



2019 TSC Officer Positions for Election

Elected and Appointed Officers

5.01 The elected Officers of the Corporation must be Directors of the Corporation and shall be: President, Vice President for Marketing, Vice-President For Trips, Vice-President For Communications, Secretary, and Treasurer, The Board of Directors, after presentation of nominations to the Delegates, may elect or appoint Trip Coordinators for Texas Ski Weeks and Expedition trips, Assistant Secretary(s), Assistant Treasurer(s), and others as it shall deem desirable. The delegates will appoint a National Ski Council Federation Representative. Said representative will be a past President of TSC and not currently on the Board. Such Officers shall have the authority and perform the duties prescribed, from time to time, by the Board of Directors. Any two or more offices may be held by the same person, except the offices of President and Treasurer.

Election and Term of Office

5.03 The elected Officers of the Corporation shall be elected annually by a simple majority vote at the meeting of Delegates designated for the election of Officers. Each elected Officer shall hold office until a successor shall have been duly elected and qualified. The National Ski Council Federation representative will serve a two year term and be appointed in odd years at the annual bid meeting by a simple majority delegate vote.

Number, Tenure and Qualifications

4.02 The number of Directors shall be seven (7). Six (6) of such Directors shall be elected by a simple majority vote. Each elected Director shall hold office until the next meeting of Delegates designated for the election of Officers and until his/her successor shall have been elected and qualified. The seventh (7th) Director shall be the most immediate Past President of the Corporation not currently serving as an active elected Officer. If this person is unable to serve as Past President, then the Past President position will be filled by the previous Past President. If neither is able to serve, then the Past President position will be filled by a prior elected Officer. In the latter case, the Board of Directors must approve the appointment of this seventh (7th) Director to fill the Past President vacancy. All Directors shall be entitled to vote on all matters to come before the Board of Directors. The Board of Directors shall be the President, Vice-President for Marketing, Vice-President for Trips, Vice-President for Communications, Secretary, Treasurer and Past President.

NOMINATING COMMITTEE

6.01 Prior to the August Delegates meeting, the Past President shall coordinate, with the Board of Directors, the selection of a three (3) member Nominating Committee from a list of proposed members thereof approved by Delegates at the August meeting. Each member of the Nominating Committee must have been a bona fide member of a club for at least one (1) year prior to his/her appointment to the committee.

Nominees

6.02 Member clubs may submit at least one (1) nomination from their members to serve as an Officer. Nominations for a first time Texas Ski Council Office require Club approval. Current elected Officers may submit their own name.

Slate Process

6.03 The Nominating Committee shall select at least one (1) nominee for each elected position on the Board of Directors. The slate of proposed officers shall be submitted to the Board of Directors at their first meeting of the calendar year. The Past President shall submit the approved slate to the Delegates no more than five (5) days after the first Board meeting of the calendar year along with the names of the candidates who were not selected for the slate and who have indicated an interest to run from the floor. The slate will be presented by the Past President at the Delegates meeting designated for the election of Officers.

6.04 The Nomination Committee shall review all applications for Trip Coordinator positions and provide to the TSC Board and Delegates at the meeting of Delegates designated for the elections of Officers a list of suggested applications for each of the trip coordinator positions. Subsequently the TSC Board will appoint the trip coordinator positions.

6.05 Additional nominations may be made from the floor of the meeting of Delegates designated for the election of Officers by any Delegate or Director as long as the nominee had submitted their application to the Nominating Committee but were not selected for the slate.

President

5.06 The President shall be the principal executive Officer of the Corporation and shall in general supervise and control all of the business affairs of the Corporation. The President shall preside at all meetings of the Delegates and of the Board of Directors. The President may sign, with the Secretary and/or Treasurer or any other proper Officer of the Corporation authorized by the Board of Directors, any contracts or other instruments which the Board of Directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these Bylaws or by statute to some other Officer or agent of the Corporation; and in general shall perform all duties incident to the office of President and such other duties as may be assigned by the Board of Directors or Delegates from time to time. In addition, the President shall perform duties as prescribed in the Standing Rules.

Standing Rules:

- 1. Determine the order of business at meetings of the Delegates and Board of Directors;*
- 2. Perform public relations duties of the Corporation;*
- 3. Initiate and coordinate all sponsorship bids;*
- 4. Shall appoint the Board of Directors for the Texas Ski Council Youth Foundation (except for the current Texas Ski Council Past President and the designated Texas Ski Council Vice President) with approval of the Texas Ski Council delegates;*

Vice President for Marketing

5.-07 The Vice President for Marketing shall perform all duties incident to the office of Vice President for Marketing and such other duties as may be assigned by the Board of Directors or Delegates from time to time. In addition, the Vice President for Marketing shall perform duties as prescribed in the Standing Rules. In the absence of the President and the Past President, or in the event of their inability or refusal to act, the Vice President for Marketing shall perform the duties of the President, and when so acting shall have all the powers of and be subject to all the restrictions upon the President.

Standing Rules:

- 1. Initiate and coordinate all ski area bids for Corporation sponsored trips in preparation for Delegate review;*
- 2. Disseminate pertinent ski area bid information to clubs for review at the Council meetings of Delegates called to deal with bid assessment;*
- 3. Supervise the activities of the Bid Selection Committee and preside at the Bid Pre-Selection meeting;*
- 4. Organize and coordinate all Fam trips in accordance with the Fam Trip Policy approved by the Board of Directors;*
- 5. Initiate and coordinate all publicity and public relations efforts on behalf of the Council trips as directed by the President;*
- 6. Transmit the selected bid packages to the respective Vice Presidents for Texas Ski Week;*
- 7. Perform all other duties as may be assigned by the Board of Directors or Delegates.*

Vice-President for Trips

5.08 The Vice President for Trips shall perform all duties incident to the office of Vice President for Trips and such other duties as may be assigned by the Board of Directors or Delegates from time to time. In addition, the Vice President for Trips shall perform duties as prescribed in the Standing Rules.

Standing Rules:

- 1. Coordinates with VP for Marketing on bid process-provides input and participates in pre-select process.*
- 2. Becomes the TSC board and delegate communications coordinator for all trips with respect to resolving any contractual issues that might arise from any TSC trip. VP for Trips is ultimately responsible for all trips.*
- 3. Work with previous year VP for Marketing to assure complete understanding of bids selected by delegates.*
- 4. Coordinate with TSC Trip Coordinators of Texas Ski Weeks and Expedition trips in reporting to the TSC Board and Delegates on each trip's progress.*
- 5. It is recommended that the Vice President for Trips should have past experience in overseeing at least one TSC trip; have held another board position; have past experience participating on pre-select committee, have attended delegate meetings and or have some familiarity with the TSC functions such as having been a TSC delegate for a club.*

Vice-President for Communications

5.09 The Vice President for Communications shall perform all duties incident to the office of Vice President for Communications and such other duties as may be assigned by the Board of Directors or Delegates from time to time. In addition, the Vice President for Communications shall perform duties as prescribed in the Standing Rules.

Standing Rules:

- 1. The Vice President for Communications shall provide management and support for the Officers of the Corporation, the TSC website and information services technology by coordinating communications and advertising, as well as updating of TSC social media accounts, creating or editing Website pages, creating and sending eNewsletters, as requested by the Officers of the Corporation.*
- 2. Serve as administer for the club's Web pages hosted by approved vendor. Update the home page at least two times per month, ensure all TSC activities are listed in the calendar section, monitor pages for needed updates to keep content accurate, timely and relevant to Texas Ski Council. Provide advice and receive guidance on the operation of the Club website. Ensure Web pages promoting trips are created on time, provide accurate information and are updated as needed by trip managers/directors and/or the VP of Trips.*
- 3. Coordinate with other Officers, Trip Coordinators and TSC Bid Chair any social media in disseminating information vital to interests of TSC membership informing the TSC member clubs of TSC newsworthy events, trips and activities.*
- 4. Take, request or collect photos to recognize and promote the TSC and utilize opportunities to promote the TSC through media, external Web sites, and social organizations.*
- 5. Perform all duties as may be assigned by the Board of Directors or Delegates.*

Secretary

5.-10 The Secretary shall keep the minutes of the meetings of the Delegates and of the Board of Directors in one or more books provided for that purpose; see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law; be custodian of the Corporate records including the Bylaws and Standing Rules; keep a register of the post office address of each club which shall be furnished to the Secretary by each club; and, in general, perform all duties incident to the office of Secretary and such other duties which from time to time may be assigned by the Board of Directors or Delegates. In addition, the Secretary shall perform duties as prescribed in the Standing Rules.

Standing Rules:

- 1. Order and maintain a supply of stationery, envelopes, and officers' badges;*
- 2. See to the arrangement of Board of Directors' and Delegates' meetings and distribution of notification (i.e. information letter, agenda, map(s), etc.) in accordance with Article 3 of, trips the Bylaws;*
- 3. Record and promptly distribute Minutes of the Board of Directors meetings to the Board of Directors and Minutes of the meetings of Delegates to the Board of Directors and member clubs. Distribute action items within two weeks of a Board Meeting and thirty days of a Delegates meeting;*
- 4.*
- 5. Keep a register of the post office address of each club which shall be furnished to the Secretary by each club and distribute same to member clubs;*
- 6. Be custodian of the permanent corporate records including the Standing Rules and Bylaws;*
- 7. Perform all other duties as may be assigned by the Board of Directors or Delegates.*
- 8. Track motions made during fiscal year that may require amendments to By-laws and Standing Rules.*

Treasurer

5.11 If required by the Board of Directors, the Treasurer shall give a bond paid for by the Corporation for the faithful discharge of duties in such sum and with such surety or sureties as the Board of Directors shall determine. The Treasurer shall have charge and custody of and be responsible for all funds, securities, and assets of the Corporation; receive and give receipts for monies due and payable to the Corporation from any source whatsoever, and deposit all such monies in the name of the Corporation in such bank, trust companies, or other depositories as shall be selected in accordance with the provisions of these Bylaws and shall prepare at least quarterly, detailed financial statements of the Corporation for review by the Board of Directors and Delegates; and, in general, perform all duties incident to the office of Treasurer and such other duties which from time to time may be assigned by the Board of Directors or Delegates. In addition, the Treasurer shall perform duties as prescribed in the Standing Rules.

Standing Rules:

- 1. Collect all monies due;*
- 2. Pay all approved bills;*
- 3. Keep complete financial reports;*
- 4. Prepare budgets;*
- 5. Invest monies;*
- 6. File necessary tax reports;*
- 7. Handle Texas Ski Council insurance requirements;*
- 8. Be custodian of the permanent financial records for the current and prior five years;*
- 9. Be custodian of various Texas Ski Council assets such as computer, badges and medals;*
- 10. Perform all other duties as may be assigned by the Board of Directors or Delegates.*

Trip Coordinators for Texas Ski Weeks and Expedition trips

5.12 The Trip Coordinators for Texas Ski Weeks and Expedition trips shall perform duties as prescribed in the Standing Rules.

Standing Rules

1. *Coordinate with the Vice President of Trips all aspects of the trip*
2. *Disseminate and collect from clubs all information pertinent and reasonably required with regard to the conducting of events at the appropriate Texas Ski Week or Expedition trip;*
3. *Coordinate all aspects of their respective trips with the Vice President for Trips, tour operator and ski area and be the Texas Ski Council's Representative for that trip;*
4. *Perform all other duties as may be assigned by the Board of Directors or Delegates.*
5. *Should a site inspection be approved by the TSC, a contract between the TSC and TSC Trip Coordinator of a Texas Ski Week or Expedition trip will be required. As a part of said contract, if a TSC Trip Coordinator for a Texas Ski Week or an Expedition trip has gone on a site inspection approved by the Texas Ski Council and the Trip Coordinator is unable to fulfill the responsibilities of their term, the Trip Coordinator will reimburse all expenses, regardless of having been incurred by the tour operator or the TSC, for the site inspection. Further the TSC Trip Coordinator will not be allowed to serve on the TSC Board for five years. Special Circumstances, as approved by the TSC Board, may allow the waiver of any requirements under VII, F #5.*
6. *Plan to attend any TSC delegate meeting held in their home city and encouraged to attend other delegate meetings, particularly the TSC Annual Bid Meeting. On occasion Trip Coordinators may be requested by the VP for Trips to participate by phone in Board and/or Delegates meetings.*