

BY-LAWS

BREMERTON SKI CRUISERS, INC.

Revised as of February 13, 1996

(Amended March 13, 2007)

CONTENTS

<u>ARTICLE</u>	<u>TITLE</u>	<u>PAGE</u>
I	NAME	1
II	OBJECT	1
III	MEETINGS	1
IV	MEMBERSHIP	2
V	OFFICERS	6
VI	BOARD OF DIRECTORS	8
VII	COMMITTEES	9
VIII	TERMS OF OFFICE	11
IX	ELECTION	12
X	DUES	12
XI	AMENDMENT TO BY-LAWS	13
XII	CABIN USE	13
XII	INDEMNIFICATION OF OFFICERS	14
	AMENDMENT RECORD	15

BY-LAWS

BREMERTON SKI CRUISERS, INC.

Amended as of February 13, 1996

ARTICLE I - NAME

- SECTION 1: The name of this organization is Bremerton Ski Cruisers, Incorporated.
- SECTION 2: The business address of the Club shall be in Kitsap County, Washington.

ARTICLE II - OBJECT

- SECTION 1: The object of the Club is to promote, advance, and encourage the sport of skiing; to cooperate with other ski bodies for the advancement of skiing and other associated activities; to develop the friendship and good fellowship of its members and amongst the skiing public; to engage in skiing competition by taking part in, and by holding ski tournaments; and to develop skiing facilities of the Pacific Northwest.

ARTICLE III - MEETINGS

- SECTION 1: General meetings will be held on the Second Tuesday of October and March, at a regular time designated by the President, and a general meeting will be held in February at a time and place selected by the President. Written notice of all meetings shall be given to the members by the Corresponding Secretary or Bulletin Chairman.
- SECTION 2: A general meeting will be opened for the transaction of business when, in the opinion of the presiding officer, there is a sufficient number of voting members present. Proxy votes are not allowed.
- SECTION 3: The Order of Business shall be as follows:
Call to Order
A. Reading of the Minutes of the last General

- Meeting and the last Board Meeting.
- B. Treasurer's Report
- C. Correspondence Report
- D. Officers' Reports
- E. Committee Reports
- F. Unfinished Business
- G. New Business
- H. Announcements

SECTION 4: Meetings shall be conducted according to Roberts Rules of Order.

- SECTION 5:
- A. Special meetings will be called by the President as the occasion may require or upon written request of ten (10) voting members.
 - B. Notification of a special meeting must be sent by mail to all members at least three weeks before the meeting date if a special election is to be held, or if any changes to the By-laws are to be presented or acted upon.

ARTICLE IV - MEMBERSHIP

SECTION 1: ELIGIBILITY

- A. New applicants for prospective membership will be restricted to residents of Kitsap County with the following exception: any person, or persons, the club deems a valuable asset may be accepted upon approval of the Board, and approval of 75% of attending voting members at the next general meeting. Former members applying for re-entry will be accepted without any residency restrictions.
- B. All applications for new membership shall be signed by a sponsoring Senior Member (not Associate). To ensure a proper introduction to cabin facilities and procedures, the sponsor shall accompany the new member on the new member's first overnight stay at the cabin, or arrange for another Senior Member to do so.
- C. Membership applications will be accepted by the Membership Chairman and submitted to the

Board for approval.

SECTION 2: COMPOSITION

A. Status of Membership.

1. Associate Membership.

All new members are Associate Members for one year. The Associate Member has full membership privileges, but does not have a vote. If elected or appointed to an office of the Club, the member will be given voting status during his term of office.

2. Full Membership.

a. At the first general meeting after the first anniversary of acceptance of an applicant as an Associate Member, the Membership Chairman will submit the Associate Member's name to be voted on by secret ballot for full membership standing.

b. Seventy-five percent (75%) approval of voting members present will constitute acceptance. Results will not be announced at the meeting when the vote is taken. The Corresponding Secretary will notify applicants by mail as to acceptance or rejection.

c. Anyone accepted for membership who previously had been a Full member shall be restored as a Full Member when accepted, and will not be required to repeat fulfillment of an Associate term.

3. Complimentary Membership.

Complimentary Members are such who have, through individual service or cooperation, rendered extraordinary services to the Club. Complimentary Memberships may be given either to an individual or to a family, as defined by

part B of this section. Complimentary Memberships will be recommended by the Board and granted by the Membership at a general meeting. Complimentary Members are not entitled to a vote. Complimentary Memberships shall be granted for a period not to exceed one year, and shall expire on the same day that ends the regular membership year. Complimentary Members are not eligible for regular membership solely by virtue of their Complimentary Membership.

4. Lifetime Membership

Lifetime members are such who have, through individual service or cooperation, rendered extraordinary services to the Club. Lifetime memberships may be given either to an individual or to a family, as defined by Subsection B of this Section. Lifetime Membership will be recommended by the Board and granted by the membership at a general meeting. Lifetime members are entitled to vote. Lifetime members are excused from the normal yearly dues, but will pay cabin usage and locker fees and shall fulfill their work party obligation.

B. The Membership is composed of the following categories:

1. Junior Members are those who have applied for and who have been duly accepted as members by the Board, and who have paid the prescribed dues of the club. They will not be more than 17 years of age on 1 October of the current year, nor less than 14 years of age on 1 October of the current year, and not affiliated with a Family Membership. The member is not a voting member.
2. Senior Members are those who have applied for and who have been duly accepted as members by the Board, and who have paid the prescribed dues of the Club. They will be 18 years of age or older on 1 October of the current year. The member

is a voting member.

3. Family Members are those who have applied for and who have been duly accepted as members by the Board, and who have paid the prescribed dues of the Club. The membership will be composed of the adult head or heads of the home and the children or child dependents, as defined by the IRS, through 22 years of age. The voting members are the adult head or heads of the home and are titled Senior Family Members. Non-voting Family Members are titled Junior Family Members. Senior Membership may be extended to Family Junior Members, upon expiration of their family membership, provided their application is submitted by the following October 1st.

SECTION 3: RIGHTS

- A. Any member may nominate a candidate for Office or Membership.
- B. Members may use the properties of the organization for the designated purpose of such facilities.
- C. Any member has the right to examine the financial records of the Corporation at any Board Meeting.
- D. Members are non assessable.
- E. Club members shall enjoy common rights and shall be treated equally with regard to all privileges and facilities of the club.

SECTION 4: TERMINATION OF MEMBERSHIP

- A. The Membership of any person in this Corporation is terminated by non-renewal, withdrawal, or expulsion, and the manner of such withdrawal or expulsion of members will be determined and provided by the Board of Directors. Memberships are not transferable.

- B. A member may terminate or withdraw his affiliation by resignation, verbal or in writing, but no dues or part thereof will be returned.

ARTICLE V - OFFICERS

SECTION 1: The Officers of this Club are: President, Vice President, Recording Secretary, Corresponding Secretary, Treasurer, and three Trustees.

SECTION 2: A. PRESIDENT

The President:

1. Presides at all meetings of the Corporation and Board of Directors;
2. Interprets the By-laws and Rules of Order at meetings;
3. Calls special meetings of the Corporation upon request of ten voting Members, or as the occasion may require;
4. Calls meetings of the Board of Directors when required;
5. Appoints all standing and special committees and makes appointments to all vacancies subject to the approval of the Board of Directors.

B. VICE-PRESIDENT

The Vice-President:

1. Cooperates with the President and makes every effort to familiarize himself with the duties of the Office. The Vice-President introduces new members and guests to the membership at general meetings.
2. Presides in the absence of the President and succeeds to that Office in case of vacancy.

C. RECORDING SECRETARY

The Recording Secretary:

1. Makes and keeps records of all meetings of the Corporation and of the Board of Directors. The records of the minutes of each meeting must be signed by the President and the Recording Secretary.

2. Serves on the Rules committee (see Article VII, Section 1.K.).

D. CORRESPONDING SECRETARY

The Corresponding Secretary:

1. Is responsible for all correspondence involving the Bremerton Ski Cruisers, Inc. interests and business activities, receives the Club's mail, and maintains correspondence files.

E. TREASURER

The Treasurer:

1. Receives and keeps a proper account of all monies of the Corporation with date of their receipt, and disbursement and purpose thereof, and deposits all receipts as designated by the Board.
2. Expends no funds of the Corporation without prior approval of the Board of Directors.
3. Presents at each general meeting a written statement of expenditures, receipts, and balances.
4. Presents a financial report of the Corporation, including assets and liabilities, at the March General Meeting.
5. Presents the financial records of the Club for auditing at the end of the fiscal year, or June 30th, and reports the findings at the following October general meeting.
6. The Treasurer will act as registered agent representing the Corporation to the Office of the Secretary of State.
7. Collect all membership dues and locker fees.
8. Presents a budget at the April Board Meeting for approval.
9. Send dues statement. (See Article X, Section 2.A).

F. TRUSTEES

1. The Trustees are members of the Board of Directors and perform such duties as are required of this Board.

ARTICLE VI - BOARD OF DIRECTORS

SECTION 1: The Board of Directors consists of the following: President, Vice-President, Recording Secretary, Corresponding Secretary, Treasurer, and three Trustees. In addition, upon appointment, the Cabin Chairman shall also be a voting member of the Board.

SECTION 2: BOARD OF DIRECTORS, duties:

- A. Control the business of the Corporation pursuant to law and in accordance with its By-laws;
- B. Confirm the appointment of committee chairmen;
- C. Authorize the expenditure of all funds of the Corporation prior to such expenditure, except the Treasurer may pay those fixed bills as defined in the standing rules;
- D. No obligation in the name of the Corporation, except current bills, shall be incurred without previous authorization by the vote of a majority of the Board members present at a meeting of the Board;
- E. Fix and adjust all fees;
- F. Act as a nomination committee;
- G. Consider and settle all complaints or controversies concerning Club business with, or between members, or with any other organization;
- H. May suspend any member for just cause. If the person being suspended so requests, the Board will advise the Corporation in writing the reason for such suspension. Final disposition will be voted on by the voting members at the next general meeting;
- I. Review all applications submitted by the Membership Committee, and approve or reject same;

- J. Present to the membership an updated annual budget of estimated receipts and expenditures, for the current year, at the October general meeting;
- K. Hold monthly meetings, except for May, June, and July. Board meetings are open to the Club Membership.

SECTION 3:

- A. Five (5) Board Members constitute a quorum;
- B. Any Board Member failing to attend four (4) regularly scheduled consecutive meetings, including Board meetings, will be considered to have resigned from his office. Exception to this will be absences due to illness or other just cause, provided the President has been informed thereof prior to the fourth (4th) meeting missed.

ARTICLE VII - COMMITTEES

SECTION 1:

The President appoints committee chairmen from the Membership, subject to Board approval, prior to the March Board meeting. The chairmen select their committee members. The committee chairmanships are as follows (with duties outlined):

- A. SKI
 - 1. Racing;
 - 2. Recreational skiing;
 - 3. Ski instruction.
- B. PROGRAM
 - 1. Supply entertainment and refreshments for general meetings.
 - 2. Coordinate social functions with other organizations.
- C. CABIN
 - 1. Maintain cabin supplies;
 - 2. Enforce house rules;
 - 3. Assign lockers;
 - 4. Recommend Key Holder candidates to the Board of Directors and maintain a log of current Key Holders;

5. Other duties as specified by the Board.
- D. BUILDING
1. In charge of all work parties;
 2. Responsible for accomplishment of assigned projects;
 3. Perform all duties the Board deems necessary as Building Chairman.
- E. FINANCE
1. Fund raising projects.
- F. MEMBERSHIP
1. Membership drives;
 2. Process all new applications;
 3. Maintain membership roster current.
- G. RESERVATIONS
1. Maintain the permanent registration book per Article XII, Section 2;
 2. Accept fees for advanced reservations for designated dates.
- H. BREMERTON DAY
1. Direct all Bremerton Day activities, and delegate duties as deemed necessary.
- I. PLANNING
1. Composed of the President as an ex officio member, Cabin Chairman, Building Chairman, and two additional members who are appointed for two year terms. One of the additional members' terms expires each year.
 2. The Chairman of the Planning Committee is designated by the President.
 3. The Planning Committee shall prepare and maintain an "Operating Plan".
- J. BULLETIN
1. Collect all data for the Bulletin;
 2. Notify Membership of all general meetings, all special meetings (see Article III, Section 5.B.), elections (see Article IX, Section 1.C.), Club news, and other announcements.

- K. RULES
 - 1. Maintain a current set of Standing rules and By-laws for conducting Club business, and make recommendations for any changes;
 - 2. The Recording Secretary is to be part of this Committee.

- L. PUBLICITY
 - 1. Responsible for all Club publicity.

- M. HISTORIAN
 - 1. Maintain the Club Scrapbook.

- N. SAFETY & SECURITY
 - 1. Coordinate the Cabin's safety programs (i.e. fire extinguisher maintenance, fire drills, safety talks etc.).
 - 2. Maintains list of Key Holders.
 - 3. Custodian of all Keys and locks.
 - 4. Responsible for Security and Fire Systems installation and maintenance.
 - 5. Interfaces with all Security and Fire systems vendors.
 - 6. Point of contact for member's recommendations and questions.

SECTION 2: Committee chairmen's term of appointment will be for one year beginning the first Board Meeting after elections.

ARTICLE VIII - TERMS OF OFFICE

SECTION 1: Length of Term of Office

- A. Officers - All Officers will hold Office for a term of one year, starting immediately after election during the meeting, and continuing until the next duly elected Officer of the same Office is installed.

- B. Trustees - Each Trustee will hold Office for a term of three years. One Trustee will be elected each year to replace the outgoing Senior Trustee. The duly elected Trustee will begin the term of office at the installation of Officers immediately after election, and serve until three years hence or until the replacing Trustee can assume Office.

SECTION 2: Vacancies in officer and Trustee Positions:

In the event any Officer or Trustee position becomes vacant, except for the President, the Board of Directors will appoint someone to finish the remainder of the term of office. This appointment must be confirmed at the next general meeting by a majority of the voting members present.

ARTICLE IX - ELECTION

SECTION 1: Nomination and election shall take place in the following manner:

- A. The nomination committee (Board of Directors) will present a slate consisting of one or more nominees for each Office at the meeting in February.
- B. Nominations will be opened to the floor at the February and March general meetings, and will be closed immediately prior to elections.
- C. Elections will take place at the general meeting in March, and written notice thereof will be given members by the Bulletin Chairman.
- D. Elections will be by majority vote of voting members present.
- E. Installation of Officers will take place immediately after elections at the meeting in March.

ARTICLE X - DUES

SECTION 1: The Board of Directors will set the amount of initiation fees and dues and will amend them from time to time as deemed necessary.

- SECTION 2:
- A. Members will be notified by a printed statement sent by the Treasurer on or about August 1 each year, that dues are due and payable and will become delinquent as of October 1 each year. The notification will include the statement: "Any membership not renewed by full payment of dues PRIOR to October 1 is terminated".
 - B. Former members applying for re-entry into the Club after letting their Membership expire

will pay regular initiation fees and dues.

ARTICLE XI - AMENDMENT TO BY-LAWS

SECTION 1: The By-Laws may be amended by a two-thirds vote of the voting members present at any general meeting,, or at any special meeting called for the purpose, in accordance with the By-laws, PROVIDED that the proposed amendment has been presented to the Board of Directors in writing previous to the meeting, and read to the members at least at one previous meeting.

SECTION 2: Any and all references herein designated in the masculine gender are intended to reflect and be operative in the masculine and feminine gender.

ARTICLE XII - CABIN USE

SECTION 1: FEES

The Cabin Chairman, or his authorized representative, will collect cabin use fees from every person using the cabin, per the established rate as designated in the Standing Rules, EXCEPT during authorized work party days as designated by the Building Chairman.

SECTION 2: REGISTRATION

All person using the cabin will be registered in a permanent registration book. Cabin use fees turned in to the Treasurer will be reconciled to the specific dates and types of collections made, per the registration book.

SECTION 3: No one is exempt from payment of cabin use fees, except the Cabin Chairman as provided in the Standing Rules.

SECTION 4: Individual or family ownership of any portion of the club and facilities is not permitted. Such ownership will be common to the club organization.

SECTION 5: Spaces allocated for sleeping will be dormitory-type accommodations.

ARTICLE XII-INDEMNIFICATION OF OFFICERS

Each officer and committee chairman now or hereafter serving the corporation shall be indemnified by the corporation against expenses actually and necessarily incurred by him in connection with the defense of any action, suit or proceeding in which he is made a party by reason of being or having been such officer or committee chairman, except in relation to matters as to which he shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of duties. Such indemnification shall not be deemed exclusive of any other rights to which such person may be entitled under and By-law, agreement, vote of Board of Directors or members.

Bremerton Ski Crusiers

By-laws Amendment Record

Page #	Description	Date
1	Article III, Section 1	10/97
9	Article VII, Section 1	10/97
11	Article IX, Section 1, A, B, C	10/97
12	Article IX, Section 1, E	10/97
7	Article V, Section 2, E	2/99
8	Article VI, Section 2, J	2/99
11	Article VII, Section 2	10/2001
7	Added new sub-section #9	03/2007
10	Deleted sub-paragraph 4 in its' entirety	03/2007
11	Added a new sub-paragraph "N"	03/2007
12	Modified Article X, Section 2.A to note that printed statement is sent by the Treasurer	03/2007