

4/15/2010



## CHARTER MEMBERS

1. James F. Blendell
2. Paul Hamecher
3. Matthew Fitzgerald
4. Charles O'Brian
5. Edward Bingham
6. Sue Jarrett
7. Francis Conley
8. Donald Cornell
9. Edward McCumber
10. Kenneth Jarrett, Jr.

## ARTICLE I

### NAME

This membership corporation, established December, 1960 pursuant to the NOT-FOR-PROFIT Corporation Law of the State of New York, shall be known as the O.C. SKI CLUB, INC., hereinafter referred to as the CLUB.

## ARTICLE II

### OBJECT

It shall be the purpose and objective of this CLUB to foster and promulgate the sport of skiing among our own members and the general public, to promote group skiing, to arrange ski trips, and to plan social events within the membership.

## ARTICLE III

### CLASSES OF MEMBERSHIP

- A. *MEMBER – All persons twenty-one (21) years of age or over who agree to accept this Constitution and its By-Laws and who have fulfilled the membership requirements as hereinafter set forth shall be members of the CLUB.*
- B. *APPLICANT – All persons who agree to accept this Constitution and its By-Laws and who have not yet fulfilled the membership requirements as hereinafter set forth shall be considered Applicants for CLUB membership. Applicants do not have voting privileges*
  - i) *A fee, as provided in the By-laws, shall be submitted with the application for membership. Upon completion of membership requirements, the fee will constitute the CLUB dues for the remainder of the membership year. In the event the membership requirements are not successfully completed during that membership year, the fee shall not be refunded and the applicant must repeat the membership requirements.*
  - ii) *To become eligible for membership, an applicant shall:*
    - (a) *Attend three (3) business meetings.*
    - (b) *Ski three (3) days with at least six (6) members present.*
    - (c) *Perform at least three (3) hours of volunteer work.*

- iii) *Waiver of formal membership requirements may be made by two-thirds (2/3) vote of the Board of Directors at a scheduled Board of Directors meeting. Waiver shall be made only if the designated applicant has completed two (2) of the three (3) of the required membership requirements.*
- C. *LIFETIME – Lifetime memberships will be granted by unanimous vote of the Board of Directors at a scheduled Board of Directors meeting. Annual dues for members of this class will be waived.*
- D. *CHARTER – Charter members shall have Lifetime memberships.*
- E. *HONORARY – Honorary memberships shall be made with the approval of the Board of Directors upon receipt of a letter from a member. Upon approval of the application by the Board of Directors, it shall be submitted to the membership for a majority vote. Honorary members will not have voting privileges.*
- F. *VOLLEYBALL – Any person who agrees to accept this Constitution and its By-Laws, who has not yet fulfilled the membership requirements as herein set forth and who is solely a summer volleyball league participant shall be considered a Volleyball member. Volleyball members will not have voting privileges.*
  - i) *Volleyball members are not entitled to any services or privileges provided by the CLUB, aside from those associated with the summer volleyball league.*
  - ii) *If a Volleyball member wishes to become an Applicant to the CLUB, they may do so by paying the additional fee specified in the CLUB By-Laws.*

#### ANNUAL DUES

- A. *The amount of annual dues required of the different classes of membership is specified in the CLUB By-Laws.*
- B. *The CLUB year begins on June 1st and annual dues shall be paid on or before that date. There will be a grace period extending to the first meeting in August; however, any member participating in CLUB activities must pay their dues prior to participating in said activities.*
- C. *Any member or applicant may be removed for non-payment of dues. A member so removed shall have the right to apply to the Board of Directors for reinstatement. A majority vote of the Board shall be necessary for reinstatement of a member.*
- D. *Persons applying for membership to the CLUB up to sixty (60) days before the beginning of the June 1st fiscal year shall be considered Applicants for the upcoming year. The non-payment clauses shall stay the same as described herein.*

#### REMOVAL

- A. *An individual may be removed from any class of membership for misconduct upon two-thirds (2/3) vote of the Board of Directors. The aggrieved individual must be informed in writing at least one (1) week prior to the Board meeting and has the right to be present when the Board of Directors makes its decision.*

#### ARTICLE IV

##### CLUB MEETINGS

- 1. *The annual meeting for the election of Officers and Directors shall be held in April. Notice of the meeting shall be mailed to each member no less than thirty (30) days, nor more than sixty (60) days*

in advance.

2. General business meetings shall be held weekly from October through April and on the first and third week of May through September.
3. Special meetings shall be called by the President at any time upon a majority vote of the Board of Directors.

QUORUM: A minimum of ten percent (10%) of the members of the CLUB, or one-hundred (100) members, whichever is less, shall constitute a quorum. A majority vote of the members present is necessary for approval of CLUB business except when otherwise provided in this Constitution and By-Laws.

## ARTICLE V

### OFFICERS & THEIR DUTIES

1. CLUB OFFICERS: Officers of the CLUB shall consist of a President, a Vice President for Administration, a Vice President for Organized Skiing, a Treasurer and a Secretary. Each officer shall be at least twenty-one (21) years of age at the time of election, shall be elected during the month of April, and as otherwise provided in this Constitution and By-Laws, and shall serve for a term of one (1) year. *Officers may not serve in any particular office for more than three consecutive terms.*
2. DUTIES:
  - a. The President of the CLUB shall be the Chair of the Board of Directors and shall preside at all meetings. The President shall call all meetings of the CLUB and of the Board of Directors as provided in this Constitution and By-Laws. The President shall be a member ex officio of all committees. The President shall represent the CLUB to all other ski organizations. The President shall have the authority to sign legal documents and make disbursements on behalf of the CLUB as provided in this Constitution and By-Laws. The President shall submit a written report assessing the year's activities. This report shall be made part of the permanent records of the CLUB. The President shall be responsible for the following activities:
    - Finance Committee
    - Volleyball Tournament Committee
  - b. The Vice President for Administration shall assume all duties of the President of the CLUB in the event of the President's absence. The Vice President for Administration shall be a member of the Board of Directors and shall act as an ex officio member of all committees in administration's functional area. The Vice President for Administration shall be responsible for all administrative functions of the CLUB including, but not limited to, the following activities:

- Membership Committee
- Applicant Committee
- Activities & Entertainment Committee
- Public Relations Committee
- Publications Committee
- Fund Raising Committee
- Robert P. Mahoney Memorial Trophy "TheTreasurer's Cup" Committee
- Election Committee
- House Committee
- History Committee
- Volleyball Committee
- Website Committee
- Ambassadors Committee

- c. The Vice President for Organized Skiing shall assume all duties of the President and the Vice President for Administration in the event of their absence. The Vice President for Organized Skiing shall be a member of the Board of Directors and shall act as an ex officio member of all committees in organized skiing's functional area. The Vice President for Organized Skiing shall be responsible for all organized skiing functions of the CLUB including, but not limited to, the following activities:

New York Capital District Ski Council  
 Alpine Trips Committee  
 Alpine Day Bus Committee  
 Snow Sports Instruction Committee  
 Racing Committee  
 John R. Cooke Memorial Award "Applicant of the Year" Committee  
 Winter Carnival  
 Cross Country Skiing Committee

- d. The Treasurer shall be the Financial Officer of the CLUB, a member of the Board of Directors, and a member of the Finance Committee. The Treasurer shall make all disbursements as provided by this Constitution and By-Laws. The Treasurer shall receive all monies due to the CLUB, and shall receipt same. To comply with accepted internal control practices regarding separation of duties, the reconciliation of all bank statements for all accounts held by the Club shall be the responsibility solely of the chair of the Finance Committee. The Treasurer shall make an accounting of the receipts, expenditures, and financial condition of the CLUB at each regular meeting, and also at other times as may be required by the President or Board of Directors. The Treasurer shall keep and maintain, as a permanent record, all tax records of the CLUB. The Treasurer shall make a financial report and provide the new treasurer with said report within six (6) weeks after the end of the CLUB year. The record books shall be subject to an annual audit within six (6) weeks after the end of the fiscal year. A formal record of all finances shall be open to all members. The President may appoint an assistant or assistants to the Treasurer with the approval of the Board of Directors. An approved assistant treasurer will be trained by and work under the direct supervision of the Treasurer to help execute the duties of that office. The responsibilities of the office will rest on the Treasurer.
- e. The Secretary shall be a member of the Board of Directors and shall keep and maintain, as a permanent record, minutes of all meetings of the CLUB and of the Board of Directors. The Secretary shall maintain a permanent file of all correspondence with ski areas and other clubs within the New York Capital District Ski Council. The Secretary shall keep all corporate records, except those pertaining to the office of the Treasurer, which shall be open to the inspection of members at all reasonable times. Copies of the Constitution and By-Laws shall be kept by the Secretary to be distributed to any member upon request.

## ARTICLE VI

### NOMINATION & ELECTION OF OFFICERS

1. The officers shall be elected by written ballot at the election meeting by a majority vote of the members present. Nominations for office shall be made from the floor and will be held for two (2) consecutive meetings, followed by a two (2) week interval prior to election night. Candidates may be nominated for, at most, one (1) officer position and one (1) position on the Board of Directors. When voting for multiple candidates for a single office position, the procedure for declaring the winner will be as follows:
  - a. The first candidate receiving a simple majority will be declared the winner.
  - b. If no majority is achieved on the first ballot, the top two (2) candidates by numerical count will be retained in nomination for the succeeding ballot. In the case of a tie for the top two (2) candidates by numerical count, all those candidates, included in said tie, will be retained in nomination for the succeeding ballot.

2. There shall be an installation meeting or ceremony prior to the end of the fiscal\_ for the purpose of installing the newly elected officers. These new officers shall assume their duties on the first meeting of the new CLUB year.
3. **RECALL OF ELECTED OFFICERS:**
  - a. A petition demanding the recall of any officer or office must contain any charge upon which the recall is to be based and must be signed by at least thirty percent (30%) of the members. The procedure for recall may also be initiated by two-thirds (2/3) vote of the Board of Directors.
  - b. A meeting will be called for the purpose of discussing recall. No less than thirty (30), nor more than sixty (60) days advance notice shall be given.
  - c. A vote of two-thirds (2/3) of the members present shall be necessary to recall an officer. A written ballot will be taken.
4. **VACANCY OF OFFICE:** A vacancy shall have occurred in an elective office when the officer shall have withdrawn from the CLUB, resigned the office, or been recalled. In the event of a vacancy in an office other than that of the President, that vacancy shall be filled by appointment by the President with approval of the Board of Directors for the duration of that term. In the event that the office of the President becomes vacant, the Vice President for Administration shall assume the duties and responsibilities of the Office:
  - a. If the unexpired term of office is less than ninety (90) days, no special election will be necessary and the Vice President for Administration shall be appointed for the duration of the term.
  - b. If the unexpired term of office is ninety (90) days or more from the date of vacancy, a special election shall be held for the office of president without undue delay. Notice shall be given not less than thirty (30) days, nor more than sixty (60) days in advance.

## ARTICLE VII

### BOARD OF DIRECTORS

1. **PURPOSE:** A Board of Directors shall serve to assure that the activities of the CLUB are within the scope of this Constitution and By-Laws and are consistent with the NOT-FOR-PROFIT Corporation Laws of the State of New York. The Board of Directors shall act as an Advisory Committee to the CLUB.
2. **NUMBER OF DIRECTORS:** The number of directors constituting the entire board shall be fifteen (15), and all shall be members of the CLUB.
3. **MEMBERSHIP:** All directors must be of full age, which is twenty-one (21) years. The Board shall consist of the President, Vice President for Administration, Vice President for Organized Skiing, Treasurer, Secretary, nine (9) members of the CLUB who shall be elected from the membership at large and who hold no other elected position in the CLUB, and the immediate past President, if still a member in good standing, unless the President is self succeeding, at which time the number of elected members will be increased by one (1) and the immediate past President will not be a member of the Board of Directors.
4. **TERM:** Members of the Board of Directors shall serve for a term of one (1) year.
5. **ATTENDANCE:** The Secretary shall take attendance at each Board of Directors meeting. Absence from three (3) consecutive Board of Directors meetings or four (4) Board of Directors meetings in any

fiscal year shall be considered voluntary withdrawal, The President shall notify the Board of Directors member in writing and indicate the date of the next Board of Directors meeting. At the Board meeting immediately following written notice of voluntary withdrawal, the member may offer excuses and be considered for reinstatement by the Board. A two-thirds (2/3) vote of the Board members present will decide the question of reinstatement. In cases of reinstatement being denied or the member offering no excuses, the President shall fill the vacancy as set forth in Article VIII, Section 4.

6. **MEETINGS:** The Board of Directors shall meet at least once per month. The President or a member of the Board of Directors may schedule additional meetings. Notice of the additional meetings must be given at least forty-eight (48) hours in advance to all members of the Board, if possible.
7. **QUORUM:** Eight (8) Board members shall constitute a quorum and a majority of those present shall constitute a majority of the Board.

## ARTICLE VIII

### NOMINATION & ELECTION OF THE BOARD OF DIRECTORS

1. The Board of Directors shall be elected by written ballot at the election meeting by a majority vote of the members present. Nominations to fill vacant seats on the Board of Directors shall be made from the floor and will be held for two (2) consecutive meetings, followed by a two (2) week interval prior to election night (vacancy on the Board of Directors during a term will be filled by appointment of the President). Candidates may be nominated for, at most, (1) officer position and one (1) position on the Board of Directors. When voting for candidates for the Board of Directors, the procedure for declaring the winners shall be as follows:
  - a. The candidates receiving a simple majority (50% plus one vote) will be declared the winners.
  - b. If there are any seats not filled by a majority vote, then the number of open positions for the Board will include those candidates having the highest plurality, in order of plurality, and shall provide that these nominees will equal the number of open positions. This Constitution, for the purpose of elections, will add two (2) nominees to the number of nominees equaling those open positions from the previously nominated people in order of plurality. In this second round of voting any remaining seats shall be filled by the candidates receiving the highest plurality in order of plurality.

EXAMPLE:       Nine (9) seats to be filled, four (4) candidates elected by a clear majority, five (5) seats unfilled. The top seven (7) candidates will run for the remaining five (5) seats. .  
The five receiving the most votes in this runoff shall be declared winners.

2. There shall be a meeting or an installation ceremony prior to the end of the fiscal year for the purpose of installing the newly elected Directors. These new Directors shall assume their duties on the first meeting of the new CLUB year.
3. **RECALL OF ELECTED BOARD OF DIRECTORS~~:-~~**
  - a. A petition demanding the recall of any Director must contain any charges upon which the recall is to be based and must be signed by at least thirty percent (30%) of the CLUB members. The procedure for recall may also be initiated by two-thirds (2/3) vote of the Board of Directors.
  - b. A meeting will be called for the purpose of discussing recall. No less than thirty (30), nor more than sixty (60) days advance notice shall be given.
  - c. A vote of two-thirds (2/3) of the members present shall be necessary to recall a Director. A written ballot will be taken.

4. **VACANCY ON THE BOARD OF DIRECTORS:** A vacancy shall have occurred on the Board of Directors when a Director shall have withdrawn from the CLUB, resigned from the Board, voluntarily withdrawn from the Board, or been recalled. A vacancy on the Board of Directors shall be filled by appointment by the President with the approval of the Board for the duration of the term.

**ARTICLE IX**  
**COMMITTEES**

1. **APPOINTMENT:** The President shall appoint the chair or chairs of each committee in consultation with the appropriate VP, subject to approval by the Board of Directors.
2. **REPORTING:** The chair of each committee shall submit a tentative calendar for the forthcoming year to the appropriate Vice President. The chair of each committee shall submit an annual fiscal year report, including a complete breakdown of income and expenses for that committee, to the appropriate Vice President, the president, the Treasurer and the Chair of the Finance Committee prior to the installation of club officers for the succeeding fiscal year
3. **REMOVAL OF COMMITTEE CHAIR:** A committee chair may be removed for cause by the Board of Directors upon the recommendation of the President or any member of the Board and approval by a majority vote of the Board of Directors. Removal shall be effective immediately and said chair shall be notified in writing.
4. **STANDING COMMITTEES:**
  - a. **MEMBERSHIP COMMITTEE:** It shall maintain records of membership as provided in this Constitution and By-Laws. This committee shall coordinate with the Applicant Committee.
  - b. **APPLICANT COMMITTEE:** It shall register and maintain records of applicants to the CLUB as provided in this Constitution and By-Laws. It will be the responsibility of this committee to see that applicants fulfill all membership requirements.
  - c. **ACTIVITIES & ENTERTAINMENT COMMITTEE:** It shall plan and conduct all CLUB social activities, such as parties, the Annual Picnic and Summer Activities.
  - d. **PUBLIC RELATIONS COMMITTEE:** It shall publicize CLUB activities, handle all relations with the press, other news media and other ski-related entities.
  - e. **PUBLICATIONS COMMITTEE:** It shall be responsible for publishing, editing, and processing all CLUB publications.
  - f. **FUND RAISING COMMITTEE:** It shall conduct the fund raising activities of the CLUB at all meetings; specifically, but not limited to: "50/50", raffles and the sale of CLUB merchandise sold for fund raising.
  - g. **ELECTION COMMITTEE:** This committee shall solicit prospective candidates from the CLUB membership and shall conduct the CLUB elections.
  - h. **HOUSE COMMITTEE:** It shall be responsible for coordination of CLUB activities and needs with the facility the CLUB contracts with to hold meetings and conduct business. It shall negotiate contracts on the CLUB's behalf, schedule house for all meeting dates and make known to the general membership its responsibilities with the house. The house committee shall also inventory CLUB properties, supervise and provide for storage of properties and provide the CLUB with written record of all inventory.
  - i. **HISTORY COMMITTEE:** Shall be responsible for the collection, inventory and care of CLUB memorabilia and artifacts. It shall keep and make available logs of such history.
  - j. **ROBERT P. MAHONEY MEMORIAL TROPHY, "THE TREASURER'S CUP" COMMITTEE:** The committee shall consist of a chair who shall be the immediate past recipient of the "Treasurer's Cup" and six (6) CLUB members appointed by the chair prior to October 31st of

the selection year. If the immediate past recipient of the award is not available to serve, the chair shall be appointed by the President. It will be the responsibility of this committee to evaluate all members of two (2) or more years standing and five (5) votes shall be necessary to select, as recipient, the most outstanding member based upon their willingness to help other members, participation in CLUB social activities, etc. This award shall be known as "The Treasurer's Cup" and will be presented to the recipient at the annual installation of officers.

- k. **NEW YORK CAPITAL DISTRICT SKI COUNCIL COMMITTEE:** It shall consist of the representative or representatives to the New York Capital District Ski Council (NYCDSC) and shall represent the CLUB at their meetings.
- l. **ALPINE TRIPS COMMITTEE:** It shall organize and conduct all CLUB multi-day *Alpine* ski trips, and will be responsible for the signing of all applicant cards for those who have skied on such trips.
- m. **ALPINE DAY BUS COMMITTEE:** It shall organize and conduct all CLUB single-day alpine ski trips, coordinate with all appropriate committees, and will be responsible for the signing of all applicant cards for those who have skied on such trips.
- n. **SNOW SPORTS INSTRUCTION COMMITTEE:** It shall arrange and conduct all snow sports instruction and will coordinate with the Alpine Day Bus Committee.
- o. **RACING COMMITTEE:** It shall conduct all CLUB racing activities and shall coordinate with the Alpine Day Bus Committee.
- p. **CROSS COUNTRY SKIING COMMITTEE:** It shall organize and conduct all CLUB cross country trips and activities, and will be responsible for the signing of all applicant cards for those who have skied on such trips.
- q. **JOHN R. COOKE MEMORIAL AWARD, "APPLICANT OF THE YEAR" COMMITTEE:** The committee shall consist of all committee chairs, including special committee chairs, and will be chaired by the Vice President for Organized Skiing. It will be the responsibility of this committee to evaluate all applicants to the CLUB and to select the most outstanding applicant based on their interest and participation in CLUB social activities, helping with CLUB committee activities, etc. The award shall be presented at the annual installation of officers.
- r. **FINANCE COMMITTEE:** The Finance committee, which reports to the President, shall be responsible for the preparation of an annual budget, which shall be presented to the membership for approval. To comply with accepted internal control practices regarding separation of duties, the reconciliation of all bank statements for all accounts held by the Club shall be the responsibility solely of the chair of the Finance Committee. In addition, the Finance Chair shall bear the responsibility of the reconciliation of all finance reports submitting at the conclusion of each event or the fiscal year. The Finance Committee shall be responsible for securing an independent audit of the CLUB's finances each fifth fiscal year, beginning with the 2009-2010 fiscal year.
- s. **VOLLEYBALL COMMITTEE:** It shall organize and conduct the CLUB summer volleyball league.
- t. **VOLLEYBALL TOURNAMENT COMMITTEE:** It shall organize and conduct the annual CLUB volleyball tournament/fundraiser.
- u. **WEBSITE COMMITTEE:** It shall be responsible for publishing, editing, and processing all Web related publications including, but not limited to, the Webpage, weekly information email, and special notification emails.
- v. **AMBASSADORS COMMITTEE:** It shall greet new and prospective members to CLUB

meetings and assist in making them feel welcome to the CLUB.

#### **ARTICLE X**

1. The Club treasury consists of: (a) The Fund Balance, which is the surplus of Club assets over liabilities, and (b) Funds collected for specific events/purposes.
2. Approval of an appropriation by the membership constitutes approval to expend monies from the Fund Balance.
3. Any sum up to two hundred and fifty dollars (\$250.00) from the Fund Balance may be expended upon approval of both the President and the Treasurer.
4. An appropriation of up to five hundred dollars (\$500.00) from the Fund Balance may be expended upon approval of the Board of Directors.
5. An appropriation in excess of five hundred dollars (\$500.00) from the Fund Balance must be approved by a majority vote of the members present at a regular business meeting.
6. An appropriation in excess of the Fund Balance of the CLUB must be approved by two-thirds (2/3) vote of the members present. A roll call will be taken at a regular business meeting.

#### **ARTICLE XI**

##### **AMENDMENT OF CONSTITUTION**

This Constitution and By-Laws may be amended at a CLUB meeting, by a vote in favor of the amendment of two-thirds (2/3) of the members present, provided that notice of the proposed amendments have been mailed to each member not less than thirty (30) days, nor more than sixty (60) days before the meeting at which the Constitutional and/or By-Laws changes are to be considered.

#### **ARTICLE XII**

##### **COMMUNICATION**

1. All decisions of the Board of Directors shall be reported to the CLUB: this notice shall be provided by announcement at the business meeting immediately following the monthly Board meeting and by publication in the monthly CLUB newsletter. With the exception of decisions as to the constitutionality and/or legality of CLUB activities, any decision may be changed, overruled or amended by a majority vote of the members present at any meeting of the CLUB.
2. The Board of Directors shall present an annual report to the members at the regularly scheduled business meeting in October; a copy of this report shall be entered into the minutes of that meeting, making it a part of the permanent records of the CLUB. Notice of the presentation of this report must be given to all members in accordance with the notification requirements for the annual meeting for the election of Officers and Directors (as stated in Article VII, Section 1). This report must be verified by the President and the Treasurer, and provide the following information:
  - a. All assets and liabilities of the CLUB for the prior fiscal year and the principal changes in those assets and liabilities during that period, including all revenue or receipts and all expenses or disbursements. Any independent audits conducted upon the fiscal records of the prior CLUB year shall also be included in this report.
  - b. The number of members of the CLUB, by membership class, together with a statement on the increase or decrease in such numbers during said CLUB year and a statement of the place where the CLUB's official records of member information may be found.

**ARTICLE XIII**

**PROCEDURES**

The Procedures and Rules of the CLUB, the Board of Directors, and all Committees shall be as prescribed in the latest edition of Robert's "Rules of Order" not inconsistent with this Constitution and By-Laws.

**ARTICLE XIV**

**EFFECTIVE DATE**

If approved by the CLUB on April 24, 1980, this Constitution and By-Laws shall take effect immediately.

**BY-LAWS OF THE O.C.SKI CLUB, INC.**

1. The fiscal year and CLUB membership year shall be from June 1st through May 31st of the following year.
2. The CLUB, its Officers, Directors, and Members, shall not be liable for any injuries incurred or sustained by its Officers, Directors, Members, or Guests.
3. The CLUB shall remain a member in good standing of the New York Capital District Ski Council.
4. Each member shall pay an annual membership fee of thirty-five dollars (\$35.00), which shall be collected by the Membership Committee and remitted to the Treasurer.
5. Each applicant to the CLUB shall pay an applicant fee of forty dollars (\$40.00) subject to the regulations set forth in Article III-B.
6. Each "Volleyball only" summer league participant shall pay a fee of thirty-five dollars (\$35.00), if, at a later date in the CLUB year, they wish to become an Applicant to the CLUB, they may do so by paying an additional five dollar (\$5) fee
7. The President may appoint a Parliamentarian who shall advise on procedural matters at meetings of the CLUB.
8. The use of proxies is prohibited in all voting matters of the Club.

REVISIONS: 5/85, 4/2/87, 1/4/89, 6/1/91, 4/1/93, 7/21/93, 6/19/95, 1/8/98, 1/10/02, 1/16/03, 2/20/03, 10/11/2007, 4/15/10