

THE VILLAGES SNOW SKIING AND ADVENTURE TRAVEL CLUB
BYLAWS (updated to April 1, 2026)

ARTICLE I – NAME

The name of this organization shall be THE VILLAGERS SNOW SKIING AND ADVENTURE TRAVEL CLUB, INC., doing business as (DBA) The Snow Skiing Villagers and Adventure Club. The Club is incorporated under the laws of the State of Florida

ARTICLE II - PURPOSE

The purpose for which this club was founded is to promote individual and group interest in the sports of snow skiing, snowboarding, recreational activities and other travel among the members and to this shall:

Section 1: Sponsor snow ski/board club trips, recreational activities and other non-ski trips, along with local year- round club activities. which shall be open to all members.

Section 2: Hold membership meetings which have programs primarily related to snow skiing, snowboarding and travel.

ARTICLE III - MEMBERSHIP ANB DUES

Section 1: To be eligible for membership, one must have paid the required dues and possess a valid Villages ID. The membership year shall be from May 1 to April 30 (Approved January 2026 club meeting)

Section 2: Membership shall be divided into the following categories:

Individual Membership - applies to all persons who join on an individual basis.

Family Membership - applies to a couple residing at the same address.

Honorary Membership - granted to designated individuals as decided upon by the Board of Directors.

Section 3: Termination of Membership
A member other than an officer shall be removed from membership by a three-quarters vote of the Board of Directors if such member's conduct has been sufficiently detrimental to the club to warrant such action. The member has the right to file in writing an appeal before the Board of Directors within seven days following written notification of removal.

The Board of Directors by majority vote before January 1 of its year in office shall determine the dues to be paid by the various categories of membership for the ensuing year.

ARTICLE IV – MEETINGS

Section 1 Business meetings of the Board of Directors shall be held at the discretion of the President, and meetings of the Board of Directors shall be held not less than four times a year or as determined by a majority vote of the Board of Directors ' The primary business of the club will be conducted at these meetings.

Section 2: General membership meetings will be held; the President shall set the time and place of each meeting and all members are notified in writing at least one week in advance; programs generally relating to snow skiing, year round activities and other travel will be the main portion of these meetings to entertain and inform the general membership; a quorum necessary when club business is conducted at a general membership meeting will be defined as the number of persons present at the time since they constitute the entire membership at that time.

Section 3: A general membership meeting will be held before the end of May of each year for the purpose of taking nominations from the floor for candidates for elective

once and holding elections. Voting will be done by written ballot by those present at the meeting.

Section 4: General membership meetings will be held whenever twenty per cent of the members sign a petition calling such meeting for a specific purpose; this meeting will be scheduled within 72 hours and held within 14 days to allow sufficient time for the general membership to be notified, not less than one week in advance.

ARTICLE V - EXECUTIVE COMMITTEE

Section 1: The Executive Committee shall consist of the elected officers: President, Vice President, and Treasurer. The President may appoint additional board members to head (i) a planning and research committee, (ii) a communications committee (iii) a membership committee, and (iv) any committee that the President and/or the Executive Committee believes is appropriate and desirable. The appointed members of the board are to serve at the direction of the President and the Executive Committee. The President may also appoint ad hoc committees headed by non-board positions.

Section 2: All actions of the Board of Directors shall be governed by the provisions of these by-laws.

ARTICLE VI - OFFICERS

Section I: A. President
The President is the Chief Executive Officer of the club and will see that all decisions and resolutions of the Board of Directors are carried out. He - or she will preside over the meetings of the Executive Committee and Board of Directors. He or she will appoint all special Committee Chairs and will be ex officio to all committees. It will be the President's duty to see that all Officers fulfill their duties and that all committees fulfill their functions.

B. Vice President
The Vice President shall perform the duties and exercise the power of the President during the absence

or the disability of the President. The Vice President will succeed to the Presidency in the event that office is vacated prior to annual elections. The Vice President shall perform duties as requested by the President.

C. Treasurer

The Treasurer shall have custody of club books, of club accounts and monies, and shall keep books belonging to the club containing complete and accurate records of all receipts and disbursements. monies received shall be deposited in the club bank account. The Treasurer shall be responsible for depositing all monies in the club accounts and shall issue checks. All payments shall be supported by bills and shall be verified by the Treasurer. The Treasurer shall report at each Board of Directors, General Membership, and Executive Committee Meetings, and at any specific time as requested by the President, on the financial condition of the club. The outgoing Treasurer shall coordinate with and train the incoming Treasurer during the remainder of the fiscal year. The Treasurer will be the contracting Officer for the club up to the sum of \$1 ,000.00, with a concurrence of another member of the Executive committee. Any contracts requiring expenditures greater than \$1,000.00 shall require the concurrence of the Board of Directors upon proper showing of justification for such expenditure. A joint review of the account by the outgoing and incoming treasurer will be completed to insure a clear understanding of the balances.

The term limits for all officers are limited to three year terms beginning April 1 of the designated year. (Motion March 2023 Board Meeting)

Section 2 Any compensation to any member shall be determined by a majority vote of the Board of Directors.

Section 3: All officers at the end of their terms shall deliver to their successor all club files in their possession. Many club members, including officers, expend many volunteer hours and much work product is generated on behalf of

the club, all of which is greatly appreciated. Each member of the club understands all work product generated on behalf of the club, including, but not limited to files, social media content, spreadsheets and notes, are property of the club.

Section 4: Removal From Office - A vote of two-thirds of the members voting at a General Membership meeting is required to remove an officer from office for reasons which are shown to be damaging to the club. Such reasons must be stated in a written notice to the General Membership at least two weeks prior to the meeting at which such vote is to be taken. To initiate such removal, a petition must be signed by not less than five per cent of the General Membership and served upon the President and the Board of Directors.

ARTICLE VII - BOARD OF DIRECTORS

Section 1 : The Board of Directors shall consist of the Executive Committee and the Directors as defined by the by-laws. The Directors shall be appointed by the President and approved by the Executive Committee to serve during the same term as the Executive Committee. Should a vacancy occur, the President shall appoint a replacement Director within a period of two weeks, subject to the approval of the Board of Directors at the next meeting. A Director will be subject to removal from office by a majority vote of the Board of Directors.

Section 2: The Board of Directors shall meet a minimum of four times per year with a quorum present, which shall be 50% of the people serving on the Board, for the purposes of:

- A. Directing the Club and formulating policy
- B. Final selection of snow ski/board and travel trips
- C. Final selection of year-round activities
- D. Final approval of all budgets
- E. Determining dues
- F. All other lawful club matters

ARTICLE VIII - SNOW SKI AND TRAVEL TRIPS

Section 1: Eligibility.

Snow ski/board, travel trips and other local ski activities planned by the Club shall be open to all members of the club. To the extent that space remains, club members shall be permitted to invite guests.

Section 2: Trip Leaders.

The Board shall select Trip Leaders who, together with the Vice President shall be responsible for providing detailed proposals which include itemized cost breakdowns for trips that are being considered for the coming year. The proposals shall be presented to the Board of Directors for their vote.

Section 3: Compensation to Trip Leaders.

Subject to final approval by the Board of Directors, each Trip Leader shall be entitled to a complimentary trip equal to the amount club members pay (travel/lodging) Members on trip committees are encouraged actively to participate and learn the role of trip leader, but will not receive compensation.

ARTICLE IX - ELECTIONS

Section 1: Qualifications for Office

A candidate will be eligible for an elected office if he or she is a current member. No candidate will be eligible for the office of President or Vice President unless he or she has previously served as an Officer or as a member of the Board of Directors.

Section 2: Procedure for Elections

A. Before the end of March of each year, the President shall set a date for the General Membership meeting to be held before the last of May with the primary purpose to hold elections for any board member position that is filled by election. He or she will see that all members are notified one week in advance of the date of the meeting. Elections will be by written ballot.

B. Nominations may come from the board or from the membership.

C. In the event of more than one candidate running for the same office, the candidate receiving the majority of the votes will be elected.

D. Only current members are eligible to vote.

E. No Proxies will be available. All Ballots must be executed during the general meeting at which the election is held.

F. In the event timetables are not met for any reason, the Board of Directors shall prescribe new time tables.

ARTICLE X – MEMBERSHIP ROSTER

The Membership Roster will not be given to anyone without the express approval of the Board of Directors.

ARTICLE XI – INDEMNIFICATION

The Snow Skiing Villagers Club will indemnify, defend, and hold The Board of Directors harmless from all claims, demands, suits, actions or other legal proceedings against the Board of Directors for any act or failure to act involving the exercise of judgment and discretion within the normal course and scope of their duties on the Board of Directors, to the extent and to the limits permitted by law or public policy.

ARTICLE XII - AMENDMENTS TO THE BY-LAWS

Any proposed amendments or additions to these By-laws will be initiated by the Board of Directors or twenty percent of the membership and be presented in their entirety to the General Membership at a General Membership meeting. A notice will be sent to all members stating the proposed amendment and announcing that voting on such amendment will take place at the succeeding meeting and will need to be approved by two-thirds vote of the members in attendance at said designated meeting.

ARTICLE XIII - VOTE AUTHORIZING ACTIONS

Unless specifically stated herein, all actions requiring a vote may be authorized and taken by a majority vote of those present and entitled to vote.

The By-laws as written are a true copy of the By-laws as proved by vote of the General Membership of the VILLAGERS SNOW SKIING AND ADVENTURE TRAVEL CLUB, INC., at a Membership Meeting held April, 13, 2023.

Placed into the official records of the VILLAGERS SNOW SKIING AND ADVENTURE TRAVEL CLUB, INC.

By: Justin H. Kent, President

Date: April 13, 2023