

New York State Ski Racing Association Alpine, Inc.

Bylaws approved April 30, 2022

Article I - Purpose

Section 1: Authority and Responsibility

1. New York State Ski Racing Association (NYSSRA) operates in conjunction with US Ski and Snowboard (USSS).
2. NYSSRA is authorized to develop, manage, and control competition schedules and advancement systems that are consistent with and where possible align with USSS bylaws, USSS Alpine Sport Committee operating procedures and the Ted Stevens Olympic and Amateur Sports Act of 1978.
3. NYSSRA coordinates and implements the policies of USSS for all aspects of sanctioned alpine ski racing within the state of New York.
4. NYSSRA is an association of individuals formed exclusively for educational and charitable purposes within the guidelines of Section 501 (c) (3) of the Internal Revenue Service as now in force or afterwards amended. Any provision of these bylaws that may be or may become in conflict with the laws of the state of New York shall be deemed to be amended or modified to the minimum extent necessary to eliminate such conflict without affecting the validity or force of any other provision thereof.

Section 2: Mission and Vision

The mission of NYSSRA is:

To provide leadership and structure for high quality, sustainable and affordable programming, and communicate the competitive, recreational and lifestyle benefits of ski racing to the community.

The vision of NYSSRA is:

To promote lifelong enjoyment of and excellence in alpine ski racing.

Article II - NYSSRA Membership

Section 1: Member qualification

Any resident of New York State is eligible for membership as defined by USSS rules. In addition, individuals not residing in New York are eligible, providing (i) residency elsewhere is temporary, or (ii) such persons are members of a ski club affiliated with NYSSRA. All NYSSRA members must hold current membership in USSS. A person under suspension at the time of application shall be deemed ineligible.

Section 2: Voting qualification

NYSSRA members who are over 18, and whose membership with USSS is current, are the only members eligible to vote,

Article III - Finances

Section 1: Schedule

The fiscal year shall be July 1 to June 30 of each year.

Section 2: Review

The financial records of NYSSRA shall be reviewed by an independent agency selected by the board of directors at the end of each fiscal year.

Section 3: Non-Budgeted Expense

Any non-budgeted expense in excess of \$2,500 requires approval of the NYSSRA Executive Committee. The association may not incur a non-budgeted expense in excess of \$5,000 without approval of a simple majority of members who vote on the matter in question.

Article IV - Composition of NYSSRA Board

Section 1: Board of Directors (BOD)

The board of directors shall be the governing authority of the association and is composed of the following:

President
Immediate Past President
Vice President
Secretary
Treasurer
Alpine Officials Committee Chairperson
Coaches Committee Chairperson
Athlete Representatives (2)

The Board of Directors, by majority vote, may appoint individuals to serve as non-voting members for limited terms, as determined by the board.

Section 2 - Duties of the Board of Directors (BOD)

1. President - The duties of the President shall include, but not be limited to:
 - a. Serve on all committees of NYSSRA in an advisory role
 - b. Serve as chair of Appeals Committee
 - c. Preside over the annual meeting and BOD meetings
 - d. Determine time and place of such meetings with NYSSRA Staff
 - e. Oversee planning, coordination and supervision of all NYSSRA activities and affairs with the NYSSRA Staff
 - f. Call special meetings of NYSSRA, BOD and Executive Committee as needed
 - g. Serve as the chairperson of the NYSSRA Executive Committee
 - h. Sign the annual tax return as required.

2. Past President - The duties of the Past President shall include, but not be limited to:
 - a. Serve on the BOD
 - b. Participate fully in the annual meeting
 - c. Manage the process for nominations and election of officers at the annual meeting.
 - d. Oversee annual review of NYSSRA governance: including but not limited to structure, bylaws, and operating procedures.
 - e. Serves on the Executive Committee
 - f. Serves as chair of the Audit Committee

3. Vice President - The duties of the Vice President shall include, but not be limited to:
 - a. Serve on the BOD
 - b. Vice President shall perform the duties of the President in the absence or incapacity of the President
 - c. Perform such duties as are assigned by the President.
 - d. Attend NYSSRA committee meetings in an advisory capacity
 - e. Serve on the Executive Committee
 - f. Oversee annual awards nominations and selections
 - g. Participate fully in the annual meeting

4. Secretary - The duties of the Secretary shall include, but not be limited to:
 - a. Serve on the BOD
 - b. Provide written report of BOD activity (minutes for regularly scheduled board meetings, special meetings and the annual meeting)
 - c. Participate fully in the annual meeting
 - d. Serves on the Executive Committee

5. Treasurer - The duties of the Treasurer shall include, but not be limited to:
 - a. Serve on the BOD
 - b. Participate fully in the annual meeting.
 - c. Oversee financial activity, all financial decisions and tax documents, including signing the annual tax return
 - d. Serve as chair of Finance Committee
 - e. Serve as chair of the Racer Support Committee
 - f. Provide written report of activity since the previous meeting
 - g. Serve on the Executive Committee

6. Alpine Officials Chairperson - The duties of the Alpine Officials Chairperson shall include, but not be limited to:
 - a. Serve on the BOD
 - b. Participate fully at the annual meeting.
 - c. Assign Technical Delegates for all scheduled USSS/NYSSRA events
 - d. With NYSSRA Staff, create officiating and race organization training clinics, and be responsible for recruiting new officials and enhancing the skills of all officials

- e. Provide an annual written report of the Alpine Officials Committee activity for the time period since the previous annual meeting
7. Coaches Committee Chairperson - The duties of the Coaches Committee Chairperson shall include, but not be limited to:
 - a. Serve on the BOD
 - b. Participate fully in the annual meeting.
 - c. Provide an annual written report of Coaches Committee and subcommittees activity since the previous meeting
 - d. Plan, organize and staff, annual coach forums, and other events as necessary.
 - e. Serve as chair of Discretionary Request Committee
 8. Athlete Representatives (2) - The duties of the Athlete Representatives shall include, but not be limited to:
 - a. Serve on the BOD
 - b. Participate fully at the annual meeting
 - c. Serve on Coaches Committee and its sub-committees in an advisory role
 - d. Actively participate and contribute to the completion of work on committees and working groups.
 - e. Requirements for Athlete Representatives
 - i. Must be 18 years of age or older
 - ii. Must have competed in USSS and/or FIS racing within the past ten (10) years at the time of their election.

Section 3: Board of Directors and Standing Committees

- 1) Board of Directors (BOD)
 - a) The BOD shall act for the general membership providing circumstances demand such action and that the NYSSRA membership is not in session.
 - b) The BOD shall also exercise such responsibilities and powers as delegated to it from time to time by resolution of the NYSSRA membership.
 - c) The BOD shall ratify incoming and standing committee membership and chairpersons.
 - d) Minutes of all meetings of the BOD shall be taken and filed by the Secretary. Meetings may be held by conference call, in person, or other electronic means, excluding email.
 - e) In the event an officer is unable to serve a full term, the BOD may fill the vacancy for the balance of the departing officer's term.
- 2) Committees - NYSSRA has several standing committees- They are:
 - a) Executive Committee
 - i) The Executive Committee shall consist of the President, Vice President, Past President, Secretary, and Treasurer. The Executive Committee shall have the authority to act on behalf of the BOD, providing circumstances demand such action. The Executive Committee shall exercise such

responsibilities and powers as delegated to it from time to time by the BOD.

- ii) The NYSSRA President shall be the chairperson of the Executive Committee.

 - b) Finance Committee
 - c) Audit Committee
 - d) Coaches Committee
 - i) Children's sub-committee
 - ii) Development sub-committee
 - iii) Coaches Education sub-committee
 - e) Racer Support Committee
 - f) Nominating Committee
 - g) Officials Committee
 - h) Discretionary Request Committee
 - i) Appeals Committee
- 3) The Board of Directors, by resolution, may designate from among its members, as well as other appropriate individuals as the Board sees fit, the creation of such ad-hoc committees as it deems necessary and proper.
- a) Each ad-hoc committee, to the extent provided in the resolution, shall have the authority to act as the BOD determines. The BOD may also designate additional members or others to any such ad-hoc committees from among the general membership of NYSSRA in order to obtain special expertise.
 - b) The President shall be a member of all ad-hoc committees in an advisory position.
 - c) The quorum for any ad-hoc committee of the BOD shall be one more than half of the entire voting membership of that ad-hoc committee.

Article V - Election Procedures, Terms and Voting

Section 1 - Board Nomination and Election Procedure

General nomination procedure for NYSSRA officers - Nominations shall be received and processed by the immediate Past President. Nominations are due in writing (email acceptable) no later than 5 business days prior to the Annual meeting. In the event there are no nominations prior to 5 business days before the annual meeting, nominations will also be taken from the floor at the annual meeting.

1. Candidates for the board of directors shall be elected by the NYSSRA members present at the annual meeting. These positions shall be; President, Vice President, Treasurer, Secretary and two (2) Athlete Representatives.
2. The NYSSRA staff shall announce open positions to the NYSSRA members at least 30 days prior to the annual meeting.
3. Candidates for the NYSSRA BOD must be current NYSSRA and USSS members in good standing.

4. Each board member shall be elected for a two-year term. Terms are staggered so that half of the board will be elected in odd years being; President, Vice President and one Athlete Rep, with the others elected in even years being; Secretary, Treasurer, and one Athlete Rep.
5. Board members are limited to no more than four (4) two-year terms.
6. Athlete Representatives shall serve a maximum of two (2) terms.
7. At times the Board, by a majority vote, may permit the waiving of term limits for board or officer service.
8. Candidates for the Position of Alpine Official Committee Chair and Coaches Committee Chair shall be brought forth to the BOD from their respective committees and subcommittees to the Past President and ratified by the BOD at the annual meeting.
9. Succession Plan
 - a. The Vice President is intended to succeed to the office of President upon the expiration of the President's term. The Vice President shall succeed the President for the remainder of the existing term should the office become vacant for any reason.
 - b. The President is intended to succeed to the office of Past President upon the expiration of the President's term.

Section 2 – Board Voting procedure

1. Each member of the BOD shall have one vote. Votes shall be taken by a show of hands or online ballot. In addition, the names and votes of individual members may be recorded by roll call vote at the request of the NYSSRA President.
2. Quorum - a minimum of one more than half the current Board membership must be present at any BOD or annual meeting in order for business to be conducted.
3. If a BOD member has missed two (2) consecutive annual meetings without notice of reasonable cause, the member shall be considered for removal immediately following the conclusion of the second missed meeting.

Article VI - Meetings

The annual NYSSRA membership meeting shall be held in person whenever possible on a date between April 1 and June 30 of each year and at such time and place as shall be designated by the President. Notice for the annual meeting shall be sent to the members via email and posted on the NYSSRA website not less than four (4) weeks prior to the meeting.

The agenda for the annual meeting shall include, but not be limited to:

1. Approval of previous meeting minutes
2. BOD report on NYSSRA activities, including ratification of committee actions
3. NYSSRA Staff reports
4. NYSSRA financial reports, including the audit results
5. Committee membership review
6. NYSSRA Committee Chairs reports and motions

7. Membership report
 8. Annual review of NYSSRA procedures
 9. Special committee reports and motions
 10. Old Business
 11. New Business
- Elections

Minutes of all annual meetings of NYSSRA shall be taken, duly filed and posted on the NYSSRA website once approved.

All standing committees must meet in person prior to the annual membership meeting.

Article VII - NYSSRA BOD member resignation and vacancies

1. Any BOD or committee member may resign at any time by submitting his/her resignation in writing to the President.
2. In the event of a mid-term resignation by an elected BOD member, the BOD, by a simple majority vote, may appoint an interim replacement for the balance of the resigning member's term.
3. A board member may be removed for cause by a 2/3 majority vote of the existing Board of Directors. Cause can include, but is not limited to financial impropriety, violation of SafeSport obligations, NYSSRA Code of Conduct or any other circumstance that warrants further board investigation and action.

Article VIII - Amendments

1, Process

Any member of NYSSRA may propose amendments to these bylaws. All such amendments to the bylaws are subject to the approval of the NYSSRA members by a two thirds majority vote. Votes shall be taken by a show of hands or online ballot.

2. Timeline

Proposed amendments shall be presented to the President and NYSSRA Staff in writing at least 60 days prior to a scheduled annual meeting. The President shall make the text of such proposed amendments public via email or the NYSSRA web site at least 15 days before the annual meeting.

Section 3 - Presentation of proposed amendments

1. Identification of the person proposing the amendment(s)
2. Display, in writing, that portion of the existing text in its entirety, inclusive of all portions that are to be considered for change.

3. Within the text of the existing bylaws, clearly identify any new phrases or addenda with all words to be added underlined.
4. Within the text of the proposed bylaws section, clearly identify any new phrases or addenda with all words proposed to be deleted stricken through.
5. A brief explanation of the reasons for the proposed amendment and the effect of the change, if adopted, must accompany the proposed amendment.

Article IX - Additional Items

NYSSRA shall maintain an annual competition guide that further outlines the organization's conduct of competition procedures. NYSSRA specific competition and operating procedures can be found in a separate document and are available on the NYSSRA web site.