

**BYLAWS OF CENTRAL NEW YORK REGION
EASTERN DIVISION
NATIONAL SKI PATROL SYSTEM, INC.**

Adopted June 8, 2004
Amended _____, _____, 2004

ARTICLE I

NAME AND ORGANIZATION

Section 1.1 – Name

The name of the region shall be “Central New York Region.”

Section 1.2 – Organization and Area

Central New York Region (the “Region”) is a sub-unit of the Eastern Division, National Ski Patrol System, Inc. (“NSPS”). It is a region without sections serving the interests of NSPS and its constituent members.

ARTICLE II

MEMBERS

Section 2.1 – Members

All patrollers, alumni and candidates with a current NSPS registration card, dues paid and active in NSPS in the Region shall be Members of the Region.

Section 2.2 – Voting Members

Voting Members shall consist of members actively patrolling and each shall have one vote.

Section 2.3 – Patrol Representative

Each patrol shall have a representative that shall attend the May meeting of the region to conduct the normal business of the Region (i.e. approval of

budgets, programs, expenses, etc. All elections shall be conducted in accordance with Section 3.2

ARTICLE III

MEETINGS OF MEMBERS

Section 3.1 – Annual Meeting

The annual meeting of the Region shall take place on the third Saturday in May, at a time and location as designated by the Region Director. All Patrol Representatives shall be notified at least 30 days prior to the meeting.

Section 3.2 – Voting for Officers

For the purpose of casting ballots for the Region Director in the last year of their term or filling any vacancy in one or more of the elective offices, the individual patrols within the Region shall cast their ballots at their annual fall refresher. Any visiting patroller shall cast their ballot and be counted as a voting member via the OEC Refresher roster, as sent to National, or as directed by the Region Election Committee.

Section 3.2 – Special Meetings

Special meetings may be held at the call of the Region Director or one-half plus one, of the registered Patrol Representatives of the CNY Region, to conduct

such business as the Voting Members may determine. Issues requiring voting by the membership will be done at the fall Refresher.

Section 3.3 – Quorum

One-half plus one, of the registered Patrol Representatives shall be considered a quorum for the annual region meeting, or twenty percent of the Voting Members present in person shall constitute a quorum for the fall refresher voting or any special meeting. There shall be proxy voting, but absent Voting Members may vote by absentee ballot in writing and signed under such rules as are adopted by the Region Election Committee. Any matter other than the election of officers must be submitted to all meetings of members in a fall series of OEC refreshers before adoption, irrespective of the existence of a quorum in the first such meeting.

Section 3.5 Notice of Meeting

Written, personal and telephone notice of meeting shall be given to the Voting Members prior to the date of the meeting giving the place, date and time.

Section 3.6 Region Election Committee

At least 90 days before the annual meeting, the Region Director shall appoint a Region Election Committee consisting of two Members of the Executive Committee and at least three other Members. One non-Executive Committee Member shall be designated Chair by the Region Director. The Committee shall receive nominations for Region Director and Assistant Region Directors, determine the eligibility of the candidates, send the nominees names, biographies and position statements to the Voting Members at least 15 days

before the beginning of balloting, supervise the voting, secure the ballots, count the ballots, break ties using an impartial method and send the names of the prevailing candidates by a plurality to the Region Director and the Executive Committee. The Election Committee members shall not hold over from year to year.

Section 3.7 Notice of Fall Elections – 2004

For purposes of elections in 2004 the 90-day notification shall be adjusted to 45 days. After the election this section will be deleted from the by-laws, and the time frame will revert back to 90-days.

ARTICLE IV

EXECUTIVE COMMITTEE AND COMMITTEES GENERALLY

Section 4.1 Executive Committee

The Executive Committee shall consist of the Region Director, the Assistant Region Directors and the Patrol Directors of each Patrol of the Region. It shall meet at the call of the Committee Chair, who shall be the Region Director, or at the request of any three Members of the Committee. The Committee must meet at least annually before the Division Spring Annual Meeting to install the new Region officers. The Committee shall exercise all powers of the Members between meetings including the power to fill vacant elective offices temporarily, but the Committee shall have no power to elect officers to a full term. The Committee shall recommend Region liaisons to programs created by Article 7 of the Division By-laws.

Section 4.2 Other Committees

The Executive Committee may create other regular or special committees, the members of which shall be filled by the Region Director. The Region Director shall appoint one such Member as chair. Committees may be dissolved in the same manner.

ARTICLE V

OFFICERS

Section 5.1 – Eligibility

No officer shall be elected or appointed who shall not meet the eligibility requirements contained in the Division By-Laws in effect at the time of selection, nor shall such officer continue to hold office in the event of later ineligibility.

Section 5.2 – Region Director

The Region Director shall be elected by the Voting Members and shall serve for a term of two years. The Region Director shall supervise the affairs of the Region, shall preside at all annual and special meetings and shall perform such other duties as may be given him at any annual or special meeting by a majority vote of the Voting Members present. The Region Director shall hold no other elective office in NSPS.

Section 5.3 – Assistant Region Director

There shall be two Assistant Region Directors, who shall be ~~elected~~ **appointed** for a two-year term in alternate years. The Assistant Region Directors shall perform such duties as shall be given by the Region Director. The

Executive Committee shall identify one Assistant Region Director as Alternate Region Director who shall have the power granted by the Division By-laws including the power to serve as Region Director in the absence of Region Director. The Assistant Region Directors shall have a vote in all Region and Division matters as provided by these By-laws and the Division By-laws. The Assistant Region Directors shall hold no other elective office in NSPS.

Section 5.4 – Other Region Officers

Following the installation of the Region Director, such Director shall appoint additional officers or advisors as may be necessary to fulfill Region responsibilities.

Section 5.5 – Advisors/Other Officers

The Region Director may appoint advisors to advise and report to the Region as may be necessary or desirable. The Region Director may appoint other officers of the Region including, but not limited to, Treasurer and Secretary.

Section 5.6 – Removal of an Officer

Removal of the Region Director or an Assistant Region Director shall be in accordance with the NSPS policies & procedures manual sections 7.2.2.H and 7.2.3. No elective officer shall be removed by the Executive Committee. No elective officer shall be removed except by a vote of two-thirds of the Voting Members present at a meeting called for the purpose of removal.

Section 5.7 – Vacancy

If, for any reason, an Assistant Region Director position becomes vacant, the Executive Committee shall appoint a replacement to fill such vacancy.

Section 5.8 – Qualification of Region Director and Assistant Region Director

Elective officers, except Patrol Directors, shall have the qualifications shown in Section 4.1 of the Division By-laws.

ARTICLE VI

CONSTRUCTION

Nothing in these By-Laws shall conflict with the By-Laws or policies of the Eastern Division or NSPS, and they shall be construed in all cases to be compatible with such other by-laws. A section of these By-Laws found to be incompatible shall not have the effect of invalidating the remaining By-Laws.

ARTICLE VII

DISSOLUTION

Upon dissolution of the Region for any reason, the funds and property in the hands of the Region shall be distributed per capita (by Members) to the patrols comprising the Central New York Region at such time. In the absence of a patrol, such funds and property shall be distributed to the Eastern Division NSP.

ARTICLE VIII

AMENDMENT

Proposed amendments to these By-Laws shall be submitted in writing to the Region Director at least 60 days prior to the meeting at which action or such amendments are to be taken. The Region Director shall transmit the proposal

amendments to the Executive Committee at least 30 days prior to such meeting. The affirmative vote of two-thirds of all the Voting Members of the Executive Committee shall be required to adopt any amendment. Notice of the pendency of such amendments shall be given to the Members at least 60 days prior to the Executive Committee meeting considering such amendments.