

Down East Ski Club, Inc.

ARTICLE I - NAME

The name of the club shall be the "Down East Ski Club," referring to its location in that section of the United States, Portland, Maine, which is commonly known as "Down East." Club members shall be commonly referred to as "Down Easters." The term "Club" used herein refers to the Down East Ski Club.

ARTICLE II - OBJECTIVES

The objectives of this Club are: the encouragement, advancement, and improvement of the sport of skiing; the promotion of good fellowship among skiers; affiliation with the United States Ski Association; the promotion of safety in all aspects of the sport of skiing; the maintenance, enhancement, and improvement of the Club lodge, facilities and grounds at Pleasant Mountain in Bridgton, Maine; support of the local community of Bridgton; and, the encouragement of other forms of recreation.

ARTICLE III – MEMBERSHIP

Section 1 - The membership of the Club shall include downhill ski, cross-country ski, and snow board enthusiasts.

Section 2 – Eligibility

- a. individual membership - Any person who has attained eighteen (18) years of age shall be eligible for an Individual membership. After a prospective member has attended at least one meeting, completed their membership application, paid their \$10.00 application fee and paid their Club dues to the Membership Chairperson, subject to prorating, membership in the Down East Ski Club shall be granted.
- b. Application fee is waived for children of current members applying for membership.

Section 3 – Dues

- a. The annual dues shall be thirty five (\$35.00) per Individual membership, payable each September 1st. Annual dues will be past due October 1st, and a late fee of \$10.00 shall be added. Any member not having paid his/her dues to the Club Membership Chairperson by November 1st shall no longer be a member. The annual dues for an honorary member will be waived by the Club for the current year which this special membership is held. The annual dues for a lifetime member will be waived by the Club for the life of that member. Spouses of lifetime members prior to 1990 will be grandfathered and their dues waived by the Club.
- b. Dues prorating - New Individual members joining the Club on or after March 1st, will pay a prorated amount of 50% of the annual dues.
- c. Any members failing to pay their dues within 60 days will be dismissed from the Club; a \$10.00 late fee will be assessed in addition to the \$10.00 application fee for those wishing to rejoin.

Section 4 - Upon the signed recommendation of one member, seconded by another member and by a unanimous vote of the Executive Board, a one (1) year honorary membership can be conferred upon an adult member who shall have rendered notable service to the Club. An honorary member shall have none of the obligations of membership in the Club, but shall be entitled to the privileges for the current Club year.

Section 5 - Upon the signed recommendation of one member and seconded by another member and by a unanimous vote of the Executive Board; dues free lifetime membership can be bestowed upon a member. This member will have

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proven extraordinary service to the Club and will have shown unselfish dedication to the growth of the Club, lodge, and to the sport of skiing.

Section 6 - As an obligation of membership, each member pledges him/herself to observe and be governed by the Club Bylaws. Each member is required to participate in one full day of labor, per Club year, at an organized work party at the Club's lodge at Pleasant Mountain. Each member is also required to participate at the annual Down East Ski Sale ("Ski Sale"). In addition, each member is urged to attend at least four (4) meetings per year, and to participate in other Club sponsored activities during the year.

Section 7 - A member may petition the Executive Board to waive or redefine one full day of labor at the lodge or the Ski Sale.

Section 8 - Guests of members are welcome at all Club functions upon payment of any applicable fees.

Section 9 - A member desiring to resign from the Club shall submit his/her resignation in writing to the Club Secretary, who shall present it to the Executive Board.

Section 10 - Any member may petition the Executive Board regarding a member whose misconduct or conduct discredits the Club, or who has failed to fulfill Club obligations. A two-thirds vote of the Executive Board members present will suspend or expel the errant member from the Club, unless other terms are agreed to by all parties involved which resolves the conflict.

Section 11 - Upon the selection of a member in good standing as the Down Easter of the Year, who is normally named at the annual banquet, the following benefits will be bestowed upon them for the upcoming Club ski season: Annual Club membership dues, Annual Banquet Dinner fee, and all lodge fees are waived.

ARTICLE IV - OFFICERS

Section 1 - The officers of the Club shall be a President, a Vice President, a Treasurer, a Secretary and six (6) Directors.

- a. The President shall take charge of Club business in general and plan a program for the ensuing year. S/he shall be Chairperson of the Executive Board, and ex-officio member of all committees, except the Nominating Committee.
- b. The Vice President shall discharge the duties of the President in the event of the President's absence. The Vice President shall be the program chairperson and be responsible for coordinating entertainment, informative programs and refreshment at all regular meetings between September and May, and at the Annual Meeting.
- c. The Treasurer shall be responsible for all funds of the Club, with the exception of Ski Sale funds which shall be the responsibility of the Ski Sale treasurer. The Treasurer shall keep an accurate account of the Club's financial status, collect dues and make all expenditures as authorized by vote of the membership present at regular meetings. All motions involving the allocation of Club monies in excess of five hundred dollars (\$500.00) except for club or committee operating expenditures made within the annual budget as adopted by the Finance Committee and approved by membership must be tabled and the membership notified of the motion by a regular mailing. An allocation in excess of \$500.00 can be voted on without tabling if the expenditure is an emergency and 2/3 of those present and voting supports the immediate allocation.
- d. The Secretary shall keep the minutes of the regular meetings, the minutes of the Executive Board Meetings, and shall conduct correspondence for the Club and furnish Club members with information concerning Club activities. The minutes of the regular meetings will be distributed to the membership in the form of the official newsletter of the Club known as the "Sno Flake".

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- e. The six Directors shall consist of the Head Hut Master, the Chair of the Ski Sale Committee, the Club's Membership Chairperson, and three at large members elected from the general membership. The six directors and the above officers shall collectively be known as the Executive Board, and shall work in concert in the performance of the duties prescribed by these Bylaws.

Section 2 - Officers and Directors of the Club shall be elected from a list of nominees presented to the Club at the March meeting by the Nominating Committee, or from the floor at the next regular meeting after which nominations are presented. The list of nominees shall be sent to Club membership to be voted on at the April meeting. Members of the Nominating Committee are selected by the President and shall not be excluded from nomination as Officers or Directors.

Section 3 - The Officers shall be elected by ballot to serve for one year or until their successors are elected and their term of office shall begin at the close of the April meeting.

Section 4 - No Member shall hold more than one office at a time.

ARTICLE V - MEETINGS

Section 1 - The regular meetings of the Club shall be held monthly on the second Thursday unless otherwise ordered by the Executive Board.

Section 2 – One of the regular meetings shall be known as the Annual Meeting.

Section 3 - 15% of current regular and lifetime members of the Club, of which three must be Officers or Directors, shall constitute a quorum.

ARTICLE VI - THE EXECUTIVE BOARD

Section 1 - The officers and Directors of the Club shall constitute the Executive Board.

Section 2 - The Executive Board shall have general supervision of the Club between its business meetings, fix the hour and place of the meetings, make recommendations to the Club, fill vacancies in offices occurring previous to the Annual Meeting and shall perform such other duties as are specified in these Bylaws. The Executive Board shall be subject to the order of the Club and none of its acts shall conflict with action by the Club.

Section 3 - The Executive Board shall meet prior to regularly scheduled Club meetings and otherwise as often as they deem necessary. Proceedings of such meetings shall be made available to the membership. The President shall have the authority to cancel or call special meetings of the Executive Board.

Section 4 - Six members of the Executive Board shall constitute a quorum.

Section 5- The Executive Board will name a special Awards Committee to supervise the selection and presentation of all awards and recognitions to be presented at the Annual Meeting.

Section 6- The Club shall support the Russ Haggett Memorial Scholarship Fund, which shall be administrated by the Lake Region School District. All scholarships shall be presented in the name of the Down East Ski Club and Russ Haggett in recognition of his contributions to the Club and the sport of skiing.

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ARTICLE VII - COMMITTEES

Section 1 – Members of standing committees shall be appointed by the President with approval of the Executive Board, unless otherwise specified.

- a. A Membership and Hospitality Committee shall review and make recommendations upon all membership applications. This Committee shall have a Membership Chairperson, who shall bill for dues, keep membership record cards and a membership roster. In addition, it shall be the responsibility of the Chairperson to present each new member with a membership package which shall include: a copy of the Bylaws, membership roster, and copy of rules, regulations and information pertaining to the Lodge. The Committee shall also welcome, introduce and treat as their guest any and all non-members and potential members who may attend club meetings.
- b. A Lodge Committee comprised of hut masters and supernumeraries and other appointed members shall be responsible for the supervision of all lodge activities, expenditures, formulation of rules and regulations for the use of the lodge and strategic issues pertinent to the maintenance operations of the Club lodge. Vacancies to this Committee shall be filled on the recommendation of the existing Lodge Committee and ratified by the Executive Board after the general membership has been notified of said vacancy. The Maintenance Committee is a sub-committee of the Lodge Committee. All major repairs, additions and changes in property use are to be reviewed by this committee. This committee shall report to, and advise, the Lodge Committee.
- c. A Bylaws Committee that shall annually review and update the Bylaws.
- d. A Competition Committee shall plan and implement all skiing competition sponsored by the Club: Alpine, Freestyle, Nordic and other on-snow competition events. This committee will also work with Shawnee Peak to plan and run the annual Russ Haggett Memorial Scholarship Race. All proceeds will be contributed to the Russ Haggett Memorial Scholarship Fund at the Lake Region School District.
- e. A Financial Advisory Committee made up of two elected members at large (one of whom will be chairperson), the Treasurer and Head Hut Master shall review financial matters of the Club and make recommendations with regard to expenditures on an annual basis. The elected members will be for alternate two (2) year terms. The Financial Advisory Committee shall prepare an annual budget that shall be presented to the membership for review at the November meeting and be voted on for approval at the December meeting. The financial year shall be from January to December.
- f. A Ski Sale Committee shall plan, organize and oversee the annual Down East Ski Sale. The committee shall appoint a Ski Sale treasurer who shall oversee all expenditures and receipts from the Ski Sale and report back to the Club treasurer.

Section 2 - Special committees shall be appointed by the President as the Executive Board shall deem necessary to carry on the work of the Club. Special committees shall be dissolved upon completion of the work with which they were charged.

ARTICLE VIII - Dissolution or Termination and IRS Provisions

This Club may dissolve if three-fourths of the membership so vote at a pre-announced meeting. Upon the dissolution of the Club, the assets of the Club remaining after the payment of all its liabilities shall be distributed exclusively to one or more organizations organized and operated exclusively for such purposes as shall then qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, and as a charitable, philanthropical, benevolent or education corporation within the meaning of Title 13-B of the Maine

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Revised Statutes, as amended.

No part of the net earnings of the Club shall inure to the benefit of any member, director, or officer of the Club, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Club in carrying out one or more of its purposes) and no member, director or officer of the Club, or any private individual shall be entitled to share in the distribution of any of the Club assets on dissolution of the Club.

Notwithstanding any other provision of these articles, the Club shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Upon the dissolution of the Club, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for public purpose.

The Executive Board of the Club shall be tasked with coordination of the proper and complete dissolution of the Club, as stated above, and following the Internal Revenue Code of 1954, as amended, and as a charitable, philanthropical, benevolent or education corporation within the meaning of Title 13-B of the Maine Revised Statutes, as amended, within 90 days of said vote.

ARTICLE IX - AMENDMENT OF THE BYLAWS

These Bylaws may be amended at any regular meeting of the Club but such amendment must be tabled until the membership is notified by mail or e-mail. A two-thirds vote of members present is required to enact amendments.

ARTICLE X - PARLIAMENTARY AUTHORITY

The rules contained in the current edition of "Robert Rules of Order Newly Revised" shall govern the Club in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order the Club may adopt.

AMENDMENT HISTORY

It shall be the responsibility of the Bylaws Committee to keep these bylaws up to date and available to the general membership of the club upon request.

Reprinted with Amendments April 27, 1981

Amended February 3, 1983

Amended February 17, 1983

Amended November 8, 1984

Reprinted with Amendments January 24, 1990

Reprinted with Amendments for 1997 Annual Meeting - Amendments made by Doug Dolan

- Changed file format to Microsoft Word 6.0a - file dated 4/8/97
- Reformat text layout
- Add this Amendment history area
- Amended A3.S2.SSa. Amendment 3/14/91
- Amended A3.S2.SSb. Amendment 3/14/91
- Amended A3.S2.SSd. Amendment 3/14/91
- Amended A3.S2.SSe. Amendment 3/14/91
- Amended A3.S3. Amendment 2/25/93.
- Added A3.S9. Amendment 2/25/93
- Amended A4.S1(2).SSf. Amendment 11/17/94
- Amended A5.S3. Amendment 11/17/94
- Amended A2. Amendment 9/12/96
- Amended A3.S2.SSa. Amendment 9/12/96.
- Amended A3.S2.SSf. Amendment 9/12/96.
- Removed A4.S1, renumber A4 Sections. Amendment 9/12/96
- Amended A4.S2(3). Amendment 9/12/96
- Amended A7.S1.SSd. Amendment 9/12/96
- Amended A7.S1.SSe. Amendment 9/12/96
- Amended A4.S1(2).SSd. Amendment 2/15/96
- Amended A5.S1. Amendment 2/15/96
- Added A7.S1.SSh. Amendment 9/10/??
- Added request for contribution criteria voted on 3/11/97
- Added DESC Holdings, Inc. Bylaws for reference

- Should add Scholarship Committee Bylaws for reference
- Should add Competition Committee Bylaws for reference

Reprinted with Amendments for 1998 Annual Meeting Cover Date April 1998 - Amendments made by Doug Dolan

Changed file format to Microsoft Word 97 - file dated 3/21/98

Removed references to 2nd Vice President in Article IV

Added Past Presidents List

8/5/98

Added Down Easter's List

Added ,Inc. to header

12/29/98

Replaced Article III with updated version approved at 12/10/98 Club meeting

4/26/00

Added Article III Section 11(Down Easter benefits) voted into effect at July 1999 meeting.

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Struck word “first” from Article V, Section 2, omitted in earlier re-write

Article IV, Sec 1, SubSec e. Replace Ski Sale Chairperson w/ member of Ski Sale committee, omitted in earlier re-write

Article VII, Sec 1, SubSec a. Struck (Safety Committee eliminated). Re-Letter rest of SubSec.

Reprinted with Amendments for 2000 Annual Meeting - Amendments made by Doug Dolan

04-16-01 Amended the following parts of the bylaws:

Art. III Sec. 2 Sub Sec. a. Required prospective members to attend one meeting before applying.

Art. III Sec 3 Increased dues to \$35.00 and added a \$10.00 late fee.

Art III Sec. 6 Required participation in a lodge work party and at the ski sale.

Art. III Sec. 7 Allows the waiving of the above requirement.

Art. VI Sec. 5 Replaces Art. VII Sec. 1 Sub Sec. D.

Art. VII Sec. 1 Sub Sec. a. Made one committee for membership and hospitality.

Art. VII Sec. 1 Sub Sec. b. Absorbed into Art. VII Sec. 1 Sub Sec. a.

Art VII Sec. 1 Sub Sec. d. Became Art VI Sec. 5

Relettered the rest of Art. VII Sec 1

Reprinted with amendments for 2001 Annual Meeting by Tom Bull

07-01-01, Amended the following parts of the bylaws:

Art.VI Sec. 6. New section that gave oversight of the Russ Haggett Scholarship Fund to the Executive Board with administrative duties handled by Lake Region School District.

Art. VII Sec.1 Sub Sec d. Expanded the duties of the Competition Committee to plan the Russ Haggett race.

Art. VII Sec. 1 Sub Sec. e. Deleted, absorbed into Art. VI Sec. 6 and Art. VII, Sec.1 Sub Sec. d.

Reprinted with amendments April 2002 for the Annual Meeting by Tom Bull

05-03-03, Amended the following parts of the bylaws:

Made various wording changes to the DESC Holdings, Inc. bylaws to reflect the IRS Registration of the DESC.

Reprinted with amendments May 2003 for the Annual Meeting by Tom Bull

2006, Amended the following sections of the bylaws:

Article I, clarifying change

Article III Section 3 Sub Section b, changed prorated date from January 1st to March 1st

Article III Section 3 Sub Section c, new sub section to suspend membership due to lack of dues payment.

Article IV Section 1 Sub Section c, language added to allow for emergency expenditures.

Article IV Section 1 Sub Section e, clarifying language on make-up of the executive board.

January 2008, Amended the following sections of the bylaws:

Various non-substantive grammatical changes.

Article II, redefined objectives to better reflect current practices.

Article III Section 4, clarified that honorary membership is for only 1 year.

Article III Section 5, clarified that lifetime members do not pay dues.

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Article IV Section 1 Sub Section c, language added to specify that funds from the Ski Sale are the responsibility of the Ski Sale treasurer. Language added to make the budget a binding document in terms of expenditures being approved.

Article IV Section 1 Sub Section d, specified that the Sno Flake shall be the complete minutes of the regular meetings.

Article IV Section 2, language added to specify the dates when nominations are due, nominations are voted on and when officers take office.

Article V Section 3, changed the quorum from a set number to 15%.

Article VI Section 5, removed reference to awards presented in the name of the YMCA which were no longer being presented.

Article VII Section 1 Sub Section a, removed reference to set number of members for the Membership and Hospitality Committee.

Article VII Section 1 Sub Section b, changed membership of the Lodge Committee, redefined the responsibilities and created a Maintenance sub committee.

Article VII Section 1 Sub Section e, defined terms of office for members of the Financial Advisory Committee and created a time line for the annual budget.

Article VII Section 1 Sub Section f, added the Ski Sale Committee as a standing committee and gave the committee responsibility over Ski Sale funds.

Article VIII, struck and replaced article to meet IRS requirements.

Removed section on DESC Holdings, Inc., no longer valid.

Appendix A, Request for Contribution Guidelines, cleaned up the language.

Request for Contribution Guidelines

All requests for contributions from the Club should meet the following criteria:

Donated funds must go to support skiing and/or recreational activities, i.e.; lift tickets, equipment purchase or rental, transportation to and from mountains, etc.

A club-sponsored team participating in a fundraising ski-a-thon can request \$100 in matching funds when some portion of the moneys raised meet the criteria above.

All requests for donations shall be brought to the Executive Board prior to being presented at a regular meeting.

It is the goal of the Club that 10% of the Ski Sale profits to be used for donations the following year.

The Club should use its limited resources to support more local causes, especially those that support and encourage skiing among groups and individuals that might not otherwise have the opportunity or the resources.

Past Presidents

1948-1952	Tom Bennett
1952-1953	Linwood Beck, Ted Beety
1953-1954	Howard Jewett, Jim Jones
1954-1955	Jim Jones
1955-1956	Nicholas Aceto
1956-1957	William Wheeler
1957-1958	William Wheeler – Howard Small
1958-1959	Bernie Benson
1959-1960	George Norwood
1960-1961	Franklin Emery
1961-1964	Don Wyman
1964-1965	Bud Pratt
1965-1966	Jack Bennett
1966-1967	Dick Doucette
1967-1968	Glenn Foster
1968-1969	Don Raymond
1969-1971	Wayne Beckwith
1971-1972	Tom Moran
1972-1973	Eldon Peterson
1973-1974	Don Murray
1974-1975	George Foley
1975-1976	Ted Raczkowski
1976-1977	Pat Clarke Adriance
1977-1978	Joe Parent
1978-1979	George Doucette
1979-1980	Lynn Brady
1980-1981	David Robinson
1981-1982	Frances Emery
1982-1983	Russell Connors
1983-1984	Priscilla Doucette
1984-1985	Dick Morin
1985-1986	Judie Graffam
1986-1987	Donald Blackmore
1987-1988	Mark Arsenault
1988-1989	Durwood Graffam
1989-1990	Barbara Brady
1990-1991	Edward Platts
1991-1992	Jim Durant
1992-1993	Doug Dolan
1993-1994	Russ Desrosiers
1994-1995	Jeffery Leighton
1995-1996	Jody Bennett
1996-1997	John Crowley
1997-1998	Linda Trueworthy
1998-2000	Mariann Goff
2000-2001	Barbara Brady
2001-2002	Thomas Bull
2002-2003	Gail Platts
2003-2005	Cheryl Rawson
2005-2006	Rod Sutkowski

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2006-2007 Edward Palmer
2007-2008 Nancy Innes

Past Down Easters

1966	Fred White
1967	William Weeks
1968	Richard Doucette
1969	George Robinson
1970	Richard Marr
1971	Elnora Wyman
1972	Christy McHugh
1973	Lynn Brady
1974	Glenn Foster
1975	Fran Emery
1976	Tom Bennett
1977	Pat Clarke Adriance
1978	Franklin Emery
1979	Don Wyman
1980	Henry Jones
1981	George Doucette
1982	Norma Bennett
1983	George Foley
1984	Lew Emery
1985	Joe Parent
1986	Ted Raczkowski
1987	Eldon Peterson
1988	Priscilla Doucette
1989	Durwood Graffam
1990	Linda Trueworthy
1991	Barbara Brady
1992	Jackie Marr
1993	Mark Arsenault
1994	Russ Connors
1995	Peg Morton
1996	Cheryl Mallory
1997	Doug Dolan
1999	Sue Leighton
2000	Dot Robinson
2001	Jeff Leighton
2002	Valerie Marr-Ross
2003	Marion Goff
2004	Suzanne Anderson
2005	Gail Platts
2006	Thomas Bull
2007	Bob Morton