PARK COUNTY NORDIC SKI ASSOCIATION

**BYLAWS**

ARTICLE I – NAME

The name of the organization shall be “Park County Nordic Ski Association” which also does business by that name. The Association was formerly known as “Cody Nordic Ski Foundation”.

ARTICLE II - PURPOSE

The purpose of the Association is to promote the sport of Nordic (cross-country) skiing and snowshoeing. We seek to expand, improve, and maintain the cross country ski trails within limits of a U.S. Forest Service Special Use Permit in the Shoshone National Forest of Park County. We sponsor and encourage educational, competitive and social activities for Members and the skiing and snowshoeing public. Funding is obtained from: sponsorship fees, donations and funding events. We also apply for grants.

ARTICLE III – MEMBERS

1. Those persons paying an annual sponsorship, as defined by the Board, are Members of Park County Nordic Ski Association.

2. An Annual Meeting of paid members shall be held in September of each year.

3. Public notice of that meeting shall be published in the local media at least 10 days and not more than 60 days prior to the meeting.

4. The Members elect the Board of Directors at the September meeting. The newly elected Directors assume membership on the Board upon election.

ARTICLE IV – BOARD OF DIRECTORS

1. The Association shall be governed by a Board of Directors.

2. Directorships shall be open to any annual and/or current sponsoring Member who is 21 years or older.

3. The Board shall consist of nine Directors; serving in 3 rotating classes. The term on the Board is for 3 years, with re-election to one additional term permitted. No Director shall serve more than 6 consecutive years without one full year off the Board. The Board shall devise an initial plan to implement this system.

4. Directors shall be nominated and elected by ballot at the Annual Meeting.

5. Vacancies on the Board shall be filled by ballot election of the Board.

6. Regular monthly meetings shall be held as determined by the board.

7. Special meetings may be held upon call of the President or one third of the Directors.

8. A majority of Directors shall constitute a quorum for board meetings. Voting by email may be done if approved by the President, unless one Director objects.

9. The Board of Directors, acting for the Association, shall have the following powers:

a. To make and enforce policies to govern itself.

b. To solicit contributions and raise operating funds.

c. To enter into contracts.

10. A Director may be removed from the Board by a two-thirds vote of the Directors.

ARTICLE V – OFFICERS

1. There shall be four officers of the Board: PRESIDENT, VICE PRESIDENT, SECRETARY, and TREASURER.

2. The officers shall be elected from the current board.

3. The officers shall be elected by the Board by secret ballot in September of each year. An officer’s term shall be for one year. Officers may be re-elected. If the President is not continuing on the Board, that officer shall preside only over the election of officers as the first item of business.

4. No person shall hold office if not a Director and none shall hold more than one office.

5. Payment of an annual sponsorship fee is NOT optional for Directors.

ARTICLE VI –DUTIES OF THE OFFICERS

PRESIDENT

1. Presides at all meetings.

2. Abstains from voting except to break ties.

3. Appoints committees.

VICE PRESIDENT

In the absence of the President, assumes the responsibilities and duties of the President.

SECRETARY

1. Records the minutes of the meetings, and makes them available to all members before the next meeting.

2. Maintains official records of the Boards activities.

3. Prepares an agenda for all meetings, in consultation with the President.

TREASURER

1. Disburses funds on the order of the board.

2. Keeps all financial records.

3. Makes annual reports of receipt and disbursements.

4. Prepares an annual budget.

ARTICLE VII – PARLIAMENTARY PRODEDURES

The most recent edition of “Roberts Rules of Order” will be used, unless the Board adopts special rules of order.

ARTICLE VIII -AMENDMENTS

These BYLAWS may be amended at any regular meeting of the board by two thirds majority vote of the Directors, provided that the proposed amendment was read/presented at a previous regular Board meeting.

ARTICLE IX -DISSOLUTION

The Park County Nordic Ski Association shall continue forever unless terminated by the Board per Article 6 of the Articles of Incorporation. Upon dissolution of the organization, the Board shall, after paying or making provisions for the payment of all liabilities of the organization, dispose of all the assets of the organization to non-profit organizations.

These BY-LAWS replace and supersede all previous BY-LAWS in effect and were approved by the Board of Directors on 9 November 2015.

Adopted on 9 November 2015 Attest:

Joseph P. Maniscalco, President