

ARROWHEAD NORDIC SKI CLUB
(ESTABLISHED 1999)

CONSTITUTION

October 25, 2002

1 Name

The name of the organization shall be the "Arrowhead Nordic Ski Club", hereinafter referred to as the A.N.S.C. or Club. The A.N.S.C. will be a member of Cross Country Canada, hereinafter referred to as CCC; Cross Country Ontario, hereinafter referred to as CCO; and Southern Ontario Division, hereinafter referred to as SOD.

2 Objectives

The objectives of the ANSC shall be:

- To promote and develop the sport of Nordic skiing;
- To encourage the general public's participation in Nordic skiing;
- To coordinate the development of jackrabbit, Challenge/Defi, and Adult Nordic ski instruction;
- To promote and develop professional development for coaches and instructors in Nordic skiing; and
- To coordinate the development of Junior, Senior and Master level racers.

3 Membership

3.1 General

- The ANSC shall consist of any member in good standing.

3.2 *Method of Application and Conditions of Membership*

An official registration date for membership will take place in the month of November at a public facility. The public facility will be announced by the Board of Directors two weeks prior through the variety of media sources in the region.

A membership lasts for one year only from the month of November.

A membership fee will be set by the executive and reviewed on an annual basis.

No initiation fee will be levied with new members.

Members may register throughout the season without penalty.

3.3 *Acceptance of Membership*

Members approved for membership are accepted as ANSC members on payment of the membership dues. Annual dues shall be decided on and passed by the Board of Directors. Acceptance of membership in the ANSC entails an obligation to abide by the Constitution, By-Laws and Standing Rules of the ANSC, CCC, CCO and SOD.

4 Head Office

The Head Office for the ANSC will be the current President's home address. All club mail with the exception of the treasurer information will be forwarded to the President's address.

5 Organization

The Board of Directors, hereinafter referred to as the Board, shall be empowered by the ANSC to transact business and manage the ANSC. The Board shall consist of:

An executive committee consisting of:

- 1) President
- 2) Vice President
- 3) Secretary
- 4) Treasurer
- 5) Past President (if available)
- 6) Public Relations (if available)

5.1 Executive Roles

5.1.1 President

The President is responsible for all club activities. A good President delegates responsibility to Committees and sees that they are given the necessary authority and assistance.

Specific Duties:

- To provide leadership and accept the responsibility for the smooth operation of the club.
- To preside at meetings of members and Board.
- To manage and supervise the affairs of the club.
- To coordinate activities of the various Directors.
- To report to the members on the activities of his/her board.
- To be aware of the CCC National and Division programs and institute them in the club.
- To liaise with other skiing organizations and with government.
- To liaise with appropriate Division personnel and ensure that the Club's views are put to the Divisional Executive.
- To train a successor.

5.1.2 Vice-President

In the absence of the club President, he or she carries out the duties of the President. Generally, the Vice-President is being trained for the position of President.

Specific Duties:

- To assist the President as required.
- Assume the duties of President in the absence of the President.
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- To train a successor.
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5.1.3 Past President

Specific Duties:

- To assist the President in becoming familiar with his/her duties and responsibilities.
- To provide continuity to the club's operation.
- To accept other duties as required; frequently this will involve Fundraising and/or external relations.

Among the hazards clubs face are those of lack of continuity of programs and lack of consistency of operating policies. This is caused by inadequate preparation of new officers and often the absence of adequate records. The Past-President, by remaining on the Board, can protect the club from these hazards that might otherwise cause major impediments to the club's progress.

5.1.4 Secretary

The Secretary deals with recording club Board minutes, correspondence with related bodies, and issues club notices as necessary.

Specific Duties:

- To record all minutes of proceedings of the club in the books kept for that purpose.
- To be the custodian of the seal of the club and of all books, papers, records, correspondence, contracts and other documents belonging to the club.
- To coordinate registration, issue membership cards, keep membership records, recruit members, invoice members annually for dues, and to collect same.
- To provide the Division office (S.O.D.) with an accurate and complete list of club members.
- To train a successor.

5.1.5 Treasurer

The Treasurer is the custodian of the funds for the club. Funds should be deposited in the club's account in a chartered bank. All withdrawals should be by cheque and signed by any two of: the President, Vice President, Secretary or Treasurer. The Treasurer must keep a correct account of all monies belonging to the club and report as required by the Board of Directors.

Specific Duties:

- To prepare an annual budget with the assistance of the Board.
- Keep a set of books to account for receipts and expenses and report regularly to the Board on the current financial state of the club.
- To set up a bank account at a chartered bank and ensure all cheques and receipts are pre-numbered.
- To disburse the funds of the club under the direction of the Board, taking proper vouchers therefore.
- To arrange for the collection of all money due to the club.
- To train a successor.

5.1.6 Public Relations Director

Specific Duties:

- To coordinate the club newsletter and public relations activities.
- To devise and carry out programs designed to gain publicity for the club and its activities.
- To keep members informed of club activities and other skiing affairs of interest and value to them.
- To promote skiing in general.
- To record the history of the club.
- To liaise with the Division Public Relations Coordinator.
- To recommend and manage fundraising projects.
- To seek out all available sources of funding for the club.
- To train a successor.

5.2 Election for Board Positions

The Board is to be elected by the members of the Arrowhead Nordic Ski Club. The elections for the positions shall be held every year at the annual meeting of the A.S.N.C. in the spring. The number of Directors is again a decision by the Board. Adequate representation for the main programs is necessary while the Board must not become so large it becomes difficult to manage at meetings. All Board positions are volunteer.

5.2.1 Nomination

Under normal circumstances and as a result of these elections, the following changes in position among Board members, the former President shall become Past President and the former Vice President shall become President.

A nominating committee consisting of the Past President, President, Vice President, Secretary and Treasurer shall present a slate of candidates to the members at its annual meeting for the positions of Vice President, Treasurer, Public Relations Director and Secretary. Nominations may also be accepted from the floor.

5.2.2 Voting

The Board will appoint a Presiding Electoral Officer (Past President) to run an election if necessary.

Also two scrutinizers will be appointed at the meeting to total votes and report back to the Presiding Officer at the Meeting.

A ballot will be delivered to each member in attendance at the meeting. Each member has one vote. Proxy votes shall not be accepted.

A majority vote shall carry. Board Member may be acclaimed if there is only one candidate for the position.

5.3 Board Appointments

The Board will also include any officials appointed by the Board to replace members who have officially left a Board position.

5.3.1 Vacancy

The office of a member of the Board shall be vacated:

- 1) Upon resignation in writing.

- 2) If he/she is absent from three meetings without satisfactory reason.
- 3) If he/she is removed by resolution of the A.N.S.C. Board of Directors for good cause.

5.3.2 Non-Voting Members Appointed

From time to time, the Board may appoint a non-voting member to participate in Board functions, meetings or investigate into special tasks.

5.4 Indemnities to the Board

Every director or officer of the A.N.S.C. or other person who has undertaken or is about to undertake any liability on behalf of the Club and their heirs, executors and administrators, and estate and effects, respectively shall from time to time and at all times, be indemnified and saved harmless out of the funds of the A.N.S.C. from and against;

All costs, charges and expenses which such director or other person sustains or incurs in or about any action, suit or proceedings which is brought, commenced or prosecuted against him/her, or in respect of any act, deed, matter or thing whatsoever, made, done or permitted by him/her, in or about the execution of the duties of his/her office or in respect of any such liability;

All other costs, charges and expenses which he/she sustains or incurs in or about or in relation to the affairs thereof, except such costs, charges or expenses as are occasioned by his/her own willful neglect or default.

The Board of Directors shall take steps as they may deem requisite to enable the A.N.S.C. to acquire, accept, solicit or receive legacies, gifts, grants, settlements, bequests, endowments and donations of any kind whatsoever for the purpose of furthering the objectives of the A.N.S.C.

6 Finances

6.1 Duration

Fiscal year for the A.N.S.C. shall run from April 1 to March 31 of each year.

6.2 Expenses

6.2.1 Honorarium

No paid employee of the A.N.S.C. shall be on the Board, honorarium excluded.

6.2.2 Remuneration

Directors on the Board shall receive no remuneration for services rendered as a director. Upon approval of the Board of Directors, reasonable expense monies may be granted.

6.2.3 Suggested Expenses

Any suggested expenses, (including fundraising activity or other club activities) from the general membership must be submitted in writing to Board for their approval prior to the expense being incurred.

6.3 Auditors

Two auditors shall be appointed by the Club members present at the A.G.M. and shall audit the books and accounts of the A.N.S.C. at least one in each year.

An audited financial statement shall be presented by the treasurer at each A.G.M.

No members of the Board of Directors shall be appointed as auditors.

7 Board Meeting

7.1 Format for Board Meeting

the Secretary shall give three weeks notice of a Board Meeting to all Board members through email or telephone ensuring to note the time, the place and the reporting responsibilities. A minimum of three (3) board meetings shall take place in one year. The Board shall meet within thirty (30) days of the A.G.M.

7.2 Order of Business

- Role Call
- Presidents Opening Remarks
- Review and Adoption of the Agenda
- Approval of Minutes of Previous Meeting
- Section Arising from the previous Meeting
- Specific Committee Reports (may include many reports)
- Other Business
- Action Plans Arising from the Meeting
- Establishing a Date for Next Meeting

7.3 Voting Format by the Board

The quorum for the transaction of business shall be a majority. Each Board member or duly authorized substitute shall have one (1) vote. Proxy votes shall not be accepted. A majority vote shall carry or defeat a motion unless otherwise specifically excepted herein.

Parliamentary Procedure is to be used throughout the meeting following Robert's Rules of Order with: Motions, Amendments, Notice of Motion, Voting, Ballot, Deciding Vote, Withdrawal of Motions, Rejected Motions, Point of Order, Question of Privilege and Quorum.

8 Annual General Meeting (A.G.M.)

8.1 Notification

The A.G.M. shall be held no later than the first week of April. At least three weeks notice of the A.G.M. shall be given through a mail notice to the last known address of each current member. Notice shall be given through the local media sources.

In order to increase member participation, the A.G.M. shall be held in conjunction with a social event or dinner.

The A.G.M. location shall be held at the discretion of the Board.

8.2 Order of Business at the A.G.M.

- Role call
- Presidents Opening Remarks
- Review and Adoption of the Agenda
- Approval of Minutes of the Previous A.G.M.
- Action Arising from the Previous A.G.M.
- Reports from the Board of Directors
- Unfinished Business
- Amendments and/or By-Laws to the Constitution
- Election of the Board of Directors
- Action Plans Arising from the Meeting
- Establishing a Date for Next Meeting – Adjournment

8.3 Voting by Members at A.G.M.

The quorum for the transaction of business shall be a majority. Each club member or duly authorized substitute shall have one (1) vote. Proxy votes shall not be accepted. A majority vote shall carry or defeat a motion unless otherwise specifically excepted herein.

Parliamentary Procedure is to be used throughout the meeting following Robert's Rules of Order with: Motions, Amendments, Notice of Motion, Voting, Ballot, Deciding Vote, Withdrawal of Motions, Rejected Motions, Point of Order, Question of Privilege and Quorum.

8.4 Electing Members to the Board

(as per Article 5 – 5.2)

9 Special General Meetings (S.G.M.)

9.1 Purpose

The S.G.M. may be called by the Board of Directors by its own motion or by request in writing by a majority of the A.N.S.C. members

9.2 Notification

All members shall be notified 14 days prior to such a S.G.M. A circular letter signed by the secretary and mailed to the last known address of each member shall constitute sufficient notice.

9.3 Order of Business

Only the subject matters on the agenda shall be dealt with at the S.G.M.

9.4 Voting by Members at a S.G.M.

(as per article 6 – 6.3)

10 Amendments to the Constitution

All amendments to the constitution shall be forwarded no later than 30 days prior to the A.G.M. in writing to the Board Secretary.

Copies of the proposed amendments shall be available to all members prior to the A.G.M. start.

Amendments shall be passed by simple majority (as per article 8.3).