



BYLAWS

ULLR Ski, Bike and Social Club, Inc. of the Twin Cities

- 1. Purpose.** The purpose of the Club is to promote winter athletic activities, summer athletic activities and social activities and to provide fellowship for its members.
- 2. Members.** There shall be two classes of members: Regular and Honorary.
 - (a) Regular.** All persons 21 years of age or older shall be eligible to become Regular Members upon payment of the current year's dues as established by the Board. If a regular member fails to pay such dues on or before October 31st, such Member shall be dropped from the membership.
 - (b) Honorary Members.** The past President shall become a lifetime Honorary Member. The Presidents of the Twin Cities ski clubs shall become Honorary Members during the term of their office. The Board may confer Honorary Membership on such other persons and for such periods of time, as it deems appropriate, subject to the approval of the Members at a regularly scheduled meeting of the membership.
 - (c) Rights and Privileges.** All members shall enjoy all of the rights and privileges of the Club except that Honorary Members shall be excused from paying annual membership dues during the period of Honorary Membership.
- 3. Meetings**
 - (a) Time and Place.** All meetings of the Club and the Annual Banquet shall be held at such time and place as shall be designated by the Board.
 - (b) Notices.** A written notice of all meetings of the Club shall be given to the Members at least seven (7) days prior to the date of the scheduled meeting.
 - (c) Quorum.** Five percent (5%) of the members shall constitute a quorum for the transaction of any business at any meeting of the Club.
 - (d) Voting.** Each Member shall have one vote upon each question before the meeting. Only members present at a meeting shall be entitled to vote, except that a Member may vote upon the election of officers by an absentee ballot, the form of which shall be prescribed by the board, and received by the person designated by the Board on or before the date of the Annual Meeting. The vote on the Officers of the Club, Honorary Members and all other issues that require a vote shall be by acclamation, unless otherwise determined by the Board.
- 4. Executive Board.** The Club shall be managed by an Executive Board (Board). The Board shall consist of the Officers of the Club and the immediate past President. In addition to the powers and authority conferred upon them by these Bylaws, the Board shall have the power to do all acts necessary and expedient for the management of the Club not conferred upon the Members, including, but not limited to, the promulgation of rules and regulations for the operation of the Club, the establishment of cancellation policies with respect to ski and other Club events, the appointment of the appropriate number of delegates to the Midwest Sport/Ski Council, the establishment of all committees and the appointment of chairpersons of such committees. The Board shall appoint an independent auditor to conduct an annual audit of the books and records of the Club. The Board shall also have the power to refuse and to terminate membership of any Member for good cause as determined by the Board.
- 5. Officers**
 - (a) Offices and Eligibility.** The officers of the Club shall be the President, Executive Vice President, Winter Programs Vice President, Summer Programs Vice President, Membership Vice President, Secretary and Treasurer. Only Regular Members and past Presidents shall be eligible to hold office and only Members for at least (18) consecutive months prior to the Annual Meeting shall be eligible to hold the offices of President and Executive Vice President. Officers of the Club as noted above shall not be required to pay membership dues during the year that they served.



(b) Nominations. Nominations for each office shall be made by a nominating committee and presented to the membership by the chairman thereof at the Annual Meeting, Additional nominations must be made from the floor, no later than the Regular Meeting prior to the Annual Meeting, and the member nominated must be present at that Meeting and must have given the Secretary a written consent to such nomination. Write-in nominees shall not be allowed.

(c) Election. If there is more than one nominee for an office, the nominee receiving the greater number of votes cast shall be elected to that office.

(d) Term. The Officers of the Club shall hold office from May 1 to April 30 of the following year.

(e) Duties.

(i) The **President** shall be the chief administrative officer of the Club and shall preside at all meetings of the Board and of its Members. The President shall be an ex-officio member of all committees, and subject to the approval of the Board, fill vacancies on the Board. The President shall also execute all documents on behalf of the Club, subject to the approval of the Board. Upon the expiration of the term of office, the President shall serve as advisor to the Board as Club Parliamentarian for a period of one (1) year.

(ii) The **Executive Vice-President** shall be responsible for the general meeting and social activities of the Club and perform other duties, as the Board shall prescribe. The Executive-Vice President shall also have powers and perform all of the duties of the President in the absence, incapacity, or resignation of the President.

(iii) The **Winter Programs Vice-President** shall be responsible for the skiing and winter athletic activities of the Club and perform such other duties, as the Board shall prescribe.

(iv) The **Summer Programs Vice-President** shall be responsible for all summer athletic activities of the Club and perform such other duties, as the Board shall prescribe.

(v) The **Membership Vice-President** shall be responsible for all new and renewal memberships and the maintenance of a current roster of members and perform such other duties, as the Board shall prescribe.

(vi) The **Secretary** shall attend all meetings of the Board and of the members, and shall record all votes and prepare minutes of all such meetings in a book kept for that purpose. The Secretary shall also perform the duties of the Club Historian, and perform such other duties, as the Board shall prescribe.

(vii) The **Treasurer** shall be responsible for all Club funds and shall keep a full and accurate account of the receipts and disbursements in books of the Club, and shall deposit all funds and other valuable effects in the name and to the credit of the Club in the depository designated by the Board. The Treasurer shall also disperse the funds of the Club as may be ordered by the Board, taking proper vouchers for such disbursements and shall render a financial report of the Club to the Board at such times as the Board shall require and to the Members as of April 30 of each year. The Treasurer shall also be bonded in an amount determined by the Board, the cost thereof to be borne by the Club.

(viii) The **Past President** shall be responsible for oversight of the ULLR and the Website

6. Fiscal Year. The fiscal year of the Club shall commence May 1st and end April 30th.

7. Amendment. All amendments of these Bylaws shall be subject to the approval of the Board. If the Board approves the amendment(s), the amendment(s) shall be submitted to the Membership for approval at any regularly scheduled meeting, written notice of the vote on the amendment(s) to be given to the Members at least seven (7) days prior to the meeting. The vote of two thirds (2/3rds) of the Members voting at the meeting shall be required to approve the amendment(s).

These Bylaws revised:

December 3, 1981; December 8, 1983; November 1, 1984; December 12, 1991; April 6, 1995; February 3, 2005; November 16, 2006; May 14, 2007; May 28, 2007; August 10, 2015; April 13, 2017