

Duluth Cross Country Ski Club Bylaws

Article 1 - Mission and Purpose

Mission – The mission of the Duluth Cross-Country Ski Club (DXC) is to promote healthy lifestyles, fitness and fun through cross-country skiing by providing programs, informational resources and special events to the community.

Purpose – DXC works to accomplish its mission by:

1. Promoting and supporting cross country skiing in Duluth
2. Providing cross country skiing resources and information to the community
3. Offering opportunities for youth and adults to ski, race and socialize
4. Preserving, maintaining and enhancing ski trails and facilities

Article 2 – Membership

1. DXC welcomes memberships from individuals, students, and families.
2. DXC membership runs annually, from September 1st through August 31st.
3. Monies brought in through memberships dues will be spent in support of the mission of the DXC. The Board of Directors reviews membership dues annually.
4. Dues are non-refundable.

Article 3 - Board of Directors

1. General

- a. The Board of Directors shall have no fewer than seven and no more than ten members.
- b. In January of each year, the Executive Committee shall appoint a three person nominating committee that will include at least one board member who will solicit applications for new Board Members to replace those whose terms are expiring or who have left the Board for other reasons.
- c. In April of each year the Board of Directors will elect new Board Members from the list of nominees.
- d. In the event of a vacancy, at any time during the year, the Board of Directors may elect additional Board Members to fill the vacancy up to a total of ten members.
- e. No Board Member will receive compensation for his or her work on behalf of DXC.
- f. Each Board Member will accept responsibility 1) as an officer, and/or 2) of a committee.
- g. Board Members shall oversee the affairs of the club between regular business meetings, make recommendations to the Board, and perform such other duties as may be in the best interest of DXC.
- h. The President, President-Elect, Secretary and Treasurer are Officers of the Board, and shall make up the Executive Committee. The Executive Committee shall:
 - i. Assist with setting monthly board meeting and annual membership meeting agendas
 - ii. Maintain a strategic plan
 - iii. Handle emergencies
- i. Terms of Office
 - i. DXC Board Members serve 3-year terms starting in May and ending in April. Board Members will not serve for more than three consecutive terms.
 - ii. DXC Officers will serve in their leadership role for 1-year terms starting in May

Duluth Cross Country Ski Club Bylaws

and ending in April and will not serve in the same position for more than three consecutive terms.

- iii. At the end of his or her term in April, the outgoing Board Member will present all pertinent documents and information to the appropriate incoming Board Member.
- j. DXC Board Members are expected to attend Board meetings and should notify the Board President in advance if they cannot attend. A Board Member may be removed by a majority vote of the other Board Members if the Board Member is unable to attend a majority of the Board meetings, perform required duties or is impeding the work of the Board.
- k. Voting Privileges
 - i. Only Board Members shall be allowed voting privileges at Board meetings.
 - ii. Motions will be passed or rejected by a simple majority vote.
 - iii. A quorum for a Board of Directors meeting will be constituted by more than one-half the Board of Directors.
 - iv. Expenditures over \$100 must be approved by the Board of Directors.
 - v. In special cases, where actions are needed prior to a scheduled Board meeting, the Board President (or his/her designee from the Board) may inform the other Board Members about the issue at hand and hold a vote via electronic communications (such as email). This process will be conducted in accordance with DXC's "E-mail Voting Policy".
- l. For committee work, Board Members should enlist other volunteers, as appropriate, in the execution of their duties. It is ultimately the Board's responsibility to ensure that committees are operating effectively and accomplishing the work of the club.
- m. The Board will work harmoniously and politely with each other, with DXC members, and with the general public.
- n. The Board will operate within the law and according to accepted "best practices" for nonprofits.
- o. Individuals who are not members of DXC may be asked to present information at Board meetings and will be excused once they have presented their material.
- p. Board meetings are open for the general membership to attend unless the Board classifies the meeting as "closed" in advance of the meeting.

2. Board Roles - Executive Committee

- a. Board President
 - i. Provide leadership for the club and accept responsibility for the smooth operation of the club;
 - ii. Work to ensure that interests and needs of the membership are being represented;
 - iii. Prepare agendas for, and preside over Board meetings and other official meetings;
 - iv. Work with the members of the Board in devising and implementing goals, policies, and practices aimed at effective, coordinated pursuit of club objectives for the best interests of the club;
 - v. Act as spokesperson for the club;
 - vi. Sign checks and official legal documents of the organization as required;
 - vii. Assist President-Elect in transition to President.
- b. President-Elect

Duluth Cross Country Ski Club Bylaws

- i. Preside at board and/or business meetings in the absence of the President;
 - ii. Assist President as needed;
 - iii. Assume responsibilities of Board President role in May.
 - c. Secretary
 - i. Record and distribute minutes of monthly Board meetings;
 - ii. Maintain archives of official documents, press releases and minutes from board and committees;
 - iii. Check the DXC post office box as needed.
 - d. Treasurer
 - i. Manage the club's finances;
 - ii. Write, deposit and authorize checks;
 - iii. Provide a monthly financial report;
 - iv. Work with committees to prepare annual budget for board approval;
 - v. Ensure that the club is properly insured.
 - vi. Publish a summary of financial information annually by April 30.
- 3. **Committee Leadership** – DXC maintains standing committees. Each committee shall keep an accurate record of its meetings. The Board may establish special committees as needed. Board members will serve on, coordinate or support the mission of each committee.
 - a. Sponsorship, Grants, and Donations
 - i. Develop and maintain relationships with businesses on behalf of the club;
 - ii. Confirm and update membership benefits (discounts, etc.);
 - iii. Identify potential funding sources and write grant proposals;
 - iv. Coordinate fundraising campaigns among membership as needed.
 - b. Communication and Publicity
 - i. Ensure the DXC online presence is maintained and updated;
 - ii. Respond to general email and written inquiries;
 - iii. Write regular emails to club members with updates on club activities;
 - iv. Establish and maintain communications with the City on regular grooming updates for the website.
 - v. Act as advisor to committee chairs on publicity for DXC events and programs.
 - c. Membership and Volunteers
 - i. Update membership registration form and online registration system annually;
 - ii. Process new and renewing member registrations;
 - iii. Maintain data on membership volunteer interests, and provide reports to committee chairs as needed.
 - iv. Act as advisor to committee chairs on volunteer recruitment, management and appreciation for DXC events and programs.
 - d. Adult Programming
 - i. Coordinate ski technique sessions;
 - ii. Coordinate ski outings/tours;
 - iii. Pursue additional opportunities to meet the needs of adult skiers.
 - e. Youth and Juniors Programming
 - i. Coordinate the KidSki Program;
 - ii. Coordinate the Summer Juniors Program;
 - iii. Assist with the development of youth programs and outreach.
 - f. Banff Mountain Film Festival
 - i. Coordinate Banff Mountain Film Festival;

Duluth Cross Country Ski Club Bylaws

- g. Nordic Spirit Race
 - i. Coordinate Nordic Spirit race;
- h. Wednesday Night Race Series
 - i. Coordinate Wednesday Night Race Series.
- i. Tour DuLuth
 - i. Coordinate Tour DuLuth.
- j. Trail Maintenance and Development
 - i. Coordinate trail work opportunities and volunteers;
 - ii. Represent DXC in trail-related matters at the local and state level;
 - iii. Pursue opportunities to enhance infrastructure for cross country skiing in Duluth.
- k. Other Events
 - i. Coordinate Winter Trails Day
 - ii. Coordinate the Solstice Bonfire, Headlamp Skis and other ski events
- l. Spirit Mountain Nordic Center
 - i. Ensure DXC meets the requirements of the "Agreement among the City of Duluth, Duluth Cross Country Ski Club, and Spirit Mountain Recreation Area."
 - ii. Oversee opening and staffing the Nordic Center at Spirit Mountain
 - iii. Facilitate grooming of the Spirit Mountain ski trails by the City of Duluth and volunteer groomers

Article 5 – Bylaw Review and Amendments

The Bylaws will be reviewed by an ad hoc committee including the Board President at least once per year.

The Bylaws may be amended at any regular Board meeting of the club by a majority of Board members, provided that the proposed amendment(s) shall have been circulated to the membership at least two weeks prior to the time of voting.