

**BYLAWS OF THE WESTERN REGION
CENTRAL DIVISION
OF THE NATIONAL SKI PATROL SYSTEM, INC.**

PREAMBLE

The Western Region of the National Ski Patrol System, Inc. recognizes that it operates as a subordinate unit of the National Ski Patrol System, Inc., and that it exists and operates under, and by virtue of, the bylaws and corporate structure of the National Ski Patrol System, Inc. The bylaws set forth are for the conduct of business and affairs of the Western Region only and are to be within the confines of the bylaws of both the National Ski Patrol System, Inc. and the Central Division. If there is any doubt of the authority of the bylaws, the Central Division bylaws will prevail over the Western Region bylaws and the National Ski System, Inc., bylaws over both the aforementioned bylaws.

ARTICLE 1 - NAME

Section 1.1 - The name of this organization shall be Western Region, a region of the Central Division that is a division of the National Ski Patrol System, Inc., A New York Corporation. The organization shall be referred to herein as the "Western Region."

ARTICLE 2 - PURPOSES

Section 2.1 - The purpose of the Western Region is to provide education and training to its members in emergency care and emergency transportation, and other related topics: and to support winter recreation areas and outdoor recreation activities.

Section 2.2 - The Western Region is a volunteer organization. Monies may be collected for the programs that it provides to its members.

Section 2.3 - The Western Region is not organized for profit and shall not engage in any activities for pecuniary profit, and no officer, director, or member shall receive any pecuniary profit from the Western Region.

ARTICLE 3 - MEMBERSHIP

Section 3.1 - Membership in the Western Region shall not be limited by race, color, religion, creed, gender, or national origin.

Section 3.2 - The requirements for membership in the Western Region shall be the same as set forth in the latest revision of the by-laws of the National Ski Patrol System, Inc.

Section 3.3 – Dues shall be determined by the National Board of Directors, The Central Division Board of Directors, and the Western Region Board of Governors.

ARTICLE 4 - ADMINISTRATION

Section 4.1 - The business and affairs of the Western Region shall be managed by the Board of Governors (here after referred to as "the Board"), consistent with the incumbent members holding the following described offices within the Region: Region Director, Assistant Region Director(s), Section Chiefs, and Treasurer.

Section 4.2 -Members of the Board shall:

1. Attend and actively participate in scheduled meetings of the Western Region Board of Governors
2. Review board materials prior to meetings as provided
3. Accept assignments as identified during board meetings
4. Submit copies of the Annual Report and Budget within the established timelines as directed.
5. Perform other related duties as assigned by the Region Director or Assistant Region Director(s)

Section 4.3 - Any member of the Board may resign therefrom by written resignation served upon the Region Director.

Section 4.4 – Any member of the Board may be removed from office by a 2/3rds vote of the Board.

Section 4.5 - Upon election/appointment of Region Officers, all records of each office shall be transferred within 30 days to the newly elected/appointed corresponding officers.

ARTICLE 5 - OFFICERS

Section 5.1 - The Region Director shall be elected/appointed per Central Division guidelines

Section 5.2 - Section Chiefs will be elected/appointed per Central Division guidelines.

Section 5.3 - Assistant Region Directors will be appointed by the Region Director.

Section 5.4 – Position duties for the Western Region Section Chiefs, Region Administrators, and support staff can be found in the Western Region Policies and Procedures

Section 5.5 - All Assistant Region Directors, Region Administrators, and support staff shall be terminated at the same time as the Region Director's term of office is terminated.

Section 5.6 - The Region Director shall serve as chairperson of the Board, chairperson of the Region Executive committee, if any, and member ex-officio of all other Region committees

Section 5.7 - The Region Director (or an appointed designate,) will represent the Western Region on the Central Division Board of Directors.

Section 5.8 - The Region Treasurer shall arrange for the deposit of all funds of the Western Region and disburse the same as authorized by the Board or as set forth in the Policies and Procedures. The treasurer shall keep full account of all receipts and disbursements and shall present a statement of all income and expense together with a statement of assets or liabilities and a statement of financial operations. These financial statements are to be presented to the Board upon request of the Board.

Section 5.9 - The Region Director and Treasurer must be bonded.

Section 5.10 - There shall be an executive committee, consisting of the Region Director, all Assistant Region Directors and the Region Treasurer. It shall be the duty and obligation of the Executive Committee to see to the day to day business with each member of the Executive Committee paying regular attention to his or her respective committees and/or advisors. The Executive Committee shall also take such steps as necessary to implement, expedite and carry out the various policies and programs as shall be established by the Board and/or the Region Director. In general, the Executive Committee shall also aid and assist, in every way possible, the Region Director in carrying out his/her duties and responsibilities.

ARTICLE 6 - MEETINGS OF THE BOARD OF GOVERNORS

Section 6.1 - Meetings of the Board shall be held a minimum of biannually on dates designated by the Board. Meetings of the Board shall be held at any location directed in a resolution of said Board and may be held electronically or by phone. The Region Director or any two members of the Board may call additional meetings by notifying all board members electronically, by mail or telephone, not less than one week prior to the date of the meeting, stating the purpose of the additional meeting. A Special Board meeting may be called with less than one week's notice on the consensus of a minimum of four voting members of the Board and the Region Director or his/her designate at meetings where Board members presence is required under these bylaws.

Section 6.2 - The voting officers of the Western Region shall be the Section Chiefs.

Section 6.3 - Four voting members of the Board shall constitute a quorum. If a quorum is not present, the officer presiding at such meeting shall adjourn the same until such requirement can be met.

Section 6.4 - Unless otherwise set forth herein, all resolutions, appointments, appropriations, directions, orders, or other acts of the Board shall be by a majority of those voting members present and constituting a quorum at any meeting. In case of a tie vote, the Region Director will vote.

SECTION 6.5 - Written minutes of the proceedings of all meetings of the Board shall be kept by the Region Recording Board Secretary or such person as may be designated to take the place of the Region Recording Board Secretary. Said minutes shall be open for inspection upon request at a reasonable time by any by any officer or member of the Western Region.

SECTION 6.6 - If the need should arise, the Board may adjourn to a closed session in which case written minutes will not be kept. Closed sessions should only be called when public knowledge of the subject to be discussed could be detrimental to any member of the National Ski Patrol System Inc. or the organization in general.

Section 6.7 - The Region Director may call a vote, for special matters concerning the board, by requesting telephone or electronic voting, providing it is followed up with a written summary of the vote.

ARTICLE 7 – FINANCIAL

Section 7.1 - The Western Region shall operate on a fiscal year to coincide with the National Ski Patrol System Inc.

Section 7.2 - The Board shall establish a budget for each fiscal year.

Section 7.3 - The Board may, by majority vote, authorize the Region Director to increase the annual budget. The Board may, by a majority vote, authorize the Region Director to transfer funds between accounts or between Administrators, Coordinators, or support staff or authorize the over-expenditure of the amount budgeted for any particular program.

Section 7.4 - The Region Treasurer shall prepare an annual report for presentation to the Board at the fall Board meeting or such earlier date as the board may establish. In addition, said report may, at the discretion of the Board, require such other or additional information as said Board may direct.

Section 7.5 - The Region Director and Treasurer shall, prior to each spring Board meeting, prepare a proposed budget for the forthcoming fiscal year, and present said budget for approval by the Board at their spring Board meeting or at such other time as the Board may direct. Each Administrator, Coordinator and support staff shall, when requested, submit a budget to the Treasurer. The Board is empowered to approve or disapprove each proposed submission and, if disapproved, the Board may establish what amount, if any, shall be allocated for the succeeding fiscal year.

Section 7.6 - It shall be the responsibility of each Administrator and support staff to control expenditures and keep within the dollar limits of the budget as approved by the Board. In no event shall any Administrator, Coordinator or support staff or Region committee knowingly over-commit or over-expend their approved budget without prior approval of the Region Director or the Board.

Section 7.7 - There shall be at least two authorized signatures for each Western Region bank, savings and loan, or investment account, including the Region Director and Region Treasurer. Two signatures, including that of the Region Treasurer, shall be required to transact any business exceeding the amount stated in the Policies and Procedures. Any check that is processed for the Region Treasurer, requires signatures from the Region Director and an Assistant Region Director.

Section 7.8 - Request for payment of monies by any Administrator, Coordinator, support staff, committee, officer or member of the Western Region shall be submitted to the Region Treasurer for approval on a voucher. A voucher request will be approved or disapproved promptly. If approved, the request shall be promptly paid. If disapproved, the requesting Administrator, Coordinator, support staff, committee, officer, or member shall be promptly notified along with reasons for said disapproval. Prior approval by the Region Director shall make approval by the Region Treasurer unnecessary. All requests approved by the Region Director shall be promptly forwarded to the Region Treasurer for payment. The Region Treasurer shall approve the request made by the Region Director for payment to him/herself. The Region Director shall approve requests made by the Region Treasurer for payment to him/herself. Without prior approval of the Board, neither the Region Director nor the Region Treasurer shall approve or pay any amount in excess of the amount stated in the Policies and Procedures over the preapproved budget line item, unless the same is approved by a quorum of the Board.

Section 7.9 - Detailed reimbursement rates for travel meals and lodgings are covered in the Policies and Procedures.

Section 7.10 - The use of the assets of the Western Region and its subdivisions is restricted to the operations and education. A gift of an asset may not be made to an individual for personal gain. A gift of an asset to a legally eligible non-profit organization outside of the National Ski Patrol needs approval by the Board.

ARTICLE 8 - APPEALS

If any patroller has any grievance against the Western Region or its officers, these grievances will be brought directly to the Region Director. If the grievance involves the Region Director, then it shall be brought to the Region Legal advisor.

ARTICLE 9 - RULES FOR THE CONDUCT OF MEETINGS

Section 9.1 - Robert's Rules of Order, as currently revised, shall be the official parliamentary document for the conduct of meetings of the Western Region Board, and Region committees.

ARTICLE 10 - AMENDMENTS

Section 10.1 - The Board shall have the power to make, alter, amend and repeal the by-laws of the Western Region by affirmative vote of two-thirds of the entire Board (as contrasted to a two-thirds majority of those present and voting) at any regular or special meeting of said Board.

Section 10.2 - All proposed by-laws changes shall be served upon the members of the Board at least thirty (30) days prior to a scheduled meeting of said Board. Said proposal shall then be tabled and shall not be brought up for vote until the next succeeding meeting of said Board, and provided further that, in any event, at least thirty (30) days shall elapse between the date of the proposal and the date of the vote thereon.

ARTICLE 11 - INVALIDITY CLAUSE

Section 11.1 - Should any article, section or provision of these by-laws be held invalid by any court of law, federal or state, or by any government, federal or state, or any subdivision thereof, or by any agency or commission of any governmental unit, or by the National Ski Patrol System, Inc., such holding shall not be construed as affecting the validity of any remaining articles, sections or provisions of these by-laws, it being the intent of the adopters that the valid portions of these by-laws shall remain.

ARTICLE 12 - INCONSISTENCY WITH NSPS BY-LAWS

Section 12.1 - It is the intent that these by-laws shall govern the Western Region of the National Ski Patrol System, Inc. only. Should these by-laws contain any provision inconsistent, or in any way in conflict with, provisions found in the by-laws for the Central Division or the National Ski Patrol System, Inc. the latter shall supersede and control contrary provisions herein.

ARTICLE 13 - SUPERSESION

Section 13.1 - These by-laws as adopted and as hereafter amended from time to time shall supersede all prior by-laws of this organization.

ARTICLE 14 - DISSOLUTION

Section 14.1 – In the event of dissolution of the Western Region or any patrol within the Western Region, all of its property and assets shall pass or be transferred in accordance with provisions of the by-laws of the National Ski Patrol System, Inc. Any assets not controlled or disposed of by the by-laws of the National Ski Patrol System, Inc., shall be given to an organization, in trust or otherwise, who can and will, utilize said assets to promote safety in skiing and assistance to injured or stranded skiers.

Revised by the Board this _____ day of _____
Western Region of the National Ski Patrol System, Inc.

_____ Region Director
 _____ Section Chief W-1 _____ Section Chief W-2
 _____ Section Chief W-3 _____ Section Chief W-4
 _____ Section Chief W-5 _____ Section Chief W-6

RECORD OF REVISIONS

Revision	Date	Description
1	9/29/95	Singular Gender changed to encompass dual gender in paragraphs 5.13, 6.1, 8.1, & 8.3
2	9/21/99	Add Sections 6.6, 7.12, 7.13 & 7.14. Make changes to Section 6.1 regarding additional meetings. Change Section 7.7 to change the amount from \$250.00 to \$350.00 that require two signatures. Change Appendix A to reflect a change in the room rate from \$60.00 to \$70.00.
3	4/25/00	Change to title of Patrol Directors to Patrol Representatives in paragraphs 4.1, 5.3, 5.5.4, 5.7, 8.6, and where appropriate in the Appendixes. Change the word physical to fiscal in Section 5.5.1. (page 3) Add Section 5.5.10 & 5.5.11. (page 3) Change Section 7.14 Restrictions 7. by removing 'and not to exceed 50% cash'. (page 8) In Appendix B (page 15) remove Administration Patrol from Section W1 and add Detroit Mountain to Section W3. Change Appendix C (page 16) to redraw map of Western Region Boundaries to move western boundary of Section W3 to the North and South Dakota Border, and (page 17) to include a narrative description of Section W4. Change Appendix E (page 19) to remove advisor descriptions for eliminated advisorships: Chair

