CHAUTAUQUA LAKE SNOWMOBILE CLUB, INC.
BY-LAWS
as of mm/dd/ccyy

Article I - Mission

Section One  This said organization shall be known as the Chautauqua Lake Snowmobile Club, Inc. a not-for-profit Corporation having its principal office in the Town of Chautauqua, New York.

Section Two  Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c ) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code. Additionally the object of this organization shall be to provide everyone in the regional area with access to snowmobile functions and facilities.

ARTICLE II – MEMBERSHIP

Section One  All persons interested in snowmobiling shall be eligible for membership. Memberships run from September 1st through August 31st of the following year.

Section Two  A “Family Membership” is defined as the person listed as the Registration name on the membership application of at least eighteen (18) years old, plus husband, wife, or significant other, plus all children under the age of eighteen (18) years old residing in the household and listed on the application. A “Family Membership” begins September 1st or whenever the annual membership dues are paid, whichever occurs later. All “Family Memberships” end on August 31st regardless of when the membership dues are paid. The club only offers “Family Memberships”.

Section Three A “Member In Good Standing” is defined as each person within a “Family Membership”.

Section Four A “Voting Member” is defined as each “Member In Good Standing” within a “Family Membership” who is at least eighteen (18) years old.

ARTICLE III – OFFICERS

Section One  The officers of the club shall consist of the President, Vice-President, Secretary, Treasurer, and Seven (7) Board of Directors. Coordinators positions are documented in the Club’s Policies And Procedures Manual. Coordinators are elected in a similar manner as Officers and Directors.

Section Two  The club shall accept and receive all final nominations for officers and directors at the first regular meeting in April. To be nominated with no special consideration to race, color, religion, nationality, sex, age (18 years of age or older), or economic status. An Officer cannot serve on the Board Of Directors and a Director cannot be an Officer.
Section Three Officer eligibility: Any prospective officer must be a “Member In Good Standing” of at least eighteen (18) years of age. In order to maintain a consistent and knowledgeable leadership, the club requires that any prospective officer to have attended a minimum of fourteen (14) of the twenty-one (21) regular club meetings during the previous twelve (12) months before elections.

Section Four Board of Directors eligibility: Any prospective director must be a “Member In Good Standing” of at least eighteen (18) years of age. In order to maintain a consistent and knowledgeable leadership, the club requires that any prospective director to have attended a minimum of fourteen (14) of the twenty-one (21) regular club meetings during the previous twelve (12) months before elections.

Section Five The officers and directors of this club shall be elected by majority at the first regular meeting in April. To be chosen with no special consideration to race, color, religion, nationality, sex, age (18 years of age or older), or economic status. The club requires that any person voting to be a “Voting Member”. “Voting Members” must be physically present to vote in the elections.

Section Six Officer and/or Director vacancies occurring between elections must be filled by appointment followed by the vote of the Board of Directors.

Section Seven Any Officer or Director may be removed after a motion by the Board and a three-fourths (3/4) vote of the membership at a regular meeting.

ARTICLE IV – DUTIES OF OFFICERS

Section One President:
Shall report to the Board of Directors.
Shall preside at all meetings of the club, conduct the meetings according to the rules adopted, enforce the by-laws, decide all questions of order, sign all official documents that are adopted by the club and none other, and perform all other customary duties pertaining to the office of President.
Shall be a member ex-official of all committees, call special meetings at own discretion or when requested to do so, in writing, by five (5) members.
Shall be the tie-breaking vote for the Board of Directors when necessary.
Shall attend monthly Chautauqua County Federation of Snowmobile Clubs meetings.
Shall make all public announcements from office of President.
Shall be the focal point between the club and the webmaster. All changes to the club website www.chautauquasnow.com go through the Club President to the webmaster.
Shall be bonded.
Shall turn over all club properties and records to their successor at end of term.

Section Two Vice-President:
Shall report to the President.
Shall assume all the duties of the President in the absence of the latter.
Shall also hold the title of Trail Coordinator.
Shall assume duties of Trail Coordinator and work with Trail Captains to solve any problems in a diplomatic way.
Shall oversee Trail Captains.
Shall be bonded.
Shall turn over all club properties and records to their successor at end of term.
Section Three  Secretary:
Shall report to the President.
Shall keep a written record of the proceedings of all meetings.
Shall handle the OPRHP’s Trail Grant-In-Aid and any other grants.
Shall ensure that all information relating to Trail Grant-In-Aid is entered into the Automated Trail Grant Program (ATGP) on a timely basis.
Shall maintain both the “Club By-Laws” and “Policies And Procedures Manual”.
Shall be bonded.
Shall turn over all club properties and records to their successor at end of term.

Section Four  Treasurer:
Shall report to the President.
Shall receive all monies paid to the club and make all deposits to the bank.
Shall keep an accurate account of all monies received and expended.
Shall keep up property and equipment insurance.
Shall provide a spreadsheet–type document at the first meeting of the month for the previous month and year-to-date totals.
Shall pay no bill without proper authorization by the club or its officers.
Shall be bonded.
Shall turn over all club properties and records to their successor at end of term.

Section Five  Board of Directors:
Shall be responsible for overall policy and direction of the club.
Shall consist of seven (7) members voted by the general membership at the first meeting in April.
Shall have terms of two (2) years. Four (4) members to be elected in even numbered calendar years. Three (3) members to be elected in odd numbered calendar years. These elections are staggered so that only approximately one-half (1/2) the board is elected at any given annual vote.
Shall receive no compensation other than fair reimbursement of club-related expenses as determined by the body.
Shall require five (5) of the seven (7) (2/3) board members present to make a quorum to conduct business.
Shall elect their own Chairperson by majority vote of Board.
Shall elect their own Vice-Chairperson by majority vote of Board.
Shall oversee the care and/or purchase and/or sale of all property and equipment owned by the club.
Shall develop the yearly budget by the end of June.
Shall review every officer, their duties, and performance.
Shall share with the President the authority to call any special meeting for a subject that can not wait for a regular meeting of the membership.
Shall use the President to make any necessary tie-breaking vote.
Shall have ultimate voice in any/all decisions involving discrepancy.
Shall turn over all club properties and records to their successor at end of term.

ARTICLE IV – MEETINGS

Section One  The annual meeting of this organization shall be held on the first regular meeting night of January each year at the organization’s headquarters.

Section Two  The regular meetings shall be held on the 1st Wednesday of each month during the months of January through December and the 3rd Wednesdays of each month during
the months of September through May. The meetings will take place at 7:30 pm at the clubhouse. Special meetings shall be called by the President or by the Board Chairperson and shall state the nature of the business to be transacted at the special meeting. At all meetings, not less than nine members, shall constitute a quorum for the transaction of the business.

ARTICLE VI – DUES

Annual dues shall be $30.00 per person or per immediate family. The club, by a majority vote of those present at any regular meeting, may levy upon the general membership dues or assessments as shall be deemed necessary for the business of the organization.

ARTICLE VII – AMENDMENTS

The By-Laws may be amended by a two-thirds (2/3) vote of those present after due notice of thirty (30) days to all members. Proposals for amendments shall be submitted in writing at a regular meeting and shall be voted on at the next regular meeting after the thirty (30) days notice.

ARTICLE VIII – COMMITTEES

The President may appoint such committees as the President deems necessary for the purpose of carrying on all club activities, programs, and for gathering information for presentation to the membership.

ARTICLE IX – PUBLICITY

All publicity must go through the President for approval and will be sent in the President’s name.

Article X - Conflict of Interest Policy

Section One  The purpose of the conflict of interest policy is to protect the Chautauqua Lake Snowmobile Club’s interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer of the Organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable State and Federal laws governing conflict of interest to nonprofit and charitable organizations.

Section Two  Procedures for Addressing the Conflict of Interest

1. An Interested person may make a presentation at the Organization of committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on the transaction or arrangement involving the possible conflict of interest.

2. The President of the Organization or the chairperson of the committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

3. After exercising due diligence, the Organization of Committee shall determine when the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict on interest.
d. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the Organization of Committee shall determine by a majority vote of the disinterested members whether the transaction or arrangement is in the Organization’s best interest, for its own benefit and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into a transaction or arrangement.

Section Three

1. A voting member of the Organization who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on pertaining to that member’s compensation.

2. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly from the organization for services is precluded from voting on matters pertaining to the member’s compensation.

3. No voting member of the Organization or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly from the Organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

Section Four

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall no participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c) (3) if the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Article XI-Dissolution

Upon the dissolution of the Organization, assets shall be distributed for exempt purposes within the meaning of the section 501 (c) (3) of the Internal Revenue Code, of corresponding section of any future Federal Tax Code, or shall be sold, debts paid, and any balance shall be distributed to a non-profit organization designated by a majority of the club membership. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the County in which the principal office of the organization is then located, exclusively for such purposes or to such Organization or Organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Adopted by the Chautauqua Lake Snowmobile Club, Inc., mm/dd/ccyy
This supersedes the previously adopted By-Laws of 07/11/2007