

**NORTH BAY NORDIC SKI CLUB BY-LAWS
FEBRUARY 2002 REVISION
AMENDED APRIL, 2004**

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1.0 NAME OF THE CLUB

The name of the club is the North Bay Nordic Ski Club, which may be referred to as "the Club" or N.B.N.S.C.

2.0 The Purpose of the Club

The North Bay Nordic Ski Club is a registered non-profit organization whose purposes are:

(a) to develop and maintain a cross country ski facility for the use and enjoyment of the club membership and the general public;

(b) to promote the growth and development of recreational cross country skiing and cross country ski racing in the North Bay area;

(c) to develop ski programs in co-operation with the Northern Ontario Division of Cross Country Ontario and Cross Country Canada

3.0 CLUB MEMBERSHIP

3.1 Members of the Club shall consist of honorary members and all those who have paid their annual membership fees; namely, family members, individual members, students (age 13 and over), children (age 6 to 12), children up to the age of 5 (added April 23, 2004)

3.2 Honorary members are any distinguished persons appointed for a specified term upon recommendation and approval of the Board. They shall be accorded the privileges of the Club and they shall not pay Club fees.

- 3.3 The membership fees for voting members will be determined or adjusted at the Annual General Meeting
- 3.4 The membership year will be from December 1 until November 30.
- 3.5 There will be a reduced membership fee for those who pay their fees prior to a date specified by the Board including and between the last weekend in November and the first weekend in December.
- 3.6 The Board may extend school group memberships and other special group memberships, but these will not have voting power at General Club meetings.
- 3.7 Skiing privileges under group memberships are restricted to the specific time of group activity.
- 3.8 Non-members must purchase day passes for trail use; seasonal rates for day passes to be set by the Board.

4.0 CLUB POLICY

4.1 The following are items of general Club policy relating to the Club members, visiting public, and the general operation of the Club. Where stipulated, "Board approval," means the approval of a majority of the Board of Directors.

4.1.1 Fees and Skier Identification

- (a) All fees (e.g., memberships, racing team, instruction, day fees, etc.) must be paid prior to participation.
- (b) All skiers will be identified by either a visible day pass or visible membership identification. If a member does not have his/her membership identification, a temporary day pass ticket will be worn, at no charge.

4.1.2 Trail Use

- (a) Dogs are not permitted on trails when there is snow cover.
- (b) Other than Club snowmachine use, skiing only is permitted when there is snow cover. Board approved sleds only may be used on the skating portion of the trails. In an emergency, walking on the trail is permitted, but one must keep to one side away from the tracks. The trails are one way only, except during special events (e.g. during races, the Gold Trail may be two way and a wax testing area).
- (c) During the off-season, mechanized travel is strongly discouraged to avoid rutting of the trails.
- (d) Skis must be of a width no greater than 6.0 cm (2 3/8 inches).
- (e) Skating is permitted on all existing ski trails. (Changed May 3, 2007) ~~The Green trail is for classic technique only. Skating is permitted on the Yellow, Purple, Red, Blue, Extended Blue, Brown, and Gold trails. (Changed April 23, 2004)~~
- (f) Cutting and grooming of new trails must have the direction of the Board and the approval of the ~~Ministry of Natural Resources~~. Park Superintendent of the Mattawa River Provincial Park.

4.1.3 Use of Property

- (a) School groups must provide adequate supervision both on the trail and in Club buildings.
- (b) Smoking is not permitted in Club buildings and on Club property.
- (c) Any use of Club property, facilities, and equipment must have approval of the Board member responsible and the Executive.

4.1.4 Violations of Club Policy

- (a) Visitors who violate Club rules and guidelines may have their day pass revoked.
- (b) Visiting groups whose members violate Club rules and guidelines may be asked either to leave or not to return.
- (c) Club members who violate Club rules and guidelines may have their membership status reviewed by the Board.

5.0 ADMINISTRATIVE STRUCTURE

5.1 The Club shall be managed, operated and governed by a Board of ten Directors, hereinafter referred to as the "Board". Board members will be elected annually for a three-year term by and from the voting members at a general club meeting. There will be a maximum of one Board member per family membership. No director may serve more than three consecutive years at a time on the Board except for the position of Past President, which may be for a one year term following the election of a new President.

5.1.1 The three year term will be grandfathered to those Board members elected in either 2000-2001 or 2001-2002 seasons, and who are wishing to continue on the Board for a second or third year. This clause will be deleted after the 2003-2004 season.

5.2 The Board shall consist of the following:

Ten directors plus past president when applicable and including an executive consisting of:

- (i) President
- (ii) Treasurer
- (iii) Trails Director

5.3.1 A Nomination Committee shall be appointed annually by the Board. It will have as membership at least three voting members, none of whom may stand for election.

5.3.2 Nominations for new Board members must be received by the Nomination Committee in writing prior to the election. No nominations will be accepted past the date specified. The date specified will be determined by the Nomination Committee in consultation with the Board of Directors. The nomination must be made by two voting members and must have the acceptance of the nominee to act if elected.

5.3.3 Any person intending to run for the position of President must make his or her intention known and circulated at least one month in advance of the Annual General Meeting. Only those who have made their intentions known in advance will be able to be nominated for the position of President. (added April 23, 2004)

5.4 The Nomination Committee will prepare the ballots for the Board of Directors positions and, at the direction of the Chairperson, will conduct the elections at the Annual General Meeting.

5.5 (i) The election of the new members of the Board shall be by ballot, and such election shall be by majority vote of voting members present at such Annual General Meeting. The ballot will list the incumbent members of the Board and the candidates for open positions. Votes will be cast only for the open positions.

(ii) If the number of nominees for the Board received by the Nomination Committee does not necessitate an election, then the Nomination Committee must present the slate of directors at the Annual General Meeting to be accepted by a simple majority of the voting members present. Those on the slate must be voting members and must have agreed to be elected.

- 5.6 (i) Immediately following the election of the new Board, the Nomination Committee Chairperson shall call for nominations by the Membership for candidates for an election for President. The President is elected for a one-year term. There will be an election for Treasurer and Trails Director only when the positions are vacant. The Treasurer and Trails Director are elected for a three-year term. Candidates must be members of the new Board and shall speak to the voters present, stating their vision and purpose. The election shall be by ballot and such election shall be by voting members present at the Annual General Meeting.
- (ii) Where only one candidate stands for an Executive position, then the candidate shall be acclaimed.
- (iii) Notwithstanding 5.6 (ii) when no election is necessary, the slate of Executive positions must be accepted by a simple majority of the voting members present.
- (iv) Before the conclusion of the Annual General Meeting, the Executive will, with the Board, determine and make public the other positions of responsibility, including Vice-President.
- 5.7 In the case of the loss of a Board Member, the President will assign or undertake the duties of that member until the next General Club Meeting. Where the member is the President, the Vice-President will become President.
- 5.8 A Board member who fails to attend more than two consecutive meetings during the year, without good reason, will be asked to resign by the Executive.
- 5.9 If the Executive determines that a Board member is not fulfilling his/her duties, then the Executive will reassign those duties.
- 5.10 Any director may resign his office at any time upon delivery of such resignation in writing to the Board of Directors. Such resignation shall take effect forthwith and no acceptance thereof shall be necessary.
- 5.11 The fiscal year shall be from May 1 to April 30.

6.0 DUTIES OF THE BOARD OF DIRECTORS

- 6.1.1 The Executive, consisting of President, Treasurer, and Trails Director shall be responsible for:
- (a) determining the initial opening and final closing dates of the clubhouse, snack bar and trails;
 - (b) on the advice of the Trails Director, determining the closing of the trails and clubhouse due to inclement weather;
 - (c) setting up job descriptions and directing the Snack Bar Management and assistants in the general operation of the clubhouse and ski rentals; and
 - (d) setting the hours of operation of the clubhouse, snack bar, and night skiing activities, and scheduling the use of buildings and trails
- 6.2 The President is responsible for:
- (a) the administration and management of the Club;
 - (b) assigning other specific duties to the Board and Committee Members as the need arises;
 - (c) arranging for the audit of the books, when necessary;
 - (d) calling Board meetings and General Club Meetings and presiding at these meetings;
 - (e) applying for Trail Use Permit with the Ministry of Natural Resources;
 - (f) payment of N.O.D. fees and registration of Club events; and
 - (g) making application for government grant assistance

6.3 The Past President is responsible for:

- (a) holding a position on the Board for a term of one year following the election of a new president;
- (b) acting in an advisory capacity on all matters related to the Club; and
- (c) serving on Club committees when necessary

6.4 The Directors shall be responsible for:

- (a) carrying out specific tasks as assigned by the President and/or Executive; and
- (b) serving on various Club Committees.

6.5 Secretary

The position of Secretary is not an elected position but will be filled by appointment by the Executive.

The Secretary, under the direction of the President, is responsible for:

- (a) preparation of the agenda for Board and Annual General Meetings, the recording of minutes, and the distribution of minutes;
- (b) providing notice of Board and Club Meetings as directed by the President; and
- (c) keeping a record of Club correspondence.

6.6 Treasurer

The Treasurer is responsible for:

- (a) maintenance and safekeeping of accounts and records;
- (b) preparation of financial statements, for both Board and Club Meetings;
- (c) banking, handling and safekeeping of cash;
- (d) adequacy of insurance coverage;
- (e) remittance of appropriate payroll deductions and government taxes; and
- (f) presenting the Budget for the upcoming year at the Annual General Meeting with input from other Board members and Committee chairpersons.

6.7 Vice President

The Vice President will:

- (a) chair Board meetings when the President is absent; and
- (b) assume the duties of the President should the President retire from the Board during his/her term.

7.0 BOARD MEETINGS

7.1 Board Meetings will be held at the call of the President or any four of the Directors and are open to Board Members, invited guests and members at large.

7.2 A QUORUM WILL CONSIST OF "50% PLUS ONE" members of the Board, including at least two members of

the Executive.

7.3 Club Board Meetings will consider:

- (a) approval of unbudgeted expenditures;
- (b) approval of financial statements; and
- (c) other matters concerning the operation of the Club.

7.4 (a) Voting at Board Meetings is one vote by Board Member, excluding the President. Only members serving as Directors can vote at meetings of the Board of Directors. In the case of tie votes, the President or Presiding Officer shall have the deciding vote.

(b) When the President has assumed the responsibility of a committee and an issue arises related to that committee requiring a vote, the President may step aside and vote. The Vice President shall, at that time, become the Presiding Officer.

7.5 Members at large who wish to present an issue at a Board Meeting must arrange to have the issue listed on the agenda by the Secretary one week in advance of the meeting.

8.0 GENERAL MEETINGS

8.1.1 The Annual General Meeting of the North Bay Nordic Ski Club shall be held at the end of the ski season at the call of the President to consider:

- (a) financial statements presented by the Treasurer and the Budget for the next year including capital expenditures in excess of \$5000.00;
- (b) annual reports from Directors and Committees;
- (c) proposed Club activities;
- (d) election of the Board of Directors and the Executive; and
- (e) other business concerning the Club.

8.2 Notice of the Annual General Meeting shall be sent to the membership at large at least 30 days in advance of the meeting.

8.3 Extraordinary General Club Meetings may be called at any time by:

- (a) the President; or
- (b) the President on application in writing by 25 voting members clearly stating the cause of such an application.

8.4 The membership at large shall be notified of an Extraordinary General Club Meeting.

8.5 An Extraordinary General Club Meeting must be called to consider unbudgeted capital expenditures of \$5000.00 or more.

8.6 These members are eligible to vote at the General Club meetings under the following schedule:

- (a) Family Membership (2 or more persons of one family) – two (2) votes, if 2 or more members of the family are in attendance
- (b) Individual Membership (one person) – one (1) vote
- (c) Honorary Membership (one person) – one (1) vote

- (d) Student Membership – age 13 and over (one person) – one (1) vote
- (e) Child membership – age 6 to 12 (one person) – one (1) vote (April 23, 2004)

8.7 In case of tie votes, the President or Presiding Officer shall cast the deciding vote.

8.8 Conduct of Club Meetings will be in accordance with Parliamentary procedures and the minutes will be maintained. Only Annual General Meetings minutes need to be sent to the membership at large.

8.9 Any voting member who will be unable to attend a General Meeting will be entitled to cast one (1) proxy vote on motions circulated in advance of the general meeting. The proxy must be written and signed by the absent member.

8.10 At a General Meeting of the North Bay Nordic Ski Club a quorum shall consist of those members attending.

9.0 AMENDMENTS :

9.1 Proposals to amend the By-Laws shall be made in writing. They will be signed by the proposer and seconder and will be submitted to the Secretary who will circulate same to the membership at large. The proposal will be considered and voted on at the next General Club Meeting.

9.2 Amendments of the By-Laws are enacted by a simple majority of voting members present at said General Club Meeting.

10.0 STANDING COMMITTEES

10.1 There shall be the following standing Committees:

- | | | |
|---|------|-------|
| (a) Public Relations/Publicity, including Newspaper article | 11.1 | |
| (b) Instruction and Youth Development programs | 11.2 | |
| (c) Club Races | | 11.3 |
| (d) Junior Racing Teams | 11.4 | |
| (e) Social | | 11.5 |
| (f) Building and Property | 11.6 | |
| (g) Trails | | 11.7 |
| (h) Membership | 11.8 | |
| (i) School liaison | 11.9 | |
| (j) Fundraising | | 11.10 |
| (k) Newsletter | | 11.11 |
| (l) Historian | | 11.12 |

10.2 Each committee shall be made up of at least one Board Member and should have at least one person from the membership at large, appointed or approved by the Board.

10.3 The initial Committee meeting will be called by the Board member responsible for that Committee.

10.4 There shall be a list of guidelines for each Committee.

10.5 The Chairperson of each Committee shall be elected at the first Committee Meeting.

10.6 The Committee shall submit to the Secretary copies of all correspondence and shall report all decisions to the

Board for approval.

11.0 GUIDELINES FOR COMMITTEES :

11.1 The Publicity Committee

The Publicity Committee shall be responsible for:

- (a) promoting Cross-Country Skiing and the North Bay Nordic Ski Club through all the media;
- (b) developing a good rapport with the media personnel and businessmen;
- (c) assisting other committees with publicity;
- (d) arranging for write-ups, interviews, photographs and other means of promotion;
- (e) arranging for paid advertisements and for sponsors for paid advertisements; acknowledging sponsorship through the Newsletter and through formal Board recognition;
- (f) publicizing club events and those events in which Club members partake in and out of town through the press, radio, TV, internet web-site, etc.
- (g) working to maintain a positive image of the Club as a special and separate entity; and
- (h) submitting an annual report to the Board.

11.2 INSTRUCTION COMMITTEE

The Instruction Committee shall be responsible for:

- (a) planning the instructions programs to be offered including the number of class lessons, the dates of the lessons, times and prices;
- (b) working with the Publicity Committee to publicize the instruction program;
- (c) recruiting candidates to become instructors;
- (d) hiring certified and apprentice instructors for the season;
- (e) maintaining a class list;
- (f) delivering monies to the Treasurer;
- (g) submitting instructors' time to the Treasurer for instructors' remuneration, as required, or arranging for the collection of instruction fees to be paid to the instructor;
- (h) working with the Trails Committee to establish, maintain and groom suitable instruction sites;
- (i) liaising with Cross Country Canada and NOD to maintain and develop Jackrabbit and Challenge programs; and
- (j) submitting an annual report to the Board.

11.3 CLUB RACE COMMITTEE

The Racing Committee shall be responsible for:

- (a) hosting Club races, time trials, and related events;
- (b) working with the Publicity and Newsletter Committees to publicize racing events and results;
- (c) organizing, from time to time, courses for Officials; and
- (d) submitting an annual report to the Board.

11.4 JUNIOR RACING TEAM

The Junior Racing Team Committee shall be responsible for:

- (a) appointing or hiring coaches as required and setting out job descriptions for coaches;
- (b) maintaining a list of all Club racers and keeping them informed of races, clinics and related events;
- (c) setting up training programs with coaches and racers;
- (d) setting criteria for team membership, collecting fees, administering the financial revenues and expenditures of the racing team;
- (e) co-ordinating accommodation and transportation to and from races;
- (f) submitting a list of participants with destination telephone numbers to the President of the Club prior to out-of-town trips;
- (g) working with the Publicity and Newsletter Committees to publicize racing events and results; and
- (h) submitting an annual report to the Board.

11.5 SOCIAL COMMITTEE

The Social Committee shall be responsible for:

- (a) planning and organizing the Club social events that are financially self-supporting;
- (b) publishing in advance details of events in the Newsletter;
- (c) establishing a telephone committee; and
- (d) submitting an annual report to the Board.

11.6 BUILDING AND PROPERTY COMMITTEE

The Building and Property Committee shall be responsible for:

- (a) maintaining the buildings and Club equipment and supplies;
- (b) the daily opening and closing of the buildings;
- (c) scheduling the annual pre- and post-season cleaning of the building and property;
- (d) arranging for the plowing of the parking areas;
- (e) establishing remuneration from outside groups;
- (f) planning and implementing changes in the physical design of the Club House and other buildings subject to the approval of the Board; and
- (g) submitting an annual report to the Board.

11.7 TRAILS

The Trails and Grooming Committee shall be responsible for:

- (a) planning, constructing, maintaining, and supervising of the trail network;
- (b) producing trail maps;
- (c) marking and putting signs on trails;
- (d) organizing work parties;

- (e) maintaining equipment;
- (f) monitoring daily the trail conditions and directing the machine operators appropriately;
- (g) maintaining and modifying as required the Emergency Rescue Procedure (Minden, 1994); and
- (h) submitting an annual report to the Board.

11.8 MEMBERSHIP

The Membership Committee shall be responsible for:

- (a) ordering membership application forms, membership identification, and related material;
- (b) working with the Publicity Committee on paid advertising to solicit members;
- (c) circulating applications for membership in the first Newsletter and to interested persons;
- (d) placing membership information and/or posters in sport shops, public buildings and other suitable locations;
- (e) supervising the sale of memberships at clinics, Club Meetings and other related activities;
- (f) issuing membership identification;
- (g) compiling a membership list and data base with names, addresses, telephone numbers, membership type, volunteer lists, actual membership count;
- (h) submitting revenue to the Treasurer;
- (i) supplying the Newsletter Committee and the Board with up-dated membership lists for their own use; and
- (j) submitting an annual report to the Board.

11.9 SCHOOL LIAISON

The School Liaison Committee shall be responsible for:

- (a) maintaining a close working relationship with all local elementary schools, high schools, colleges and universities;
- (b) developing and communicating a "code of behaviour" to all visiting school groups and teachers;
- (c) working with the Publicity Committee to publicize within the schools the facilities available at the Club;
- (d) posting and maintaining a calendar of all school group visits for both recreational skiing and racing;
- (e) working with the Trails Committee to ensure appropriate trail grooming and track setting for school races; and
- (f) working with the Membership Committee in formulating the details of School Group memberships and setting fees for school races and events.

11.10 FUNDRAISING AND WAYS AND MEANS COMMITTEE

Any fundraising and donation soliciting activities on behalf of the Club must be co-ordinated through this committee.

The Fundraising and Ways and Means Committee shall be responsible for:

- (a) liaising with all committees and, acting at the direction of the Board, raising funds and collecting donations for defined projects;
- (b) co-ordinating with all committees in the delegation of volunteers to raise funds and collect donations on behalf of the Club for defined projects;
- (c) maintaining a current list of solicitees;
- (d) ensuring the acknowledgments of donations; and
- (e) submitting an annual report to the Board.

11.11 NEWSLETTER COMMITTEE

The Newsletter Committee shall be responsible for:

- (a) collecting, editing, and printing material for the Newsletter and sending it to the membership at large;
- (b) publishing any information submitted by the Board, and;
- (c) submitting an annual report to the Board.

11.12 CLUB HISTORIAN

The Club Historian shall be responsible for:

- (a) collecting names and data from all Club activities and events during the season
- (b) compiling an annual history report

12.0 SUB-COMMITTEES

It may be necessary on certain occasions to appoint sub-committees from among the membership at large to deal with specific matters.

Revised March 13, 2002
Numerical editing February 12, 2003

With amendments of April 23, 2004
Amended May 2007