

Beaten Path Nordic Trails Constitution

Section 1 - NAME

The name of the Club shall be BEATEN PATH NORDIC TRAILS, or BPNT for short.

Section 2 – STATEMENT OF PURPOSE

To promote and encourage cross country skiing among its members and the general public as a part of a healthy lifestyle for all ages. This purpose will be accomplished by offering cross country ski programs and developing facilities and events.

Section 3 - OBJECTIVES

The objectives of the Club are:

- (A) To train and coach beginning, intermediate and advanced level skiers
- (B) To promote participation and provide instruction in cross-country skiing to children and seniors
- (C) To develop and maintain safe and accessible non-motorized multi-use trails
- (D) To provide facilities for events
- (E) To host events, workshops and clinics
- (F) To promote 4-season tourism in the Atikokan area
- (G) To raise, receive, invest and disburse funds for the accomplishment of the above purposes, without the purpose of individual gain for any members

Section 4 - GEOGRAPHIC AREA

The geographic area in which the club will operate is in and around Atikokan and Quetico Provincial Park.

Section 5 - MEMBERSHIP

Regular members in the club are those who have

- (A) registered
- (B) paid their annual dues

Honorary members are those who have been so designated by the board of directors.

Section 6 - ANNUAL MEETING

The Annual Meeting to be held each year prior to October 31st at a date set by board of directors.

The Fiscal and reporting year shall end each August 31st.

Section 7 - VOTING AT ANNUAL MEETING

Every member 18 years and older in good standing will have voting privileges at the Annual Meeting.

Section 8 - NOTICE OF ANNUAL MEETING, (AGM)

Notice shall be published in various public media not less than two weeks prior to the Annual Meeting.

Section 9 - SPECIAL GENERAL MEETING

A Special General Meeting may be held at any time during the year at the direction of the board.

Section 10 - FEES

Fees are to be set by Board of Directors, to be confirmed at the Annual Meeting.

Section 11 – THE BOARD OF DIRECTORS

The Board shall have an Executive Committee composed of

- President
- Secretary
- Treasurer

In addition to this there will be up to six co-ordinating positions/members-at-large to manage the following areas:

- Trails
- Youth
- Fundraising
- Membership
- Social
- Publicity

The board of directors will be elected by the voting members at the annual meeting.

Signing authority for legal transactions of the Club shall be any two members of the Executive Committee.

Section 12 - BOARD MEETINGS

Board meetings shall be called by the President or by written request of 3 board members as necessary through the year. A quorum shall be 4 members of the Board, including at least one member of the executive committee. Two weeks notice is necessary for meetings called by written request.

Each director except the president shall have one vote at a Board meeting. In the event of a tie, the president will cast the deciding vote.

Section 13 - DUTIES OF EXECUTIVE

PRESIDENT

The President is responsible for the general supervision of the administration, day-to-day management and control of the club, the calling of the Annual General Meeting and of meetings of the Board or Executive. During the absence or inability of the President, his/her duties and powers may be exercised by another member of the Board.

SECRETARY

The Secretary shall record and distribute minutes of Executive and Board meetings, assist with correspondence, send out newsletters and notices of meetings and perform other such duties as may, from time to time, be determined by the board of directors.

TREASURER

The Treasurer shall receive and manage all moneys on behalf of the Club and keep a proper account of such moneys. The Treasurer shall provide such financial statements and reports as may be required by the Board and prepare annual financial statements, duly reviewed for presentation at the Annual meeting.

Section 14 - DUTIES OF OTHER BOARD MEMBERS

The duties of all other officers of the Club will be such as the terms of their engagement call for, or the Board requires of them.

Section 15 - AMENDMENTS TO THE CONSTITUTION

The constitution may be amended at any annual meeting provided that a copy of the proposed amendment has been filed with the President at least 60 days before the Annual Meeting and is passed by at least two-thirds of the votes cast at the meeting. Intentions to amend the constitution will be included with the announcement of the AGM and copies of the proposed amendments to the constitution will be made available to members by the Board upon request.

Section 16 - DISSOLUTION

The Association is dissolved by bankruptcy or by failure to hold an AGM for three consecutive years. In this event, the remaining Board members shall liquidate the non-cash assets of BPNT and after settlement of all proper obligations of BPNT, shall distribute the remaining cash assets to a local organization with a similar purpose or to other cross-country ski clubs in Northwestern Ontario.

Adopted - BPNT AGM. Nov. 29, 2001

Section 17 – SIGNATURES OF BOARD OF DIRECTORS

Arlene Robinson, President	<u>Arlene Robinson</u>	<u>Nov. 29/01</u>
Gordon Waldie, Treasurer	<u>Gordon Waldie</u>	<u>Dec 2/01</u>
Ange Sponchia, Secretary	<u>Ange Sponchia</u>	<u>Dec. 1/01.</u>
Wayne Docking	<u>Wayne Docking</u>	<u>Dec 1 of</u>
Lana Puumala	<u>Lana Puumala</u>	<u>Dec 1/01</u>
Robin Reilly	<u>Robin Reilly</u>	<u>Dec 1/01</u>
Lise Sorensen	<u>Lise Sorensen</u>	<u>Dec 2/01</u>
Chris Stromberg	<u>Chris Stromberg</u>	<u>Dec 2-01</u>
Barb Kwasnicia	<u>Barb Kwasnicia</u>	<u>Dec 2/01</u>

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Beaten Path Nordic Trails Bylaws

BE IT ENACTED AND IT IS HEREBY ENACTED as by-laws of BEATEN PATH NORDIC SKI CLUB (hereinafter called the "club") as follows:

1) Head Office

The Head office of the Club shall be in the Town of Atikokan in the Province of Ontario and at such place as the directors may, from time to time, determine.

2) Board of Directors

- a) The affairs of the Club will be managed by a Board of up to nine directors, each of whom, at the time of his/her election and throughout his/her term of office, will be a member of the Club. Each director will be elected for a two year term and may, if re-elected, serve consecutive terms. For the year 2001 – 2002 only, half of the board will be designated as serving a one year term, to allow for continuity on the board. Thereafter, all terms will be for a two year period.
- b) If any vacancy occurs in the Board of Directors, the remaining Directors will have power to appoint a member to fill such vacancy until the next annual meeting.
- c) Election of Directors may be by a show of hands unless a secret ballot is requested by any member. Elections will be held for the President, Secretary, Treasurer and up to six others.

3) Voting, Board of Directors

The preferred decision-making procedure of the board will be by consensus. If a vote is deemed to be necessary on any issue, each board member except the President will have one vote. Should there be a tie, the President will cast the deciding vote.

4) Remuneration of Directors

The directors will receive no remuneration for acting as such.

Bob

5) Books and Records

The directors will see that all necessary books and records of the Club, required by the by-laws of the Club or by any applicable statute of law, are regularly and properly kept.

Barb Kwashnicia

6) **Review of Financial Records**

A reviewer will be appointed by the board of directors.

The reviewer will be supplied with a copy of the balance sheet, and it will be his or her duty to examine it with the accounts and vouchers relating thereto.

The reviewer will be given a list of all books kept by the Club and will have access to the books and the accounts of the Club.


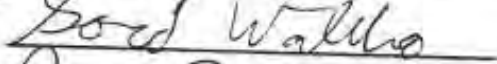





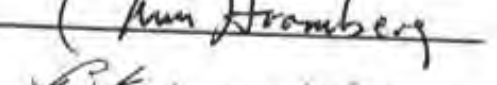
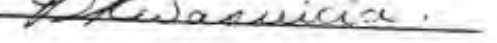
The reviewer will make an annual report to the members upon the balance sheet, and every such report will state whether in their opinion, the balance sheet, is a full and fair balance sheet properly drawn up so as to exhibit a true and correct view of the state of the Club's affairs.

7) **Amendments to the By-laws**

The by-laws may be amended at any annual or general meeting. Intentions to amend the by-laws will be included with the announcement of the AGM or general meeting and copies of the proposed amendments to the by-laws will be made available to members by the Board upon request.

Adopted - BPNT AGM. Nov. 29, 2001

8) **Signatures of Board of Directors**

Arlene Robinson, President		Nov. 29/01
Gordon Waldie, Treasurer		Dec 2/01
Ange Sponchia, Secretary		Dec. 1/01.
Wayne Docking		Dec 1 '01
Lana Puumala		Dec 2/01
Robin Reilly		Dec 1/01
Lise Sorensen		Dec 1/01
Chris Stromberg		Dec 2-01
Barb Kwasnicia		Dec 2/01.