

# BYLAWS

## INDIAN LAKE SNOWARRIORS ASSOCIATION, INC.

Adopted: March 18, 2020

### Article 1

#### PURPOSE AND NAME

**Section 1:** The name of the corporation is *Indian Lake Snowarriors Association, Inc.* (the "Corporation").

**Section 2:** The Corporation is formed for the purposes set forth in its Certificate of Incorporation as the same may be amended from time to time. In furtherance of its purposes, the Corporation shall:

- 1) Assist and support trail management, signage and grooming of trails in the Indian Lake area.
- 2) Help promote the safe use of snowmobiles.
- 3) Encourage family participation in the sport of snowmobiling.
- 4) Promote the respect, care and appreciation for the landowner's property where snowmobile trails are allowed.
- 5) Support the Indian Lake community through outreach and service.

### Article 2

#### MEMBERSHIP

**Section 1:** The Association will be open to the general public and will be non-sectarian, non-partisan and non-profit.

## **Section 2:**

- 1) Membership in this Association shall be open and available to any and all individuals, irrespective of race, color, sex, creed or national origin.
- 2) Membership year will run from September 1 to August 31.
- 3) Honorary Membership may be presented in recognition of a person's contribution to the betterment of snowmobiling or the association. This presentation must be approved by the majority of the Board of Directors.
- 4) A landowner that has signed a land use agreement allowing use of their property for the trail system may be granted a gratuitous membership by the Board of Directors.
- 5) Membership dues should be paid by September 1 of each membership year. Only a person whose dues are up to date, as evidenced by a NYSSA valid voucher naming the Indian Lake Snowwarriors as a person's chosen club, and whose conduct deemed within the proper guidelines of the by-laws, shall be a member in "good standing".
- 6) A voting member shall be 18 years of age and be in good standings
- 7) Only voting members shall be eligible to hold office or head a committee.
- 8) Any membership may be terminated by the Board of Directors for any conduct deemed detrimental to the Association.

## **Article 3**

### **Board of DIRECTORS**

**Section 1:** The Board of Directors shall consist of 9 members elected from the general membership at the Annual Meeting in April consisting of the four Officers and five Directors at large. A Director at large shall serve a single term of three years. If no member in good standing

seeks a seat as a Director at Large, the incumbent Director at Large shall maintain that seat for another 3 year term

**Section 2:** One Director at large shall chair a standing committee known as the Membership Committee

**Section 3:** In case of vacancies occurring in the Board of Directors, the remaining Directors shall, by majority vote, appoint from the general membership a successor for the unexpired term.

**Section 4:** At all meetings of the Board of Directors a simple majority of the Board shall constitute a Quorum. If a quorum does not exist, no business shall be conducted.

**Section 5:** Meetings of the Board of Directors shall be held at such a time and place as may be fixed from time to time by the President or resolution of the Board.

**Section 6:** The Board of Directors may appoint committees or may delegate such authority to the President. The Board of Directors shall have the power to discharge any committee with exception of Membership Committee.

**Section 7:** Individuals on the Board of Directors shall have the power to spend up to \$300 between meetings of the Board of Directors. Expenses in excess of \$300 must be approved by the Board of Directors.

**Section 8:** All members of Board of Directors shall sign the Club's Conflict of Interest policy.

## **Article 4**

### **OFFICERS**

**Section 1:** The Officers of the Association shall consist of: President, Vice President, Secretary, and Treasurer.

**Section 2:** The General membership shall elect a President, Vice President, Secretary, and Treasurer. Those elected shall hold office for a period of one year. There will be no limit on the amount of terms served by officers. In the event that an office is vacated for whatever reason, the Board shall fill that position for the balance of the term.

**Section 3:** The President shall preside at all meetings of the general membership and the Board of Directors, shall appoint needed committees (other than board committees) if delegated by the Board of Directors, shall be a member ex-officio of all committees and shall carry on those responsibilities assigned to his/her position by the by-laws, Board of Directors and membership.

**Section 4:** The Vice President shall officiate in the absence of the President and assist the President in carrying out his/her duties.

**Section 5:** The Secretary shall keep all the club records other than financial, including minutes of meetings, membership roster, lists of committees and their members, and command all usual secretarial functions of the office as required by the by-laws, Board of Directors and the general membership.

**Section 6:** The Treasurer shall keep the accounts of the Association and have charge of its funds. He/she shall submit all necessary IRS and State tax forms as necessary. He/she shall be responsible to maintain insurance policies of the Association. He/She shall keep all funds (except petty cash) in a bank approved by the Board of Directors and in the name of the

Association. He/She shall disburse the funds as directed by the Board of Directors and/or the general membership. A Treasurer's report shall be prepared for each Board or general membership meeting.

**Section 7:** An annual financial review shall be performed by 2 people appointed by the President and assisted by the Treasurer. The annual financial review shall be completed for the annual meeting in April.

**Section 8:** Any Board member who misses three meetings in a row will be subject to review and dismissal by the Board of Directors.

## **Article 5 FISCAL YEAR**

**Section 1:** The fiscal year will commence on April 1 and end on March 31 of the following year.

## **Article 6 GENERAL MEMBERSHIP MEETINGS**

**Section 1:** The Annual Meeting of the Association shall be held in April. Notice of the time and place of the Annual Meeting shall be prepared and e-mailed out by the Secretary at least 10 and not more than 50 days prior to the meeting.

**Section 2:** Special meetings of the general membership shall be called by the Board of Directors. Notice of the time, place and purpose of the special meeting shall be prepared and distributed to the membership by the Secretary at least 10 and not more than 50 days prior to the meeting. Any formal action shall require a majority vote of the Board of Directors present.

**Section 3:** At each meeting of the general membership for the transaction of any business, a quorum for the transaction of business shall consist of a quorum of Board of Directors.

## **Article 7**

### **ELECTION PROCEDURE**

**Section 1:** Nominations – All Nominations for open Board seats will be made at the March General Membership Meeting and shall be distributed for consideration to General Membership no later than 10 days after the March meeting. An open Board seat is defined as any officer or at large director up for election in the upcoming April election.

**Section 2:** Proxies must be received by the Secretary, by mail, e-mail, or in person before the start of the Annual Meeting. Members attending the meeting in person may cast ballots at the meeting instead of proxies.

**Section 3:** The Secretary shall count the votes for the candidates. In the event of a tie for the final vacancy, the President shall *call* for a vote of the members present at the annual meeting.

**Section 4:** As the first order of business after elections, the President shall announce the newly elected Board members. New Officers shall run meeting

## **Article 8**

### **AMENDMENTS TO THE BY-LAWS**

**Section 1:** The By-laws of the Association may be amended by a simple majority of the Board of Directors.