Maintain and keep updated the Club's Policies and Procedures document that describes the operation of Standing Committees.

Section 3. Meetings

- a. The Board of Directors shall meet as needed to carry on the affairs of the Club, but in any case no less than once a month at a time and place set by the President. The President shall chair the meeting. In the event the President cannot be present the order of succession, defined in Article IV, section 2, shall take affect;
- b. At all Board of Directors meetings, 51% of the Board Members constitutes a quorum;
- c. Any matter voted on must be approved by a majority of the Board of Directors present in person or by proxy;
- d. All members of the Board of Directors shall each have one vote relative to Board deliberations;

Section 4. Written Report

The Secretary shall prepare a written report of the Board of Directors's findings, recommendations, and whether a quorum was present. The President or Vice President may summarize the report at general membership meetings.

Section 5. Rocky Mountain Region and the National Brotherhood of Skiers Liaison

- a. The Board of Directors shall maintain active communications and involvement with the Rocky Mountain Region (RMR) and the National Brotherhood of Skiers (NBS) in accordance with the By-laws of the Rocky Mountain Region and the National Brotherhood of Skiers;
- b. The Board of Directors shall insure that the Club has representation, in the form of the President or a designated proxy, who is a member of the Board of Directors, at required Regional and National meeting and functions;
- c. The President has the responsibility to give a report of all Rocky Mountain Region and National Brotherhood of Skiers requirements and obligations as well as a report of Rocky Mountain Region and National Brotherhood of Skiers activities, meetings and functions to the Board of Directors and the general membership;

ARTICLE VI – STANDING COMMITTEES**Section 1. Standing Committee List**

The President shall appoint chairpersons, subject to the approval of the elected officials, for the following committees/positions:

- a. Membership
- b. Trips and Transportation
- c. Youth Director
- d. Ski for Kids
- e. Fund Raising
- f. Newsletter

Section 2. Standing Committee Chairpersons

The duties of Standing Committee Chairpersons shall be as follows:

- a. Select members of the Committee, which under his/her direction shall conduct the business of the Committee as set forth in these By-Laws.
- b. Conduct regular Committee meetings;
- c. Devise and supervise projects that carryout the purpose(s) and function(s) of the Committee. When appropriate follow the operating procedures as outlined in the Club's Policies and Procedures manual; and
- d. Maintain minutes of meetings and written information about Committee activities. Report to the President and the Board of Directors, and when appropriate the General Membership, with updated status, progress reports and information on the committee.

Section 3. Executive Committee

- a. The Executive Committee shall consist of the President, Vice President, Secretary, Treasurer and Immediate Past President. The President shall chair meetings of the Executive Committee;
- b. The Executive Committee shall have the authority to make binding decisions on an emergency basis only to carry out the affairs of the Club. Meetings of the Executive Committee shall be held on an as needed basis. Meetings can be held via teleconference or electronically. At all Executive Committee meetings, 3 members constitutes a quorum. Decisions or actions made by the Executive Committee shall be reported at the next Board of Directors meeting.

Section 4. Ad Hoc Committees

The President may create temporary and non-permanent committees that may be necessary to conduct special club activities. The committee will remain an active committee until dissolved by a majority vote of the Board of Directors.

Section 5. Ad Hoc Committee Chairs

Committee Chairs are responsible for conducting the business of the committee, including obtaining the official budget for the event, organizing and promoting the event, collecting monies/funds and depositing them with the Treasurer within 10 days of the event's completion, keeping a record of who attended or participated in the event, obtaining and producing receipts for costs associated with the

event and reporting on the event, including cost over runs and/or profits.

Section 6. Trip Chairs

- a. Trip Chairs are responsible for promoting the trip, collecting all monies/funds and depositing them with the Treasurer within 3 days of the trip's completion, keeping a record of those who attended the trip, obtaining and producing receipts for all costs associated with the trip and reporting on the event.
- b. The Trip Chair is responsible for timely canceling any trip being chaired, so as to avoid exceeding the amount budgeted for the trip or minimizing additional cost over runs. Failure to timely cancel any trip may result in barring the Trip Chair from future Trip Chair assignments.

Section 7. Committee Chairperson or Member Removal

A Committee chairperson or member can be removed for failure to conduct the business of the Committee or for failure to abide by the Bylaws. Removal of the committee chair or committee member requires a two-thirds (2/3) vote of the Board of Directors.

ARTICLE VII – MEETINGS

Section 1. General Meetings

- a. Regular meetings of the membership shall be held each month on a day and a location determined by the Board of Directors;
- b. The meeting will be presided over and conducted by the President. In the event the President cannot attend the order of succession as defined in Article IV, section 2 shall define the presiding officer;
- c. The secretary will notify the General Membership of the meeting date or changes in that date through announcement at the general meeting or through the Newsletter;
- d. The President, with the approval of the Board of Directors, may suspend a general membership meeting for good cause provided sufficient advance notice is given to the members.
- e. A quorum will consist of the presence of twelve (12) paid members, two (2) of whom must be members of the Board of Directors and must be announced by the presiding officer and recorded by the Secretary before any vote takes place;

Section 2. Special Meetings

- a. The President, with the approval of the Board of Directors, can convene special or emergency meetings of the General Membership to conduct important business;
- b. At least 10 days notice must be given to the membership prior to special meetings.

ARTICLE VIII – PROXIES

Every member in good standing is entitled to vote at any meeting of the Club or to express consent or dissent without being present at the meeting. That member can authorize another person to act for them by proxy. Every proxy shall be in writing and signed and dated by the member conveying the proxy. The proxy is good for one meeting designated in writing. Every proxy is revocable at anytime before the vote(s) takes place at the pleasure of the member conveying it.

ARTICLE IX – FUNDS AND AUDITS**Section 1. Budget**

- a. The Treasurer shall prepare an annual budget;
- b. The budget for the club includes all three programs (Adult, Youth and Ski for Kids) and is approved as one;
- c. The budget shall be submitted to the general membership for approval by the December general membership meeting;

Section 2. Bonding

All Board members or Committee Chairpersons handling funds exceeding \$10000 must be bonded. Such bond will be provided at the Club's expense.

Section 3. Contracts and Grants***Contracts***

- (a) Only the President, with the approval of the Board, is authorized to sign Club contracts except as indicated in section 3b.

- (b) Committee chairs for the Youth, Trips and Transportation, Ski for Kids and Fundraising are authorized to sign contracts related to their specific committee activities if such contracts are within the guidelines approved by the Board of Directors;

Grants Only the Board of Directors may apply for a grant on behalf of the Slippers-N-Sliders Club.

Section 4. Disbursement of Funds (Payment by Check)

- (a) All checks, drafts, or other orders for the payment of money, notes or other evidence of indebtedness issued in the name of the Slippers-N-Sliders, shall be signed by the Treasurer and and the President or, in the absence of the President, by the Vice President or another elected officer on all Club Accounts (Adult, Youth and Ski for Kids);
- (b) All funds of the Slippers-N-Sliders shall be deposited to the credit of the Slippers-N-Sliders in such banks, trust companies, or other depositories as the approved by the Board;
- (c) Any expenses not previously approved shall require the approval of the Board of Directors.

Section 5. Non-sufficient Funds and Debts Owed to the Club

- a. Any person who has submitted bad checks or who for any reason has failed to submit funds owed to the club is not eligible for club membership or any associated privilege until that debt is paid. That person is subject to collection and legal action to recover these funds, and must pay cash or use certified funds to satisfy the outstanding debt;
- b. The Treasurer will be responsible for notifying the member in writing, once the Bank and/check protection agency have notified the Treasurer. The Committee Chairperson **must not** be involved in recovering and/or accepting funds;

Section 6. Audits

- a. At the end of each election term of the Treasurer, a Committee appointed by the President shall make an internal Financial Audit.

- b. Every 4 years there shall be a Financial Audit conducted by a CPA or qualified auditor.

Section 7. Gifts

Only the Board of Directors may accept on behalf of the Slippers-N-Sliders any contribution or gift, whether by will or otherwise.

ARTICLE X – LIABILITIES AND INDEMNIFICATION

Section 1. Liability of Officers

Any officer who has an actual or a good faith belief that he/she has authority to act for the Club shall not be liable for the acts, debts, liabilities or obligations of the Club as determined by law.

Section 2. Indemnification of Officers Generally

Any duly elected officer of the Club who is threatened to be made, or is made, a party to litigation or proceeding, whether civil, criminal, or administrative, based on acts or omissions in the performance of his/her official duties, may be indemnified, including the payment of costs of such proceeding, settlement costs, attorney fees and expenses, provided such officer acted in good faith and not in a manner contrary to the law, the Club's Articles of Incorporation or these By-laws.

Section 3. Exceptions to Indemnification of Officers

There shall be no indemnification of any officer for any:

- a. Breach of any fiduciary duty of loyalty owed to the Club or the membership;
- b. Willful or wanton act or omission;
- c. Intentional misconduct or knowing violation of the law;
- d. Any criminal conduct;
- e. Any transaction from which the director benefits directly or indirectly;
- f. Personal injury to another in which the officer was personally involved;
- g. Any unlawful distribution; or
- h. As otherwise provided by law.

Section 4. Indemnification Determination

- a. Every decision regarding indemnification shall be made on a case-by-case basis by the Board of Directors. Provided, no member of the Board of Directors or Committee chair who is or whose actions are the subject of the

underlying proceeding, may participate in the process of determining indemnification;

- b. Every decision regarding indemnification shall be reached by a quorum of the Board of Directors, or if no quorum can be reached, by a two-thirds (2/3) vote of the membership at a special meeting;
- c. Every decision regarding indemnification shall be based on a review of the law, the applicable standards of conduct for officers and the applicable facts and circumstances.;
- d. The provisions of Article X do not supersede law or regulation and do not apply to any actions by an officer, or to any proceedings which arose prior to the effective date of adoption of this by-law section.

Section 5. Insurance

The Club is authorized to procure liability insurance in amounts determined by the Board of Directors.

ARTICLE XI – BYLAW AMENDMENTS

Section 1. Amendment Process

The Bylaws may be amended using the following process:

- a. By-laws shall be reviewed every 5 years by a committee which shall be appointed by the President;
- b. Any proposed amendment(s) shall be given to the Board in writing and must be approved by the Board prior to publication to the general membership;
- c. The proposed "changes" shall be published in the newsletter two consecutive months prior to the regular meeting at which the amendment will be voted on. The notice shall include the proposed amendment, the voting date and location;
- d. The proposed amendment(s) shall be read by the Secretary at the regular or special meeting, which precedes the regular meeting at which the amendment will be voted on;
- f. Two-thirds (2/3) of the members present, if a quorum is declared, must vote in favor of adopting the amendment. An amendment to the Bylaws goes into effect immediately upon its adoption, unless the motion to adopt specifies another time for it to become effective;

- h. The Slippers-N-Sliders Board, Rocky Mountain Region and National Brotherhood of Skiers shall be provided with a revised copy of the By-laws of the Slippers-N-Sliders Ski Club with the adopted amendments incorporated within 60 days of the voting date.

ARTICLE XII – ELECTIONS

Section 1. Nominating Committee

The President shall appoint a nominating committee to prepare a slate of officers to be published in the March newsletter. Nominations for officers will also be accepted from the floor at the April meeting.

Section 2. Election and Term of Office

- a. The election of officers shall be by secret ballot. The nominee receiving a simple majority of the votes cast shall be elected. In cases where no nominee receives a majority of the votes cast, a run-off election shall be conducted by secret ballot excluding the President. The President will cast the deciding vote in the event of a tie. The Secretary will record the results of the election in the official minutes of the meeting;
- b. Officers shall be elected at the April general membership meeting;
- c. All elected officers will take office at the May membership meeting and shall serve for a term of two years and until successors are duly elected. No person may hold the same office for more than two (2) consecutive terms. In odd calendar years, the President, Secretary, Treasurer and one (1) member-at-large will be elected. In even calendar years, the Vice President and two (2) members-at-large will be elected;
- d. Outgoing officers and new officers shall meet to exchange records on or before the May general membership meeting.

ARTICLE XIII – SPECIAL PROGRAMS

Section 1. Youth Program

- a. This program is provided for the children of the members of the Slippers-N-Sliders. Children ages three (3) to seventeen (17) are automatically part of the Youth Ski Program;

- b. Goals and purposes of this program is to place emphasis on identifying and developing young skiers into racers as outlined by the National Brotherhood of Skiers;
- c. The Youth Program Director is responsible for supervising and planning ski activities geared toward learning and improving skiing abilities as well as race ski development. He/she is also responsible for keeping the general membership apprised of those children showing racing potential;
- d. The ski club may fund up to one half (1/2) the cost of the program for each child. The Youth ski programs include the following:
 - Learn to Ski -This is the first program the children will enter when they have never tried skiing or for those who have not mastered control on skis.
 - Ski Skills Training - This begins the development of ski skills for advancement into a more advance or race programs, as well as to improve recreational ski skills.
 - Race Program - as defined by the National Brotherhood of Skiers.

Section 2. Ski for Kids Program

- a. The Club shall maintain and manage, for non-member youth, a special youth program called Ski for Kids;
- b. Ski for Kids is a 501 (c) (3) Organization and its status will be maintained by the Board of Directors;
- c. Decisions regarding disbursement and management of funds, financial matters and fundraisers benefiting the program will be determined and managed by the Board of Directors;
- d. The Ski for Kids Program Director is responsible for supervising and planning ski activities geared toward learning and improving skiing abilities as well as race ski development. He/she is also responsible for keeping the general membership apprised of those children showing racing potential;
- e. The Ski For Kids program will be maintained and managed in accordance with the guidelines established in the club Procedures and Practices (P's & P's).

Section 3. Creation of Special Programs

- a. When necessary the Board of Directors, with approval of the membership, can create Special Programs to accomplish club goals;

- b. The President, with approval of the Board of Directors, will appoint a chairperson to manage the program;
- c. The Special Program will remain active until dissolved by the Board of Directors.

ARTICLE XIV - STANDING RULES

Section 1. Robert's Rules of Order shall govern all meetings of either the Board of Directors or the General Membership.

Section 2. Any changes to these rules shall be effectuated by a majority vote of the membership present at any meeting where the change is proposed.

ARTICLE XV – COMPENSATION

Section 1. Compensation Overview

- a. No officer or member shall be entitled to any compensation (i.e., salary, honorarium, etc.) for services performed on behalf of the club unless otherwise specified herein;
- b. Expenses authorized by the Board shall be reimbursed from the general fund, but shall not exceed the actual cost(s) of attending any official or approved meeting or function.

Section 2. Presidential Privileges

- a. The president shall be entitled to attend all Club sponsored social events, excluding trips, at no cost;
- b. The Club shall pay the cost of travel and lodging for any NBS or Regional Meeting ("Official Travel") less any amount paid by the NBS or by the Region. Any additional costs incurred by the President, in conjunction with Official Travel previously approved by the Board of Directors, shall be reimbursed upon presentation of appropriate receipts.

Section 3. Committee Chair Compensation

Committee chairs shall be entitled to attend any event sponsored by their committee at no cost.

Section 4. Trip Chair Compensation

- a. Trip chairs shall receive one lift ticket and transportation, provided participation in the trip meets the minimum number of participants as determined by the Board of Directors.
- b. If the minimum number of participants is not reached, the Trip Chair shall not be entitled to any compensation.
- c. For multi-day or overnight trips, and if the trip chair otherwise meets the minimum number of participants, the trip chair shall be entitled to one comp for lodging (pillow), lift and transportation (subject to the approval of the Board of Directors);
- d. The compensation for a Trip Chair will not exceed the actual cost of the trip.

ARTICLE XVI – CONFLICT OF INTEREST**Section 1. Use of Club Symbols**

No person shall profit from the use or sale of anything bearing the Club's name or trademark symbols unless approved in writing by the Board of Directors.

Section 2. Transactions Resulting in Personal Gain

No person shall, in the execution of official Club duties, profit from Club contracts, agreements, or other business transactions unless:

- a. That person and/or the business entity with which he/she is associated makes prior written disclosure of the details of the affected transaction to the Board of Directors; and
- b. The Board of Directors gives written approval of the proposed transaction.

Section 3. Remedies

Officers and Committee Chairs are expected to exercise good judgment and avoid private undertakings that have the appearance of conflict of interest with official Club duties or official Club activities. When an Officer or Committee Chair has engaged in a private undertaking that is questionable under this Section, the Board of Directors may make such recommendations as it deems appropriate about the undertaking, including, but not limited to, seeking monetary redress, changes to the undertaking, tenure of the involved Officer or Committee Chair, and formal disassociation of the Club from the transaction.

ARTICLE XVII - RECORDS**Section 1. Secretary and Treasurer**

- a. Records and other documentation of and by the Secretary and the Treasurer, as designated and specified in Article 4, Sections 5 and 6 of these By-Laws, shall be maintained in an appropriate manner and will be transferred to the respective successor of each of these Officers;
- b. Such records and other documentation shall be maintained for a minimum period of six (6) years from date of origination.

Section 2. Permanent Records

- a. These By-Laws, Articles of Incorporation, and any other such appropriate official Club documents on the tax status, etc. of the Club, shall be maintained permanently;
- b. The Secretary shall be the official custodian of permanent records and documents.

Section 3. Committee Records

- a. The Chairperson of each Standing, Ad Hoc, or other special designated Committee shall maintain appropriate records of the respective Committee meetings and activities.
- b. Such records shall be transferred in a timely manner to the succeeding Committee Chairperson, and be maintained for minimum period of six (6) years.

Section 4. Precedence of Legal Requirements

Any legal requirements regarding the period of record maintenance to which SNS is subject and obligated as a result of its tax, corporate governance or other Club status shall prevail.

ARTICLE XVIII – NBS AND REGIONAL RULES OF PRECEDENCE

Where any Article, Section or provision of these By-Laws are contrary to or conflict with those of the Rocky Mountain Region (RMR) or the National Brotherhood of Skiers (NBS), the latter shall prevail.

These revised By-Laws were drafted by the By-Laws Committee consisting of Gabrielle Martin, Guss Morrison, Greg Muckleroy, Ken Taylor and Carnell Wilson. The By-Laws were originally approved at the general membership meeting held on April 20, 2001. Amendments to the By-Laws were approved at the General Membership meeting held on October 17, 2003.

Certification

I hereby certify that these By-Laws were amended by due process and were enacted on October 17, 2003.

Kim Bentley Sr., President

Kathy Jackson, Secretary