

CONSTITUTION AND BY-LAWS

SKI ATLANTIC SENIORS CLUB

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CONSTITUTION

PART I - INTERPRETATION AND APPLICATION

1 - Name - This volunteer, non-profit organization shall be known as the Ski Atlantic Senior's Club.

2 - Objectives - The objectives of the Club shall be:

- (a) - To provide affordable ski programs for its Members.
- (b) - To organize day outings to ski areas in the region, as well as group tours to major ski resorts or resorts elsewhere.
- (c) - Generally, to support the development of the sport of skiing for old and young alike.
- (d) - To organize other social events to assist Members in maintaining a healthy, active lifestyle.

3 - Definitions - In this Constitution and these By-Laws unless there is something in the subject or context inconsistent therewith:

“Annual General Meeting” means the meeting of the Club held within four months of the end of the of the fiscal year;

“Board” means the Board of Directors comprising the Officers and Directors of the Club;

“Club” means the Ski Atlantic Senior's Club;

“Club Logo” means the official logo of the Club as defined in the By-Laws;

“ASRA” refers to the Association of Ski Resorts of Atlantic Canada with whom SASC has negotiated rates, distribution of funds and participating ski hills.

“Director” means any Member who has been elected to serve on the Board and carry out duties as prescribed in the By-Laws;

“Director(s) at Large” means any Member who has been elected to serve on the Board and does not have specific duties as prescribed in the By-Laws;

“Economic Losses” means any pecuniary loss resulting from damage, including the loss of earnings or other benefits related to employment, medical expense loss, replacement of service loss, loss due to death, burial costs and loss of business or employment opportunities.

“Extraordinary General Meeting” means a meeting of Officers or Directors held at any time;

“Fiscal Year” means the period beginning the first day of June and ending the last day in May each calendar year;

“Honorary Member” means any person defined in the By-Laws who has provided exemplary service to the Club;

“Kell Antoft Days” means the special days held each year at the Participating hills in honor of Kell Antoft, the founder of the Ski Atlantic Seniors Club;

“Member” means any person admitted to membership in accordance with the requirements as prescribed in the Constitution and the By-Laws;

“Membership Card” means the card issued to all Members;

“Name Tag” means the official identification tag of the Club issued to Members;

“Nominating Committee” means the Committee approved by the Board to assist the Director responsible for selecting and nominating candidates for Officers and Directors;

“Non-Economic Losses” means losses for physical or emotional pain, suffering, inconvenience, physical impairment, mental anguish, disfigurement, loss of enjoyment of life, loss of society and companionship, loss of consortium, other than loss of domestic service, injury to reputation and all other non-pecuniary losses of any kind or nature;

“Officer” means the President, Vice-President, Past President, Secretary and Treasurer;

“Official Meeting” means any meeting of the Board, any Extraordinary General Meeting and the Annual General Meeting;

“Participating Hill” means any ski hill that has agreed to provide lift tickets to Members who hold SASCPasses;

“Registrar” means the Registrar for the Club;

“Register of Members” means the list of Members in good standing;

“SASCPass” means the additional-cost benefit that can be purchased by Members and recorded on the Member’s Membership card as a SASCPass number, required to ski/snowboard at Participating Hills;

“Ski Day Register” means the register signed by Members holding the SASCPass prior to skiing at Participating Hills;

“Ski Trip Committee” is the committee, chaired by the Director(s) of Ski Trips, responsible for organizing the Club’s major ski trips each year.

“Touring Account” means the accounts, one Canadian and one American, established to facilitate the financing of ski trips

“Wrap up Days” means special days at Participating Hills to celebrate the end of the ski season.

PART II – ADMINISTRATION

4 - General

4(1) - The management of the activities of the Club shall be vested in the Officers and Directors who constitute the Board of Directors. The Board may exercise such powers and do all such acts and things as may be specified in the Constitution and the By-Laws.

4(2) - The Officers shall be Members of the Club in good standing. They shall be selected by the Nominating Committee, approved by the Members and installed at the Annual General Meeting.

4(3) - In the event that, for any reason a vacancy of Officers or Directors occurs before the subsequent Annual General Meeting, the vacancy may be filled for the remaining portion of the Fiscal Year by another Member, Director or Officer who has been approved by the Board.

4(4) - Wherever possible, the Board of Directors shall include one or more Members from each province, geographic area or Participating Hill within the Atlantic region.

4(5) - Additional nominations for Officers and Directors may be made following the presentation of the report of the Nominating Committee at the Annual General Meeting.

4(6) - Elections, if so requested by two or more Members shall be by secret ballot.

4(7) Officers shall hold office for three years and be eligible for re-election for an additional three years for a maximum of six years. The Officer positions of Vice President, President and Past President will be a three year term in total; consisting of one year served in each position consecutively, starting with Vice President. When practical one-third, but no more than one-third of the total number of Officers and Directors shall retire each year.

4(8) - Officers and Directors shall serve without remuneration but when approved by the Board are entitled to the recovery of out-of-pocket expenses incurred on behalf of the Club. Furthermore, Board Members shall be reimbursed for travel (beyond 20 kilometers) to attend Board meetings. Additionally Board members attending the Annual General Meeting will, upon request, have their travel and /or accommodations paid for by the SASC. The Ski Atlantic Seniors' Club will reimburse mileage expenses for individuals who are called to attend Board Meetings including the Annual General Meeting of the Association. The President or his/her designate will have his/her travel paid for when representing the SASC at Kell Antoft Days and all expenses paid when attending a meeting of the ASRA.

4(9) - The Board may appoint a Registrar with responsibilities as defined in the By-Laws.

4(10) - The Board shall appoint an Officer or Director to be the Recognized Agent pursuant to the Societies Act of the Province of Nova Scotia.

4(11) - The Board may appoint Director(s) at large to carry out projects/events. These Directors shall hold office for a maximum of three years.

4(12) - The Board may make, repeal or amend By-Laws:

- (a) - respecting the requirements for Membership, Honorary Membership and SASCPass Holders;
- (b) - respecting the duties and responsibilities of the Officers;
- (c) - respecting the duties and responsibilities of the Directors;
- (d) - respecting the duties and responsibilities of the Registrar;
- (e) - respecting the duties and responsibilities of Members, Honorary Members and SASCPass Holders including those in charge of special events or projects;
- (f) - respecting the signing authority of certain Officers and Directors for expenses incurred on behalf of the Club;
- (g) - respecting the reimbursement of costs incurred by the Registrar or other persons associated with the Club;
- (h) - respecting the time and method of notifying Members of meetings;
- (i) - respecting the agenda of meetings of the Board and the Annual General Meeting;
- (j) - respecting the Dues charged to Members, and fees charged for SASCPasses;
- (k) - respecting the amount paid to and the method of payment to Participating Hills;
- (l) - respecting financial contributions to help defray the cost of Club events;
- (m) - respecting the nature and amounts of financial instruments executed by the Board;
- (n) - respecting the color and design of the Club Logo;
- (o) - respecting the proper management, administration and finances of the Club.

4(13) - It is the responsibility of the Board to ensure the objectives of the Club are met;

4(14) - All new, amended and repealed By-Laws shall be reported to the Members at the Annual General Meeting.

5 - Address for Service

5(1) - Applications for membership and all correspondence to the Club shall be directed to: The Registrar, Ski Atlantic Seniors Club.

5(2) - The postal address of the Registrar is as defined in the By-Laws.

6 - Officers

6(1) - The Officers of the Club shall be the President, the Vice-President, Past President, the Secretary and the Treasurer with duties and responsibilities as prescribed in the By-Laws.

6(2) - Contracts, deeds, bills of exchange, cheques, agreements and other financial instruments or documents may be executed on behalf of the Club by any two of the President, Vice-President, Secretary or Treasurer.

6(3) - Officers shall endeavor to attend all Official Meetings of the Club.

6(4) - Notwithstanding Article 6(2) the Director(s) of Ski Trips have signing authority for contracts with ski resorts listed in the near term plan and endorsed by the Board of the SASC.

7 - Directors

7(1) - Unless otherwise determined by the Members at the Annual General Meeting there shall be not less than five nor more than fifteen Directors.

7(2) - There shall be Directors responsible for: the Ski Trips, coordinating the activities of the Ski Instructors and the Ski Day Registers. Directors may fulfill other responsibilities required by the Board. When warranted by the number of Members there shall be a Director responsible for the Club activities at each Participating Hill.

7(3) - The Directors are trustees of the Members and shall endeavor to attend all Official Meetings.

8 - Registrar

8(1) - Reporting to the Treasurer and the Membership Director the Registrar shall:

- (a) - Accept and deposit monies related to the issuance of Membership Cards and Name Tags;
- (b) - Receive compensation for expenses at a rate approved by the Board;
- (b) - Provide membership data to the Director responsible;
- (c) - Fulfill other duties and responsibilities as prescribed in the By-Laws.

9 - Members

9(1) - Persons who subscribe to and meet the eligibility criteria defined in the Constitution and the By-Laws shall be admitted to the Club and their names shall be entered in the Register of Members.

9(2) - Every Member shall be entitled to one vote on each motion made at the Annual General Meeting or any Official Meeting.

9(3) - Members may nominate other Members for Officers and Directors at the Annual General Meeting.

9(4) - For the purposes of registration the number of Members is unlimited.

9(5) - Members of the Canadian Ski Instructors Alliance who provide instructors to Members at Participating Hills are deemed to be Members of the Ski Atlantic Seniors Club.

9(6) - Membership shall cease if the Member resigns, ceases to qualify or not meet the requirements for Membership as prescribed in the By-Laws.

10 - Exclusion of Liability

10(1) - Skiing is a challenging, dangerous sport. Members are responsible and assume all risk for their own personal preparedness and safety when participating in Club programs and events. Members agree to release, indemnify and hold harmless the Club for any personal injury, death and economic or non-economic losses resulting from: (a)-the inherent risks, dangers and hazards of Alpine or cross country skiing or snowboarding; (b)-the use of ski lifts; (c)-the collision with natural or man-made objects, with skiers, snowboarders or other persons; (d)-skiing and travel within or beyond the ski area boundaries.

10(2) - Members waive all claims against the Officers, Directors or other Members with respect the risks, economic and non-economic losses outlined in 10(1).

10(3) - Members are responsible for their own travel, health and accident insurance.

10(4) - Members shall abide by the Alpine Responsibility Code (Appendix 13) and the Cross Country Responsibility Code (Appendix 15) as well as the rules and conditions established at Participating Hills and other hills.

10(5) - No Member in his or her individual capacity is responsible for any debt or financial liability beyond the amount of any subscription, annual dues or special event fees payable to the Club.

10(6) - Members may make comments, suggestions or other representations related to safety and liability through any Director or Officer.

PART III – MEETINGS

11 - Meetings

Official Meetings of the Club include:

11(1) - The Annual General Meeting - This meeting shall be held within four months after the end of the Fiscal Year. Notice of this meeting must be given at least thirty days beforehand specifying the place, day and hour. Members present at the Annual General Meeting shall approve by resolution

- (a) - The Annual Reports of Officers and Directors;
- (b) - The election of Officers and Directors recommended by the Nominating Committee;
- (c) - The election of additional Officers and Directors;
- (d) - Amendments to the Constitution.

11(2) - The agenda or order of business for the Annual General Meeting shall be as outlined in the By-Laws.

11(3) - Extraordinary General Meeting - Meetings of Officers, Directors and Members may be requested by the President or by the Directors at any time and shall be called by the Directors if requested by at least twenty-five Members. Notices shall be given at least three weeks beforehand specifying the place, date, hour and nature of the business to be transacted.

11(4.1) - Board Meetings - Officers and Directors shall meet as often as required during the Fiscal Year either through the use of technology or face to face to carry out the regular business of the Club with notification given by the Secretary in the minutes of the previous meeting of the Board. The agenda shall be given to Officers and Directors at least one week beforehand outlining the business to be transacted.

11 (4.2) – From time to time there are decisions which require a vote of the board with greater immediacy than can be accommodated within the schedule of regularly scheduled board meetings. In such cases the President will instruct the Secretary to describe the situation by e-mail. This notice will include the names of the persons who have moved and seconded the proposal to be considered. A minimum of two days (48 hours) will be allowed for any discussion to occur and votes sent. Votes taken will be tabulated and recorded with motions passed or defeated by majority. Such motions will be considered valid provided that a majority of Board members have voted and/or acknowledged receipt of the notice of motion. Such proceedings will be recorded as an official meeting of the board and the results of the vote recorded for action as agreed by the majority.

11(5) - The agenda of the Meetings of the Board shall be as outlined in the By-Laws.

11(6) - Method of Notification of Meetings - Notices of the Annual General Meeting or Extraordinary General Meeting shall be given by electronic mail and any other method prescribed by the By-Laws.

11(7) - Quorum - No business shall be transacted at an Annual General Meeting or Extraordinary General Meeting unless a quorum of Members is present at the commencement of such business. A quorum shall consist of not less than twenty-five Members which must include one third of the Directors.

11(8) - Presiding Officers - In the absence of both the President and Vice-President, the Members present shall choose one of their number to preside. The President, Vice-President or Member presiding shall have no vote except in the case of an equality of votes, in which case he or she shall cast the deciding vote.

11(9) - Robert's Rules - In any dispute regarding proceedings any meeting of the Club the rules of parliamentary procedure contained in Roberts's Rules shall apply.

PART IV - FINANCE

12 - Audit of Accounts

12(1) - The Accounts of the Club shall be reviewed at the end of the Fiscal Year and within one month of the Annual General Meeting by a person appointed by the Members or by a person appointed by the Board.

12(2) - The financial position of the Club shall be a written report to Members including: (a)-a statement of the revenue and expenditures, investments, a balance sheet and (b)-a statement of the Touring Account. The reviewer shall state whether in the opinion such reports are properly drawn up so as to exhibit a true and correct view of the Club's financial affairs.

PART V - INCORPORATION

13 - Registration and Annual Requirements

13(1) - On or at a date determined by the Board the President or his designate may seek registration and follow the requirements for incorporation in the province of Nova Scotia and/or New Brunswick and/or Prince Edward Island as determined by the number of Members in such provinces.

PART VI - AMENDMENTS

14(1) - Amendments to this Constitution may be made only by a resolution passed by a minimum of three-fourths of the members present at the Annual General Meeting or a meeting called for the purpose of passing said resolution.

BY-LAWS

1 - Responsibilities of the President

1(1) - The President shall preside at all Official Meetings of the Club. The President is responsible for the general supervision of the Club and shall perform all duties required of him/her by the Constitution and these By-Laws.

1(2) - Subject to Section 11 of the Constitution the President may call a meeting at any time.

1(3) - The President shall prepare and present a written report at the Annual General Meeting outlining: the activities of the Club during the past year; the new, amended or repealed By-Laws and other matters of importance to the Members.

1(4) - The President shall prepare articles of interest to the Members for publication in Winter Words.

1(5) - Where and when required the President or his or her designate shall be the official representative of the Club.

1(6) - The President shall, in consultation with the Board of Directors, periodically review and/or revise the Constitution and By-Laws.

2 - Responsibilities of the Vice-President

2(1) - The Vice-President shall assist the President in the discharge of his or her duties. In the absence, illness or incapacity of the President the Vice-President shall officiate at meetings of the Board and other meetings if required.

2(2) - The Vice-President shall prepare and maintain up to date copies of the Members Guide (Appendix 2006-1) and ensure it is available for new Members.

2(3) - The Vice-President shall organize the Annual General Meeting.

2(4) - The Vice-President is expected to fill the position of president at the end of his/her term.

3 - Responsibilities of the Past-President

3(1) - The Past-President shall advise, assist and provide guidance to members of the Board in the discharge of their duties and carry out any projects or assume any responsibilities consistent with the objectives of the Club.

3(2) - The Past President shall serve as Director/Chairperson of the Nominating Committee.

4 - Responsibilities of the Secretary

4(1) - The Secretary shall prepare minutes of all meetings of the Board. Records or minutes of such meetings shall be distributed to the Officers and Directors for approval at the subsequent meetings of the Board.

4(2) - The Secretary shall endeavor to assemble, arrange and preserve all available papers, documents, correspondence, and other records related to the Club as required by the Board.

4(3) - The seal of the Club shall be in the custody of the Secretary and may be affixed to any document upon resolution of the Board.

5 - Responsibilities of the Treasurer

The Treasurer shall:

5(1) - Be responsible for the custody of the funds of the Club and maintain the accounting records (preferably using accounting computer software, e.g. QuickBooks) related to the financial operations of the Club. All documents and records entrusted to the Treasurer shall be maintained in good order with adequate accounting controls. At the appropriate time such documents and records shall be handed over to his or her successor in office.

5(2) - Be responsible for the collection and recording of all Club fees and the payment of Club disbursements/expenses that are supported by suppliers invoices or other reasonable documentation to substantiate the disbursement. Receive all monies payable to the Club and maintain records related to the financial operations of the Club. All documents and records entrusted to the Treasurer shall be maintained in good order and delivered to his or her successor in office.

5(3) - Receive all Membership fees and transfer them on a timely basis from the Club's general bank account to the Club's Money Market Fund at the Mumford Road Branch of the Bank of Montreal, Halifax, NS. Such fees shall be held until they are distributed to the participating ski hills. As well, excess general operating funds will be held in the Bank of Montreal Air Miles Money Market fund.

5(4) - Maintain liaison with the Registrar who shall provide a breakdown of all Membership fees, bank deposits, advise of any refunds and periodically make a claim for Club expenses incurred. Also, the Treasurer shall periodically request of the Registrar membership and financial reports to permit reconciliation of the number of Members, fees received and calculation of Registrar fees.

5(5) - Prepare the annual budget prior to the fiscal year in consultation with other Officers and Directors and present to the Board for approval.

5(6) - Prepare and present annual audited statements (balance sheet and operating statements) at the Annual General Meeting. Interim operating and cash flow statements shall be provided and presented at Board meetings. Year-end financial statements are to be prepared on an accrual basis whereas interim financial statements are to be prepared on a cash basis.

5(7) - Be the Recognized Agent for the purposes of the Societies Act and annually provide a list of Officers and Directors, audited financial statements and any additional information required by the Registrar of Joint Stock Companies, Nova Scotia.

(3)

5(8) - Perform all duties and services incidental to the office or those requested from time to time by the Board.

5(9) - Make available the financial books and records of the Club for inspection by any Member. Such requests shall be made at any reasonable time within two weeks of the Annual General Meeting.

5(10) - Make all financial records available to the Auditor appointed by the Board allowing sufficient time for the Auditor's work to be done prior to the Annual General Meeting.

5(11) - In collaboration with the Registrar this Treasurer is responsible for the format, distribution and use of membership information.

6 - Responsibilities of the Registrar

6(1) - The Registrar shall report to the Treasurer on all financial matters and the Membership Director on all matters related to Club Membership.

6(2) - The Registrar shall maintain a record of the names addresses and dates of admission of every Member of the Club.

6(3) - All applications for Membership shall be processed with monies received and financial records forwarded to the Treasurer.

6(4) – Numbered Membership Cards are to be prepared and sent to all Members. Members who have also purchased a SASCPass will receive a Membership which contains a SASCPass Number which will also serve as the Membership Number. New members shall receive a Members Guide (**Appendix 1**).

6(5) - As the principal contact with Members the Registrar shall receive calls, messages and provide membership information as requested.

6(6) - Enquiries related to other matters are forwarded to the appropriate Officer, Director or Member.

6(7) - The Registrar shall maintain ample supplies of stationery, envelopes, stamps and related materials.

6(8) - The Registrar shall maintain a complete file of related correspondence.

6(9) - Subject to the approval of the Board the physical custody of the Club records may be delegated to the Registrar.

6(10) - The address of the Registrar shall be:

The Registrar,
Ski Atlantic Seniors Club, P.O.Box
3076,
Tantallon, N.S., B3Z
4G9

7 - Responsibilities of the Director, Ski Trips

7(1) - The Director(s) of Ski Trips will approve and manage membership in the ski trip committee and plan for the selection of future trips. This plan will be presented to the Board for review and endorsement.

7(2) - The Director(s) of Ski Trips will be responsible for developing a detailed role definition for this position subject to Club Board approval. This role can include details on Board oversight, approach to trip selection, area of financial management and elements of trip documentation.

7(3) - The Director(s) of Ski Trips will develop a brief outline on next year's ski trips for inclusion in the Spring edition of Winter Words. The trip will also be described at the AGM.

7(4) - The Director(s) of Ski Trips will develop a trip description and application forms for inclusion in the Fall edition of Winter Words and/or on the Clubs' Website.

7(5) - Reporting to the Treasurer the Director(s) shall maintain and administer the touring accounts in order to comply with the requirements of the Club as described in the by-laws. Signing authority and financial reviews are as outlined in the by-laws.

7(6) - The Touring Accounts will be managed such that a reserve of 7% of the estimated annual trip expenditures will be met. This reserve will be managed within a target variance of \$1000.00 over the near term.

7(7) - The Director(s) of Ski Trips will fund out of pocket expenses against the touring account(s). Copies of invoices will be submitted to the treasurer for approval and filing. An administrative fee may be charged for each trip to cover nominal and unexpected documented operating expenses.

7(8) - The Director of Ski Trips or a member of the Ski Trip committee, who plans, organizes and implements the ski trips of the SASC shall be entitled to one complimentary trip including lodging, ski pass and meals if included as part of the ski trip package.

7(9) - The Director of Ski Trips is responsible for returning any incentives offered by ski hills to trip participants and/or to the Club.

8 - Responsibilities, Director, Ski Hill Registers

8(1) - At the beginning of each ski season this Director provides managers of the Participating Hills with an outline of the procedures (**Appendix 2 (a)**) to be followed related to the Ski Day Registers (**Appendix 2 (b)**).

8(2) - The Director of Registers shall annually provide the managers of the ski hills and the Ski Hill Directors with the numbering system used for the membership cards. Hills will be requested to see both club membership document and photo ID as needed.

8(3) - At the end of the season the register showing the number of ski visits for the season (**Appendix 2(c)**) at each Participating Hill shall be received and checked. Data from all the Participating Hills is compiled, the dollar value per ski visit at the Participating Hills calculated. Recommendations for payment shall be made to the Treasurer.

8(4) - A brief report outlining statistics related to the ski visits at the Participating Hills shall be presented at the spring Board of Directors Meeting.

9 - Responsibilities, Directors, Ski Hills

9(1) - These Directors shall be the Club's representative and the principal contact with the General Manager at each of the participating ski hills.

9(2) - All Club sponsored meetings at the Participating Hills shall be planned and organized by the Ski Hill Directors.

9(3) - Funds to help defray the costs of Club events held at the Participating Hills are administered by the Ski Hill Directors.

9(4) - It is the responsibility of the Ski Hill Directors to keep Members at their respective Hills informed about Club events/cancellations through Hill message boards, the SASC website and Club Bulletins.

9(5) - The Ski Hill Directors shall follow procedures (**Appendix 2 (a)**) prescribed by the Director, Ski Day Register make periodic checks of the Ski Day Register (**Appendix 2 (b)**) for accuracy and completeness and follow required procedures at the end of the ski season as outlined in **Appendix 2 (c)**).

9(6) - Brief accounts summarizing Club activities at the Participating Hill during the past ski season are prepared and submitted for publication through electronic media via available technology.

10 - Responsibilities, Director, Ski Instructors

10(1) - The Director maintains liaison with Club Instructors and ensures they are available to provide instruction to new or inexperienced Members at the Participating Hills;

10(2) - The Director ensures all Club Instructors are registered annually with the Club and the CSIA and submit their certification level to the Registrar;

10(3) - The names of qualified ski instructors at the Participating Ski Hills are compiled and published in Winter Words;

10(4) - This Director provides liaison with the Canadian Ski Patrol at the Participating Hills;

10(5) - This Director assists in the selection of new Club Ski Instructors at each of the participating ski hills.

11 - Responsibilities, Director, Nominating Committee

11(1) - The Director of Nominations shall establish a Committee and solicit Members willing to serve as Officers and Directors for the next Fiscal Year.

11(2) - The names of candidates for various positions are presented in a report to Members at the Annual General Meeting.

11(3) - Additional nominations for Officers and Directors may be made after the presentation of the report. Such nominations shall be accepted by a motion if agreed upon by the majority of Members present. If an election is requested by one or more members it shall be by secret ballot.

12 - Responsibilities, Director, Communications

12(1) - This Director provides contact with membership enquiries not dealt with by the Registrar.

12(2) - This Director is responsible for the design of the Membership Application Form.

12(3) - This Director is responsible for the distribution of Winter Words and SASC Bulletins.

12(4) - This Director is responsible for the management and use of the Club Logo.

12(5) - This Director liaises with and shall be the principal contact with the Webmaster to ensure and maintain the accuracy of the website.

13 - Membership

13(1) - Membership is open to persons 55 years of age or older and the spouse/partner or caregiver of a Club Member regardless of age.

13(2) - Members will be issued a membership card which will enable them to participate in all Club sponsored events and attend the Annual General Meeting and the ski trips.

13(3) - Membership must be renewed annually.

14- SASCPass

14 (1) – The SASCPass is available to Club Members sixty years of age and over. In order to meet the age requirement a member must turn 60 years of age during the ski season (ie: before April 1) of the season s(he) wants to join the Club.

14 (2) - Application must be made annually to purchase or renew the SASCPass. A membership card will be issued entitling the SASCPass holder to ski and use the related facilities of Participating Hills.

SASCPass Holders Shall:

(A) Before skiing each day present their Membership Card and photo ID as requested to the ski hill staff, complete and sign the Ski day register. They will receive a lift ticket which must be worn and visible to the lift operators and other ski hill staff.

(B) Follow the skiers Alpine Responsibility Code as well as any other stipulations required at Participating Hills and any other hills used by Members on trips organized and/or sanctioned by the Club.

14 (3) - The SASCPass fee, through agreement between the Club and the Association of Ski Resorts of Atlantic Canada (ASRA), will be calculated annually in April. The fee will be determined by a weighted averaging formula. The data used in the formula will be taken from the all ASRA participating hills. The data used in applying the formula are:

(A) The total number of ski visits by SASCPass holders during the current year from the participating ski hills of the ASRA.

(B) All Senior Early Bird or Spring Rates for the upcoming year at the ASRA participating hills. If the ski area does not have a Senior rate, then the Early Bird or Spring adult rate will apply. All these rates are to be forwarded by each participating ski area to the Treasurer of the Club by April 1st of each year.

14 (4) - The SASCPass Fee will only be refunded in the event that injury or illness prevents the Member from skiing. The request for a refund must be submitted in writing outlining the circumstances, enclosing the membership card and be forwarded to the Registrar. If the member's request is received by January 15th of the year for which the Membership Card has been issued, the refund will be 100% of the ski pass fee less days skied to date at the previous year's rate; and if received from January 16 to February 15, the refund will be 50% less days skied. No refunds will be issued for requests received after February 15 (i.e. half way through the normal ski season).

14 (5) - The annual Membership Dues and SASCPass Fee are waived for Club Instructors who provide clinics and lessons to members of our Club.

15 - Honorary Membership

15 (1) - Honorary membership may be conferred by the Board upon persons who through personal effort have provided exemplary service to the Club. Annual dues are waived and Honorary Members may attend all Club events and ski trips.

16 - Membership General

16 (1) - Membership shall cease if the Member resigns, ceases to qualify, has not paid the required dues or has exhibited behavior unacceptable to the Board.

16 (2) - Members must demonstrate courtesy to other skiers and to ski hill staff.

17 - Expenditures and Signing Authority-General Account

17 (1) - The President, Vice-President or Treasurer are authorized to make payments on behalf of the Club up to \$1000.00.

17 (2) - Expenditures over \$1000.00 require the signature of two Officers; the President, Vice-President or Treasurer.

17 - Expenditures and Signing Authority-Touring Account

18 (1) - The President, Vice-President, Treasurer and Director Ski Trips are authorized to make payments on behalf of the Club up to \$1000.00. Two of these Officers are authorized to make payments in excess of \$1000.00.

18 – Club Dues

19 (1) - The Club Dues charged to Members shall be approved annually at the April Board Meeting.

19 (2) – Club Dues are not refundable.

19 - Annual General Meeting

20 (1) - Notice of the date and time of the Annual General Meeting shall be advised to the membership one month in advance by way of electronic mail and other technology as available.

20 (2) - The agenda shall be distributed prior to the meeting and include:

- (a) - Call to Order;
- (b) - Approval of Agenda and additional items;
- (c) - Minutes of Previous Annual Meeting-Correspondence;
- (d) - Report of President- Announcement of deceased members;
- (e) - Report of Treasurer;
- (f) - Report on revisions to Constitution and By-Laws;
- (g) - Report of Nomination Committee;
- (h) - New Agenda Items;
- (i) - Closing Remarks and Adjournment.

20 - Meetings of the Board

21(1) - The Board of Directors shall meet at least three times per year, preferably in September, January and April. Meetings may be held by use of technology (e-mail or video conferencing) or face to face as deemed appropriate.

21 (2) - Members of the Board shall be notified of the date and time of meetings of the Board at least one week prior to the actual meeting. Such notice shall indicate the format, date, time and place of the meeting and the draft agenda.

21 (3) - The following order of business shall be followed:

- (a) - Call to Order;
- (b) - Approval of Agenda and any additional items;
- (c) - Report of Secretary, approval of Minutes of previous meeting and correspondence;
- (d) - Report of President;
- (e) - Report of Vice-President;
- (f) - Report of Treasurer;
- (g) - Report of Director Ski Hill Registers;
- (h) - Reports Ski Hill Directors;
- (i) - Report, Director of Winter Words;
- (j) - Report, Director of Ski Trips;
- (k) - Report, Director Ski Instructors;
- (l) - Report, Director of Communications;
- (m) - New Agenda items;
- (n) - Closing remarks and selection of location of next meeting.

22 Club Logo

22(1) - The Club Logo shall be a skier with a mountainous background. Beneath the skier shall be the letters SASC.

22(2) - The official color of the Club Logo shall be blue. Pale blue colored snowflakes may embellish the Club stationery.

22(3) - Where applicable the mountainous background may enclose the letters SASC.

23 Payment to Participating Hills

23 (1) - At the end of the ski season the Director responsible for the Ski Day Registers determines the total number of days skied by SASCPass holders at the Participating Hills. The dollar value of each ski day is determined by dividing the total number of ski day visits by members into the total revenue received from SASCPass purchases.

23 (2) - Payment to each Participating Hill is determined by multiplying the total number of SASCPass Holders' ski days at each hill by the dollar value of each ski day.

23 (3) - Pursuant to the Club agreement with the ASRA, partial payment may be made, upon request, to each Participating Hill by January 10th of each year.

24 Financial Support of Club Events

24 (1) - Expenditures may be incurred to help defray the cost of various events sponsored by the Club. The following are approved spending limits:

- (a) - Annual General Meeting - \$400.00;
- (b) - Kell Antoft Days at Participating Hills - The Kell Antoft Day allotment for each Participating Hill will be \$100.00 with a reserve of \$100.00 set aside to cover incidental expenses;
- (c) - Other Special Events, including the annual golf tournament - \$200.00.

SKI ATLANTICE SENIORS' CLUB

MEMBERSHIP GUIDE

Dear SASC Member(s):

Thank you for your 20--/-- application for membership in the Club. It has been processed and you will find your membership card enclosed / attached.

New members may order name-tags at their own expense from: Metaline Graphics, P.O. Box 68, 65 Hwy 3, Hubbards, NS B0J 1T0 or via e-mail at artwork@metalinegraphics.com or call (902) 857-9109. If you are renewing your membership and want a new name tag, you may order one at your expense any time.

SASC Membership entitles you to attend all Club events such as Ski Trips, Kel Antoft Days, Golf Days and the Annual General Meeting, and discounts at selected merchants in the Maritimes.

If you have also purchased a SASCPass please note that it is **NOT a lift ticket**. SASCPass holders visiting a participating ski hill to ski **must sign** the SASC Ski Day Register at the hill and accurately and legibly **record your SASCPass number** to get a lift ticket for the day. You may be required to show proof of your membership and Photo ID when signing the day book.

A SASCPass is valid for the current ski season, typically from December to April. Your SASC Membership Card is NOT transferable.

In the event of a request for a refund:

The SASCPass Fee will be refunded in the event that injury or illness prevents the Member from skiing. The request for a refund must be in writing outlining the circumstances, enclosing the membership card and be forwarded to the Registrar. If the member's request is received by January 15th, the refund will be 100% of the SASCPass fee less days skied to date at the previous year's rate; and if received from January 16 to February 15, the refund will be 50% less days skied. No refunds will be issued for requests received after February 15 (i.e. half way through the normal ski season).

Check out the Club's website at www.skiatlanticseniorsclub.ca for information on participating ski hills, trips, discounts and much more. Go for SNOW!

Sincerely,

SASC President

SKI ATLANTIC SENIORS CLUB (SASC)
SKI HILL- SKI DAY REGISTER PROCEDURES, 20--/20-- Season

Daily Ski Hill Procedures

- Number the pages in the register in sequence
- Keep the register in date order- beginning with the first date the ski hill is open and SASC members have signed in (Ski dates should be in sequence except for closed days or days where there are no ski visits by SASC members)
- Have SASC members date, print and sign their name and SASCPass numbers Legibly
- SASC Ski passes are digitally prepared and printed in RED on the center of SASC Membership Cards indicating a unique “SASCPass #”, name and SASC Logo and the numbers should be five digits within the number series authorized by SASC for this season starting at 50001 (will be a unique series each year).
- Those issuing lift tickets should require SASC Pass holders to show their SASC membership card when issuing lift tickets and ensure that each member properly registers in the Ski Day Register. Photo ID may be requested as deemed necessary by the hill.
- Review the Ski Day register to see that it is kept in order and that page and YTD totals are recorded on a daily basis

End of Season Procedures to be carried out by the Ski Hill

- Review the Ski Day Register sign-up sheets for errors or omissions
- Double check the authenticity of entries and the accuracy of page and YTD totals of SASC visits.
- Sign and date the final page and submit the entire season's sign-up sheets to the SASC Hill Director for final audit and processing by SASC

SASC Ski Register

Page#_____

[illegible]

Note: original document has 25 lines per page

SASC Visits Page total _____
YTD total _____

SKI ATLANTIC SENIORS CLUB (SASC)
SKI HILL - SKI DAY REGISTER PROCEDURES
YEAR END REVIEW BY SASC SKI HILL DIRECTORS

The procedures noted below are intended as a review guide and are considered to be the minimum tests undertaken by the SASC Ski Hill Director. The discretion is left with the Ski Hill Director to increase the tests if errors and omissions are found that warrant an extended review. The overall review is intended to be one of reasonability and a good start would be to review all pages of the Ski Hill Register for obvious errors or omissions including the following tests:

- Check to see that all ski pass numbers are 5 digits and within the authorized sequence which starts at 20001
- Check to see that all ski days are reported (ski dates should be in sequence except for closed days or no ski visits)
- Check to see that pages are numbered and ski day dates are in sequence

Further tests to be undertaken:

- 1) On a random basis (e.g.; for sign ins on the first page and every 4 pages thereafter) verify ski pass numbers and names against the SASC 20--/20-- membership list.
- 2) Check that the total # of ski visits per each page of the Ski Hill Register and the YTD totals are accurate.
- 3) Follow up anomalies or errors with the Ski Hill
- 4) Initial each page of the register to indicate your concurrence with page details, totals, etc.
- 5) Forward the entire register to me for processing with any comments you may wish to add or Email the total visits to me and bring the registers to the next Board meeting.

SKI ATLANTIC SENIORS' CLUB
CONFIDENTIALITY POLICY

Definition:

In order to protect the legal interests and the right to privacy of our members and of our association -- the Ski Atlantic seniors' Club - the following policy on Confidentiality will become part of our constitution.

Policy:

1.0 All matters and information concerning any of our members are considered to be confidential and privileged and must not be transmitted to any other person or organization outside the Ski Atlantic Seniors' Club.

1.1 Any misuse of information is to be regarded as a serious offence and liable to legal or discipline action up to and including suspension and /or dismissal from the Association / Board

1.2 All individuals associated with the Ski Atlantic Seniors' Club will be advised of this policy.

The motion to approve this policy was passed by the Board of the SASC at its April 30, 2015 meeting and ratified by the members attending the 2015 Annual General Meeting of the Ski Atlantic Seniors' Club

SKI ATLANTIC SENIORS' CLUB **CONFLICT OF INTEREST**

Definition:

A Conflict of Interest is any situation in which a member of the Board of the Ski Atlantic Seniors' Club has a private or personal interest sufficient to appear to influence the objective exercise of his or her official duties as a member of the Board of the Ski Atlantic Seniors' Club.

Purpose:

The objective of a Conflict of Interest Policy is to minimize the possibility of conflicts arising between the private interests of Directors and the duties of the Directors to the Association –Ski Atlantic Seniors' Club --and to provide for the resolution of conflicts should they arise.

Policy:

In their roles within the organization Board Members may be placed in a Conflict of Interest between their governance responsibilities and other commitments or obligations. When this occurs, a Board member who finds him or herself in a Conflict situation must act according to the following principles:

1. A Director shall not take advantage of or benefit from information that is obtained in the course of his or her duties and responsibilities as a Director and that is generally not known by the public.
2. A Director must disclose at a Board meeting the nature and extent of his or her interest in any actual or proposed contract or other agreements to which the Ski Atlantic Seniors' Club is or may become a party.
3. Where a potential conflict situation exists, the Director involved must refrain from influencing the decision even to the extent of withdrawing from the meeting and certainly from voting.
4. Board members are trustees of the assets of the association and at all times in their deliberations must act on behalf of all the stakeholders of the Ski Atlantic Seniors Club.

Amendment Notes:

- **Constitution and By-laws have been up-dated to and including approval by the members at the 2019 AGM – June 13, 2019.**
- **By-laws amended by Board of Directors Sept 26, 2019 to remove By-law 14(4).**
- **By-laws amended by the Board of Directors April 22, 2020 and Constitution at the June 18 AGM to restructure club membership. Published August 2020**
- **By-laws 11(7) & 14(3) amended September 12, 2023 and approved by the Board of directors meeting on November 14, 2023. Published November 2023.**