

THE LEXINGTON SKI CLUB INC.

BY-LAWS

Revised Oct 2018

ARTICLE I – NAME

The name of the Club shall be "The Lexington Ski Club Inc."

ARTICLE II – OBJECT

The object of the association shall be to promote the interest of amateur skiing in all respects. The Club shall operate as a recreational, social, and non-profit organization.

ARTICLE III - MEMBERSHIP

1. Membership in the Club shall be limited to the following classifications: Family Memberships, Derivative Memberships, Junior Memberships, Inactive Memberships, Alumni Memberships and Founder Memberships.

A. Family Membership: Any family that is interested in skiing shall be eligible for membership and may attain a membership when approved in the manner designated. A "family" is defined as a group of two or more people related by marriage, birth (parent-child) or adoption, who reside together. Only children under the age of twenty-one (21) are included in the "family" definition. The family must be in residence in Lexington, Burlington, Woburn, Arlington, Waltham, Lincoln, Bedford, Belmont, Winchester, or Concord, Massachusetts. The residence restriction above is not a requirement for maintaining membership and is not a requirement for married children of present Club members who were once Junior Members. Residency requirements may be waived at the discretion of the Executive Committee for adults who have been Junior Members of the Club and whose parents have been previous members or are current members of the club. Once accepted for Family Membership, any change in family composition will not affect the classification of Family Membership. All the above requirements for membership shall be met at the time of application and continue through time of approval.

B. Derivative Membership: An unmarried person whose parents are Family Members, is twenty-five (25) years of age or older at the start of the Club's fiscal year, has been a Junior

Member for at least one year, and is interested in skiing, is eligible for Derivative Membership and may attain membership when approved in the manner designated. The parents of a Derivative Member may resign or go inactive from the Club without affecting the Derivative Member's status.

C. Junior Membership: Junior memberships are granted to all Family Members' children and other members of the household who have reached the age of twenty-one (21) and not attained the age of twenty-five (25) as of the start of the Club's fiscal year. Junior members do not have voting rights, nor do they have work weekend obligations. Junior members share their parents priority number.

D. Inactive Membership: An Inactive Membership is available for Family Memberships in special circumstances. A written application for inactive membership must be sent by to the President of the Club prior to June 15 for action by the Executive Committee prior to July 1. Any inactive membership approved in this manner will incur no financial obligations for that fiscal year except those stated in Article X, Par. 1D. Late applications may be considered but the petitioning member will incur a financial obligation for the fiscal year equal to 1/4 of the normal prepayment for each 30-day period or fraction thereof subsequent to June 15 of the year of the request.

Inactive memberships shall be limited to one year, unless prior to expiration of that year, the Executive Committee, upon application of the inactive member, grants a one-year extension of such inactive membership to such applicant for good cause shown. Inactive members are to receive all Club notices and publications. Inactive memberships will be replaced by new family memberships. Upon returning, if they so wish, an inactive membership may rejoin as an active membership by being placed on the top of the waiting list, below other inactive members on the list, in order of receipt of their written statement of intent, to fill the first family membership vacancy that occurs. Upon

rejoining the Club, the current year's dues and financial obligations will be payable by said member.

The privilege of individual inactive junior memberships shall be limited to juniors in government service, such as the military and voluntary service of the US Government.

E. Alumni Membership: An Alumni Membership is a non-voting membership available to family or derivative members who have been voting members for a minimum of ten voting years, not necessarily consecutive, and live outside of the six New England states. Alumni members have no work weekend obligation. When staying at the Lodge, their priority comes after voting members and before guests; their guest priority comes after guests of voting members

F. Founder Membership: A Founder Membership is limited to senior members who were original members of the club and consists of the following three families and cannot be increased for any reason: Alvira & John Gardner, Rosalie & Bill Hammer, Dick Harding. Founder members have no work weekend obligation, and pay no prepayment charge for Lodge usage. When staying at the Lodge, their priority number comes after voting members and alumni members but before guests; their guest priority comes after guests of voting members and alumni members.

2. Voting rights shall be available to Family Memberships and Derivative Memberships. Each adult in a Family Membership is entitled to a vote if present at a meeting. A Derivative Member is entitled to a vote if present at a meeting.

3. A Derivative Member who qualifies as a family must convert his/her membership to a Family Membership by the manner designated by the June 15th following the marriage or forfeit his/her membership in the Club.

4. Overall limitations shall be recommended from time to time by the Executive Committee to the Club to govern the number of memberships in the Club. The overall membership limit shall not apply in the case when a Derivative Member converts his/her membership to a Family Membership.

5. A membership shall be considered a property right and cannot be divided (or devised).

6. Members shall participate in cooperative living while staying at the Lodge and accept the responsibility of maintaining a pleasant environment for all in attendance. The members shall also cooperate in the maintenance of the Lodge and the running of the organization.

7. All voting members must participate in one work weekend per calendar year as a condition of membership.

8. Membership issues will be subject to the Executive Committee's interpretation of the Membership By-Laws.

ARTICLES IV - OFFICERS

1. The officers of the Club shall be a President, a Vice-President, a Treasurer, and a Secretary. Each position may be held by one member or by two members who are spouses residing in the same household and who will share the responsibilities of the position.

2. The President shall preside at the meetings of the Club and of the Executive Committee, and shall be the chief executive officer. The President shall, with the approval of the Executive Committee, annually appoint all committees, committee chairmen, and assistant chairmen required by these By-Laws, and such other committees as he and the Executive Committee deem necessary.

3. In the absence of the President, or his inability to act, then the Vice-President shall assume the office of President for the unexpired term. Typically, the Vice-President will also function as the Lodge Chairman responsible for the lodge maintenance.

4. The Treasurer shall collect all revenues of the Club and shall pay all debts of the Club incurred by the Executive Committee or by its authority. He shall keep the Club's accounts and may appoint an Assistant Treasurer. The Treasurer shall also be an ex-officio member of the Finance Committee. Additionally, the Treasurer and his or her family shall not be assigned any duty assignments while staying at the Lodge.

5. The Secretary shall keep the records of the Club and of the Executive Committee, shall be charged with mailing meeting notices, attending to

the correspondence of the Club, and may appoint an Assistant Secretary.

6. Each officer shall perform such other duties as may be assigned by the Executive Committee.

7. All officers shall hold office for one year or until their successor is elected and qualified.

ARTICLE V - GOVERNMENT

1. The affairs of the Club shall be managed by an Executive Committee consisting of the President, the Vice-President, the Secretary, the Treasurer and three other members. The immediate past President shall become an ex-officio member of the Executive Board for a period of one year following his/her term as President.

2. The Executive Committee shall make appointments to fill vacancies not otherwise covered by the By-Laws. Such appointments shall be made within thirty days of official notice of such vacancy, and the appointee will serve for the unexpired term of the office to which appointed.

3. The Executive Committee shall meet at such time and place as may be agreed upon by a majority of the Committee.

4. The Executive Committee shall annually submit the budget at the May meeting.

5. Robert's Rules of Order as revised shall be the Parliamentary Authority of this organization.

6. If two members who are spouses are elected to share an officer's position, they will share a single vote on the Executive Committee.

ARTICLE VI - COMMITTEES

1. A membership committee consisting of no less than five (5) members, including the Membership Chairman, shall review and process all applications for membership not otherwise covered by these By-Laws. It shall be required that at least three (3) members be present to process applications prior to submission to the Executive Committee for final approval. The Membership Committee shall meet at such time and place as its function may require. The Committee is charged with the responsibility for (a) maintaining a current list of prospective members; (b) ascertaining that all prospective members have fulfilled all the requirements for membership; and (c) maintaining up-to-date membership lists.

2. A Lodge Committee, including a Lodge Chairman and Assistant Lodge Chairman, shall be responsible for the operation and maintenance of the Lodge and shall propound rules and regulations relating thereto, subject to the approval of the Executive Committee. The Lodge Committee shall meet at such time and place as its function may require.

3. An Activities Committee, including an Activities Chairman and Assistant Activities Chairman, shall, subject to the approval of the Executive Committee, plan, initiate, and direct various extra-curricular activities of the Club of a type not otherwise provided for in these By-Laws and for the benefit of the Club and its members for the purposes and objectives of the Club as set forth in these By-Laws. The Committee shall set forth and submit to the Executive Committee, no later than September 1 of each year, a plan of activities for the current year. The Activities Committee shall meet at such time and place as its functions may require.

4. A Finance Committee, consisting of five (5) members, including a chairman, with the Treasurer and another member of the Executive Committee being ex-officio members, shall examine and periodically report to the membership on the capital and financial structure of the Club. It shall, subject to the approval of the Executive Committee, prepare an annual budget covering operating expenses and capital improvements. Such budgets are to be submitted to the general membership for approval at the May meeting. It shall be charged with the responsibility to evaluate and recommend to the membership all possible ways and means available to the Club to meet its financial requirements. The Finance Committee shall meet at such time and place as its functions may require.

5. There shall be such other committees with such personnel, powers and duties as the Executive Committee shall from time to time designate.

ARTICLE VII - MEETINGS

1. The Annual Meeting shall be held on the third Tuesday of March in each year.

2. Monthly meetings are to be held on the third Tuesday of these months: October, November, December, January, March, April, May, and June. If the April meeting occurs during school vacation,

the meeting is to be held on the preceding Tuesday instead.

3. The Executive Committee or the President may at any time call a special meeting of the Club. Notice of any meeting shall be sent to all members at least seven (7) days before such meeting. The notice of every special meeting shall state the purpose for which it is called. Special meeting notices shall be by mail only.

4. At any meeting, each voting member shall be entitled to vote and shall have one vote. Thirty voting members shall constitute a quorum. A majority vote of those present is necessary to approve any measure put to a vote except as covered under ARTICLE X and XII.

5. Business meetings will be open to Club members and invited guests, if accompanied by a member.

6. The Membership Committee shall provide a Membership Book and a Guest Book. Members shall voluntarily sign this book to indicate their presence and must sign for their guests.

ARTICLE VIII - NOMINATION AND ELECTION OF OFFICERS AND EXECUTIVE COMMITTEE

1. The Club shall elect its officers and Executive Committee members at the Annual Meeting.

2. A Nominating Committee composed of seven (7) members, excluding current Executive Committee members and their spouses, shall be selected at the November meeting by drawing the names from a container having all the names of voting members of the Club who are members in good standing for a minimum of 12 consecutive months. At least one (1) member shall be a member of a previous Executive Committee. The President shall appoint one of such members so selected as Nominating Chairman. The Nominating Committee shall meet and nominate a candidate for each position to be filled by election. The Nominating Chairman shall announce each such nomination at the January meeting. Further nominations shall be opened from the floor at the Annual Meeting.

ARTICLE IX - ACCEPTANCE OF NEW MEMBERS

1. New Members may be elected to the Club if they have fulfilled the following requirements:

A. The application of the proposed member shall be submitted to the Membership Committee sponsored by two members who are not members of the same family and have been members for more than one year. A letter of recommendation submitted by each of the sponsoring members must accompany each application. A member family may sponsor one prospective family at a time where the period of sponsorship begins with the sponsor letters and ends with the acceptance of the prospective family to full family membership or to the waiting list. To qualify for membership, the adults of the prospective family must attend at least one regular monthly Club meeting with one of their sponsors; and the prospective family must stay at the Lodge with one of their sponsors for two occasions not including work weekends (to include two nights and two days for each occasion) during which there are twenty (20) members in attendance. Over the period of the sponsorship, the sponsors shall introduce their prospective members to the Club members present at Club meetings and occasions and shall see to it that they become familiar with these By-Laws, the Lodge Rules and operation of the Lodge. The two-occasion requirement may also be satisfied by attending more occasions with a minimum of 10 members present at each, for a cumulative total of 40 members. Applicants for a Family Membership who have completed their requirements will be placed on a waiting list in order of completion date awaiting openings for new Family Memberships. Applicants on the waiting list must attend a minimum of one Club function or visit the Lodge once annually to remain on the waiting list. Completion of this section of the requirements shall take no more than two years. Applications not completed within two years shall be considered vacated and, therefore, void.

B. Upon completion of the application requirements, the Executive Committee shall invite the prospective members to its next regular meeting for an informal interview. Then the Membership Committee shall announce to the Club members the name and address of the applicant for any open membership at the next business meeting or in the Yodeler after said membership opens.

C. A voting member may communicate directly to the Membership Committee his doubt or disapproval of the candidate not later than fourteen (14) days after the announcement for membership. The name of the candidate shall be submitted together with the recommendations of the Membership Committee and any communications disapproving the candidate to the Executive Committee. The Executive Committee shall consider all pertinent information in respect to the candidate and vote on the application. A majority vote of the Executive Committee is necessary to approve the applicant for membership.

D. When each family becomes a new member, one adult will be required to participate on the Lodge Committee for a period of one year following acceptance into the Club.

2. Single children of Family Members who are twenty-five (25) years of age or older at the start of the Club's fiscal year and have been Junior Members of the Club for at least one year may be elected to the Club as Derivative Members if they have made application to the Membership Committee and the requirements "A", "B" and "C" of this Article are fulfilled.

3. A Derivative Member who qualifies as a family must convert his/her membership to a Family Membership by stating his/her desire in writing to the President or Membership Chairman prior to June 15 following the marriage or else forfeit his/her membership in the club.

4. An Alumni Member who moves back to New England must convert his or her membership prior to July 1st following their move. Alumni Membership will be grandfathered, so that members who had resigned can rejoin as Alumni Members.

ARTICLE X - DUES AND FINANCIAL OBLIGATIONS

1. The annual dues structure of the Club is as follows:

- A. Family membership - Ten (\$10.00) per each adult member.
- B. Derivative membership - Ten (\$10.00) per person.
- C. Junior membership - Ten (\$10.00) per person.
- D. Inactive family membership - Fifty (\$50.00) per adult family member.

E. Inactive junior members of families - Ten (\$10.00) per person.

F. Alumni Membership - Ten (\$10.00) per adult member. The Alumni prepayment will be one-third of the prepayment established each year for Lodge usage.

G. Founder Membership – Zero (\$0.00) per adult member. The Founder pre-payment will be \$0.

2. Assessments may be levied against voting members of the Club on the occasion of unusual financial requirements. Notice of the proposed assessment shall be sent by mail to all voting members at least fourteen (14) days prior to the meeting at which such assessment will be considered. A majority vote of the voting membership is required to approve an assessment.

3. Bond requirement rescinded in May 2007.

4. Initiation fees shall be levied only from new members from the regular waiting list in amounts determined by a majority vote of the Club. Initiation fees are not refundable upon termination of membership for any reason.

5. Prepayment charges for Lodge usage shall be annually determined by the Executive Committee and announced to the membership at the May meeting. Such charges shall be binding on all active members of the Club. There is no charge for children under the age of 5 years. Note: Age is defined as of 1 July for all Club financial obligations.

The prepayment obligation for new members is based on the month of acceptance as follows:

1 July to 31 Jan.	100%
1 Feb. to 28(29) Feb.	80%
1 Mar. to 31 Mar.	60%
1 Apr. to 30 Apr.	40%
1 May to 31 May	20%

6. The Treasurer shall bill for current year's dues and prepayments by JUNE 1st as well as all other financial obligations in accordance with the vote of the Club under Paragraphs 2, 3, and 4 of this Article. Those members who have not paid such billed dues and prepayments in full by JULY 1st of any year shall forthwith forfeit their membership in the Club except that any such member may petition the Executive Committee for good cause, and the Executive Committee may grant an extension, of a maximum of 60 days after such due date of JULY 1st with an additional payment of

\$100. However, during this extended period, all Lodge privileges are suspended.

7. FISCAL YEAR OF THE CLUB SHALL BE JULY 1st TO JUNE 30th.

ARTICLE XI - RESIGNATION, SUSPENSION, AND EXPULSION

1. All resignations of members shall be made in writing to the President or Secretary.
2. Members whose conduct is unbecoming at any Club function will be subject to suspension or expulsion on recommendation of the Membership Committee to the Executive Committee or by the Executive Committee on its own motion, by the vote of a majority of the Executive Committee. Failure to complete a work weekend without prior consent from the Lodge Chair or the Executive committee is to be considered grounds for membership suspension or expulsion. The conduct of guests will be deemed the conduct of their accompanying or sponsoring members.
3. A member may be expelled for non-payment of indebtedness to the Club by the vote of the majority of the Executive Committee.

ARTICLE XII - AMENDMENTS

1. These By-Laws may be amended at any meeting of the Club by a two-thirds vote of the members present, provided that a full text of the proposed amendment, with notice that it will be acted upon, shall have been incorporated in the call for the meeting to every member with at least fifteen (15) days written notice before the meeting. However, all amendments from the floor shall be within the purview of the published proposal.

ARTICLE XIII - AUTHORIZATION TO BORROW MONEY

1. The corporation may, upon two-thirds vote of the membership, authorize and empower the Officers or the Executive Committee to borrow money on behalf of the corporation upon such terms and conditions as, in the discretion of either the Officers or Executive Committee be deemed expedient, and to execute on behalf of the corporation any and all necessary or proper notes and other instruments in writing incident thereto, to affix to such notes and other instruments the Corporate Seal, and to acknowledge the same as the free act and deed of the corporation.

ARTICLE XIV - PROHIBITION AGAINST LONG-TERM RESIDENCY

The Club was not organized to provide residency at the Lodge nor to permit the establishment of primary residency there for any member; however, longer term use of the Lodge facilities may be permitted under the following terms and conditions.

1. A member may enjoy substantially continuous residency at the Lodge without prior authorization from the Club or Executive Committee for a period of up to four weeks provided he/she complies with the By-Laws and Lodge Rules. For residency longer than four weeks, prior application must be made to the Executive Committee, which can authorize a stay of up to an additional four weeks. Permission to stay beyond eight weeks must be obtained from the Club membership, which must be notified as under Article XII. A vote of approval of 2/3 of the members present is required, by secret ballot. This approval may be extended by repeated voting of the membership every two months. The immediate family of the member(s) concerned should not be present during the debate. The intent of this Article may not be evaded by repeated but interrupted long periods of occupancy of the Lodge.
2. Any member in residency longer than four weeks must abide by such conditions as the Executive Committee may impose, including payment to offset additional costs to the Club incurred by their occupancy.