

**MISSION STATEMENT, BY LAWS,
CORPORATION CERTIFICATION AND OFFICERS**

OF THE

SNOQUALMIE NORDIC CLUB

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MISSION STATEMENT

The Snoqualmie Nordic Club was formed in July, 1997 and certified by the State of Washington as a non profit corporation on November 5th, 1997. The club was formed for the purpose of providing coaching and instruction for cross country ski racers of the Snoqualmie Pass region, to provide opportunities for club members of all ages to improve their skiing, and to race at events throughout the region. The Snoqualmie Nordic Club is comprised of members of all ages from throughout the local area and maintains an open membership policy.

BY LAWS

Article 1: Name and Location

The name of the non profit corporation is the Snoqualmie Nordic Club. The principle office of the corporations shall be located at P.O. Box 68783, Seattle, Washington 98168. Meetings of members and directors may be held at such places within the State of Washington as may be designated by the club council.

Article 2: Definitions

- Section 1. "Club" shall mean and refer to the Snoqualmie Nordic Club, its successors and assigns.
- Section 2. "Properties" shall mean ski equipment, wax, tools, uniforms and other material goods as may hereafter be brought within the jurisdiction of the Club.
- Section 3. "Member" shall mean and refer to those persons entitled to membership as provided by Article 3, below.

Article 3: Membership

- Section 1. Eligibility. All persons who register with the club are eligible for membership. Registration fees are currently \$10. per year (October 1st through September 30th) for and individual, with a maximum family membership of \$25. per year. Membership class are defined below.
- A. Class A membership: Active/Voting. Must have attended four out of the last six meetings / workouts or at least 12 meetings / workouts over the last 12 calendar months.
- B. Class B membership: Active/Non-Voting. Must have attended at least six times over 12 calendar months.

- C. Class C membership: Supporting/Non-Voting. Must be currently registered as a member of the club.
- D. Class D membership: Junior/Voting. Must have attended four of the last six meetings / workouts; or have attended 12 meetings / workouts over the last 12 calendar months. Junior members vote for two at-large delegates, if possible, one from each gender and at the USSA J-II level or above, from their ranks that will sit on the Club Council as voting members. The nomination procedure is the same as that outlined in Article 5, Section 3, below (replace class A & B members with class D & E).
- E. Class E membership: Junior/Non-Voting. Must have attended at least six times over the last 12 calendar months.

Section 2. Voting Rights. Class A members (as defined above) are eligible to vote for officers and on special meetings. Class D members (Junior/Voting) are eligible to vote for junior council delegates only. The two Class D elected delegates have the same voting rights at Class A Members.

Article 4: Meetings of Members

Section 1. Regular Workouts. The workout season is from late-December through mid-March. Regular workouts are currently held on Tuesday Nights from 6:30 PM to 8:30 PM at the Summit Nordic Center, and on Saturday from 12:30 PM to 3:30 PM, also at the Summit Nordic Center.

Section 2. Special Meetings. Special Meetings of the membership may be called at any time by the President or by a clear majority of the Club Council, or upon written request of the members who are entitled to one-fourth (1/4) of all votes of the Class A membership.

Section 3. Notice of Special Meetings. Notice of Special Meetings will be given during regularly scheduled meeting or workouts, or by phone at the direction of the Club Secretary, or by persons(s) authorized to call the meeting. Verification of an attempt to contact members must be presented to the Club Council upon request.

Section 4. Quorum. A quorum shall consist of one-eighth (1/8) of the Class A Membership, present in person or by proxy, and is required for any action except otherwise provided for in the Articles of Incorporation, or by these By Laws. If, however, such a quorum shall not be present or represented at any meeting, the members entitled to vote there at shall have the power to adjourn the meeting, without notice other than announcement at the meeting, until a quorum as aforesaid shall be present or represented.

Section 5. Proxies. At all meetings of members, each member may vote in person or by proxy. All proxies shall be in writing and filed with the Secretary. Every proxy shall be revocable and shall automatically cease upon conveyance by the member of a vote cast in person.

Article 5: Officers

Section 1. Number. There are currently eight defined offices.

Section 2. Term of Office. All officers shall serve for 12 months. The term shall begin on October 1st.

Section 3. Nomination. A candidate for office must be nominated by a Class A member and must be seconded by a Class A or B member. A candidate may nominate, but cannot second him/her self. Nominations may also be made by recommendation of the Club Council, which will be presented to the members at the time other nominations are solicited.

Section 4. Election. Elections are to be held during a permanent Special Meeting which will occur during the second or third week of September.

Section 5. Removal and Resignation. An officer may be removed only by having a Special Meeting called and having three quarters (3/4) of the attending Class A members voting for removal (a quorum must be present). Officers may resign at any time, at which the President will appoint a successor, subject to approval of a two thirds (2/3) majority of the Club Council. If the President resigns, the club Council will appoint a new president to serve the remainder of the term, subject to a two thirds (2/3) majority approval of the council.

Article 6: Club Council

Section 1. Number. The Club Council consists of the elected officers, appointed officers, elected junior delegates and assistant coaches (non-voting). Assistant coaches are appointed by the Head Coach, and may be replaced at the Head Coach's discretion.

Section 2. Term of Office. All Club Council members shall serve for 12 calendar months. The term shall begin on October 1st.

Section 3. Nomination. See Nomination of elected officers in Article 5.

Section 4. Election. Elections are to be held during a permanent Special Meeting in September.

Section 5. Removal. See removal of elected officers in Article 5, section 5, above.

Section 6. Selection of the Council Chairperson. The President will serve as the Club Council Chairperson.

Section 7. Regular Meetings. Club Council members shall meet on the first Thursday of October, December, February and June.

Section 8. Special Meetings. See Article 4, Section 2, above.

Section 9. Quorum. A quorum of the Club Council shall consist of a two thirds (2/3) majority of the voting members of the council.

Section 10. Action taken without a Meeting. Any action to be taken by the Club Council outside of a regular meeting or a special meeting must have a two thirds (2/3) majority of the voting members of the Council, with the stipulation that all voting Council members be contacted and their expressed approval or disapproval be recorded.

Article 7: Powers and Duties of the Club Council and Officers

Section 1. Powers and Duties of Officers

- A. President. Responsibilities of the President include presiding over regular and special meetings of officers. In addition, the President will manage and conduct club business, set the agenda for meetings, assure that the coaches have what they need to do their jobs and back them up in the execution of those activities. The President will work to assure the quality of club events.
- B. Vice President. Fulfills the duties of the President when the President is absent. The Vice President may also be charged with Special Projects at the direction of the President or the Club Council.
- C. Events Officer. Responsible for coordinating any “at home” races as well as handling registration and logistics for “away races”. May also be responsible for other club sponsored events and clinics.
- D. Special Projects Officer. Responsible for coordinating and overseeing various committees involved in Club projects, such as uniforms, trip, etc.
- E. Secretary. Responsible for taking roll at each workout / meeting (this responsibility may be delegated) and keeping track of voting eligibility for Class A, B, and D members. Taking minutes at regular and special meetings and making those minutes available to Council members prior to the next meeting.
- F. Treasurer. Responsible for managing the Club’s finances including bank accounts, and coordinating efforts to obtain business and other sponsorships for the club.
- G. Head Coach. Responsible for the setting of the workout schedule specifics, selection of assistant coaches and overseeing all aspects of racer development. The Head Coach also has final say as to whether a racer shall participate as a club racer in an event the club attends. The Head Coach is appointed by the Club Council.
- H. Librarian. Responsible for the video and printed material library that comes under the control of the club.

Section 2. Powers and Duties of the Club Council

- A. Chairperson. The President is the chairperson of the Club Council. Responsibilities of the President include presiding over regular and special meetings of the council.
- B. Club Council Members. Responsible for making decisions concerning the direction of the Club.
- C. Multiple Offices. Any person may hold a combination of, but not exceeding, two (2) Officer positions concurrently.

Article 8: Amendments

Amendments to this document may be made under the following circumstances;

- Section 1. Amendments suggested by the board and approved by a two thirds (2/3) majority of board must be ratified by a two thirds (2/3) majority of the Class A membership. The amendments will take effect as of the next term of office (October 1st).
- Section 2. Amendments suggested by the membership must be submitted by two (2) Class A or B members. The proposed amendment must then be approved by a two thirds (2/3) majority of the board then must be ratified by a two thirds (2/3) majority of the class A membership. The amendment will take effect as of the next term of office (October 1st).

Article 9: Coaching

Coaches will be appointed under the following guidelines;

- Section 1. Head Coach. A Head Coach will be appointed by the Club Council under the following guidelines;
 - A. Summit Nordic. The Head Coach will be an employee of the Summit Nordic Cross Country Ski School (per the sponsorship agreement) and will have a PSIA and/or USSA Coach Certification.
 - B. Appointment. Appointment of the Head Coach will be by vote of the Club Council. The candidate must be confirmed by a majority of all voting members of the council.
 - C. Resignation. The Head Coach may resign at any time. Should the Head Coach resign, the President will call a Special Meeting for appointment of a successor or interim successor.
 - D. Removal. See removal of elected officer in Article 5.
- Section 2. Assistant Coaches. Assistant Coaches will be appointed by the Head Coach under the following guidelines;

- A. Certification. Except under special circumstances approved by a majority of the Club Council, Assistant Coaches will be employees of Summit Nordic Cross Country Ski School (per the sponsorship agreement) and will have a PSIA and/or USSA Coach Certification.
- B. Appointment. Appointment of Assistant Coaches are made by the Head Coach.
- C. Removal. See Article 6, Section 1.

Article 10: Sponsorship

Sponsorship for the Club will be solicited and accepted under the following guidelines;

- Section 1. Organizations. Organizations solicited for sponsorship will be established, reputable companies, corporations or businesses.
- Section 2. Individuals. Generally individuals will not be solicited for sponsorship, however donations will be accepted.
- Section 3. Insignia. Team display and use of Sponsor logos or insignias will be in accordance with F.I.S. rules.
- Section 4. Membership. Sponsor organizations and individuals will be granted Class C membership (Supporting/Non-voting) and will be provided with race and event schedules and result sheets.
- Section 5. Sponsor Interaction. The Club and the Traveling Team will be available to the sponsor, when practical, for publicity or other promotions requested by the sponsor. Team photos and action photos of the team will also be provided.

Article 11: Traveling Team

Registered junior members may be appointed to the traveling team under the following guidelines;

- Section 1. Membership. Traveling Team members must be active Class D members of the Club.
- Section 2. Level. Traveling Team members must be at the level of USSA Junior-II or above. Junior-III racers may participate in all J-III races and may travel and compete as J-

It's, with the approval of the Head Coach. The Head Coach will consider the size and availability of race site support staff in this decision.

Section 3. Attendance. Traveling Team attendance must meet the standard for Class D membership. The Secretary (or designate) will have the traveling team attendance records available at all meetings and workouts.

Section 4. Size. The size of the Traveling Team is not limited.

Article 12: Appropriations

Section 1. Recommendations for appropriations or expenditure of club funds may be made by any club member. Recommendations will be made in writing to the club Treasurer.

Section 2. The club Treasurer will review all recommendations for clarity and completeness and will then submit them to the club council for review.

Section 3. The club council will vote on all appropriation recommendations and approval will be by majority vote of a quorum of the council (see Article 6, section 9). Approved recommendations will be returned to the Treasurer for funding.