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4 **BY-LAWS OF THE MOTHER LODGE**
5 **REGION**

6
7 ARTICLE I
8 NAME AND ORGANIZATIONAL STATUS
9

10 1.1 The name of this organization shall be the
11 “Mother Lode Region.”
12

13 1.2 The Mother Lode Region (“Region”) is a
14 subordinate unit of the Far West Division (“FWD”) of
15 the National Ski Patrol, Inc. (“NSP”), a Colorado non
16 profit corporation. The Region exists and operates
17 under, and by virtue of, the By-Laws and corporate
18 structure of the NSP. The Region shall not abrogate or
19 usurp any of the authority of the FWD or the NSP, nor
20 shall it infringe upon or diminish the effect of the single
21 corporate status of the NSP. The By-Laws of the
22 Region, herein set forth, are for the conduct of business
23 and affairs of the Region only.
24

25 1.3 The Region is a voluntary organization that
26 exists solely for non-profit educational and charitable
27 purposes within the meaning of Section 501(c)(3) of the
28 Internal Revenue Code of 1954 and Section 23701(d) of
29 the Revenue Code of California.
30

31 1.4 No member of the Region shall receive
32 monetary compensation from the Region, except for

1 reimbursement of personal expenses related to the
2 performance of Region functions and services, or under
3 the provisions of a board approved contract for
4 services.

5
6 ARTICLE II
7 PURPOSES

8
9 2.1 The general purposes of this organization are to
10 promote public snow sports safety education and to
11 provide training and educational services to its
12 members, members of affiliate organizations, and
13 members of the general public, according to the
14 curriculum standards and guidelines established by the
15 NSP.

16
17 2.2 In carrying out these purposes, the Region shall
18 foster and promote patrols comprised of competent
19 members with appropriate emergency care and rescue
20 training.

21
22 ARTICLE III
23 MEMBERSHIP

24
25 3.1 The requirements for membership in the Region
26 shall be the same as set forth in provisions of the most
27 current versions of the FWD By-Laws, the NSP By-
28 Laws, and the NSP Policies and Procedures Manual.

29

1 3.2 Membership will be comprised of all members
2 in good standing of the NSP, registered within the
3 geographic or administrative jurisdiction of the Region.
4

5 Article IV

6 REGION MANAGEMENT
7

8 4.1 The business and affairs of the Region shall be
9 managed by an elected Board of Directors. The Board
10 of Directors (“Board”) shall consist of Region officers
11 and elected representatives of the patrols registered in
12 the Region.
13

14 4.1.1 Each registered patrol shall elect its Patrol
15 Representative.
16

17 4.1.2 The Region Director appoints the following
18 officers, subject to Board approval:
19

- 20 Assistant Region Director of Administration
- 21 Assistant Region Director of Program Development
- 22 Region Secretary
- 23 Region Treasurer
- 24 Region Legal Advisor

25 4.1.3 The Region Director, in consensus with the
26 Assistant Region Director for Administration, shall
27 appoint an administrative staff which may include, but
28 is not limited to, the following, on an as-needed basis,
29 subject to approval by the Board:

- 30 Alumni Administrator

- 1 Auxiliary Advisor
- 2 Awards Administrator
- 3 Equipment Administrator
- 4 Junior Patroller Advisor
- 5 Medical Advisor
- 6 Registrar
- 7 Risk Management Advisor

8 4.1.4 The Region Director, in consensus with the
9 Assistant Region Director of Program Development and
10 the respective Division Program Supervisor, shall
11 appoint a staff of program administrators which may
12 include, but is not limited to, the following, on an as-
13 needed basis, subject to approval by the Board:

- 14 Avalanche Program Administrator
- 15 Certified Patroller Program Administrator
- 16 Instructor Development Program Administrator
- 17 Outdoor Emergency Care Program Administrator
- 18 Mountain Travel and Rescue Program Administrator
- 19 Nordic Program Administrator
- 20 Senior Patroller Program Administrator
- 21 Toboggan Program Administrator

22

23 4.2 Any member of the Board may resign at any
24 time by serving written notice upon the Region
25 Director. The Region Director may resign by serving
26 written notice to the entire Board.

27

1 4.3 Upon election or resignation of any Region
2 officer, all records of the office shall be transferred
3 within thirty (30) days to the newly elected or
4 appointed officer or, in the event that a resigned officer
5 is not replaced by appointment or election within thirty
6 (30) days of his or her resignation, all records of the
7 office shall be transferred to the Board.

8

9 4.4 Only elected members of the Board may vote on
10 Region business. Each voting member has one (1)
11 vote.

12

13 4.5 Any Patrol Representative on the Board may be
14 represented at any Board meeting by a proxy, with full
15 voting rights, provided that said proxy is signed by the
16 absent Patrol Representative and submitted to the
17 Region Director at the commencement of any meeting
18 at which said proxy will be exercised.

19

20

Article V

21

OFFICERS

22

23

24 5.1 Region Director.

25

26 5.1.1 The Region Director shall prepare the agenda
27 for, and preside at, all Region meetings, conducting
28 them from an impartial standpoint, and shall exercise
29 voting rights solely for the purpose of resolving ties.

30

1 5.1.2 The Region Director shall manage the functions
2 of the appointed Region Officers.

3

4 5.1.3 The Region Director may create committees and
5 define the scope of any such committees, subject to
6 approval of the Board.

7

8 5.1.4 The Region Director represents the Region as a
9 member of the FWD Board of Directors and shall
10 attend all FWD meetings.

11

12 5.2 Assistant Region Director of Administration.

13

14 5.2.1 The Assistant Region Director of
15 Administration shall manage the administrative
16 functions of the Region. To help accomplish these
17 functions, the Assistant Region Director for
18 Administration shall supervise an administrative staff
19 which may include, but is not necessarily limited to, the
20 following:

21 Alumni Administrator

22 Auxiliary Advisor

23 Awards Administrator

24 Equipment Administrator

25 Junior Patroller Advisor

26 Legal Advisor

27 Medical Advisor

28 Registrar

29 Risk Management Advisor

30

1 5.2.2 The Assistant Region Director of
2 Administration shall act as Parliamentarian at all
3 Region meetings.

4
5 5.2.3 The Assistant Region Director of
6 Administration shall preside over any meetings in the
7 absence of the Region Director, and, should the office
8 of the Region Director become vacant, shall assume the
9 duties of Region Director until a new Director can be
10 elected.

11
12 5.3 Assistant Region Director of Program
13 Development.

14
15 5.3.1 The Assistant Region Director of Program
16 Development shall manage NSP educational program
17 delivery by the Region. To help accomplish this
18 function, the Assistant Region Director of Program
19 Development shall manage a staff of program
20 administrators which may include, but is not necessarily
21 limited to, the following:

- 22
23 Avalanche Program Administrator
24 Certified Patroller Program Administrator
25 Emergency Care Program Administrator
26 Instructor Development Program Administrator
27 Mountain Travel and Rescue Program Administrator
28 Nordic Program Administrator
29 Senior Patroller Program Administrator
30 Toboggan Program Administrator

31

1 5.3.2 The Assistant Region Director of Program
2 Development shall preside over any Region meeting in
3 the absence of the Region Director and the Assistant
4 Region Director of Administration, and, should the
5 offices of both the Region Director and Assistant
6 Region Director of Administration become vacant, will
7 assume the duties of Region Director until a new
8 Director can be elected.

9
10 5.4 The Region Secretary shall be directly
11 responsible to the Region Director and shall keep
12 complete and accurate minutes of all Region meetings,
13 maintain an up-to-date database of all Region members,
14 keep the official copy of the Region By-Laws, maintain
15 an archive of all Region correspondence and other
16 pertinent documents, and assume additional duties as
17 may be assigned by the Region Director.

18
19 5.5 The Region Treasurer shall be directly
20 responsible to the Region Director and shall prepare an
21 annual Region budget, keep a written record of all
22 financial transactions of the Region, manage the books
23 and bank accounts of the Region and be an authorized
24 signatory of checks issued by the Region, provide
25 periodic financial reports at Region meetings, and
26 assume additional duties as may be assigned by the
27 Region Director.

28
29 5.6 Each Patrol Representative shall deliberate and
30 vote on official Board business in his or her capacity as
31 a representative of members of the Region, at all times

1 keeping the best long-term interests of the Region,
2 FWD, and NSP in mind.

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ARTICLE VI

7

ELECTION OF REGION DIRECTOR

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10 6.1 Eligibility requirements for the Region Director
11 shall be those set forth in the most current version of
12 the NSP Policies and Procedures Manual.

13

14 6.2 The FWD conducts the actual election of the
15 Region Directors according to provisions set forth in its
16 By-Laws and other applicable FWD policies and
17 procedures.

18

19 6.3 When a Region Director leaves office, all
20 officer and staff appointments shall be deemed
21 terminated. Region Program Administrators shall be
22 changed only with the concurrence of the appropriate
23 Division Program Supervisor.

24

25

26

27

Article VII

28

MEETINGS

29

30

1 7.1 Mandatory meetings shall be held as follows:

2 At least one administrative meeting shall be held no
3 later than August 31 of each year, and at least two
4 general meetings shall be held no later than May 30th
5 of each year.

6

7 7.2 Other general or administrative meetings may
8 be called by the Region Director as deemed necessary.

9 The Region Director shall provide two-weeks notice to
10 the Board Members for any such meeting, indicating
11 the time, place, and purpose of the meeting.

12

13 7.3 Special meetings of the Board may be called at
14 any time by the Region Director or upon oral or written
15 request of any five members of the Board. Board
16 members must be given advance notice at least five (5)
17 days prior to the meeting. The agenda of a special
18 meeting is limited to the stated reason for the meeting.

19

20 7.4 Robert's Rules of Order shall govern the
21 conduct of business at all Region Meetings.

22

23 7.5 The presence of a minimum of fifty-one percent
24 (51%) of the Board shall constitute a quorum. Once a
25 quorum is established; the quorum shall continue in
26 effect even if those present at the meeting fall below
27 fifty-one percent (51%) of the Board.

28

29 7.6 The Board shall have the power to make, alter,
30 amend, and repeal the By-Laws of the Region
31 by affirmative vote of two-thirds (2/3) of the

1 entire voting Board (as contrasted to a two-
2 thirds (2/3) majority of those present and
3 voting) at any regular or special meeting of said
4 Board.

5
6 7.7 With the exception of alteration, amendment, or
7 repeal of these By-Laws, all other business brought
8 before the Board may be approved by a simple majority
9 vote of Board members present.

10
11
12
13 ARTICLE VIII
14 FINANCES

15
16 8.1 The Region shall operate on a fiscal year of July
17 1 through the following June 30.

18
19 8.2 The Region Treasurer shall prepare and report
20 on the financial affairs of the Region at all Region
21 meetings and other appropriate times.

22
23 8.3 Annual Region Budget.

24
25 8.3.1 The Region Director shall direct the Region
26 officers and staff to prepare and submit budget
27 proposals for the fiscal year to the Region Treasurer
28 two weeks prior to the summer administrative meeting.

29
30 8.3.2 Based on budget proposals and projected
31 revenues, the Region Treasurer shall prepare

1 and present the annual Region budget for
2 approval at the summer administrative meeting.

3
4 8.3.3 The Region shall maintain a cash **reserve not**
5 **less than 100%** of the annual region budget.

6
7 8.4 Region Dues.

8 8.4.1 Region membership dues shall be set by the
9 Region Board at the summer administrative meeting.

10 The Region Board shall set the manner of payment and
11 deadlines for dues and any other assessments.

12
13 8.4.2 Failure to pay dues shall cause NSP
14 membership to be withheld until such dues are paid.

15
16 8.4.3 Late fees may be established and assessed for
17 those members who register beyond established
18 deadlines.

19
20 8.4.4 The Region Registrar shall administer annual
21 membership registration and collect dues according to
22 NSP, FWD, and Region guidelines. All dues collected
23 by the Registrar shall be forwarded to the Region
24 Treasurer.

25
26 8.5. The Region may seek additional revenues through
27 course fees including, but not limited to, assessment of
28 reasonable fees to offset expenses incurred from
29 delivery of services to member and non-member
30 participants in its educational programs. All such
31 course fees shall be within the accepted guidelines of

1 NSP policy, FWD policy, and applicable statutes and
2 rules governing non-profit charitable organizations.

3

4 8.5.1 The Region may seek additional revenues
5 unrelated to course fees or dues. Such income shall be
6 accounted for separately. All such funds shall be
7 managed within the accepted guidelines of NSP policy,
8 FWD policy, and applicable statutes and rules
9 governing non-profit charitable organizations.

10

11 8.6 The Region Director and Treasurer shall be
12 authorized signatories for Region accounts. Each may
13 write checks for approved budgetary expenses;
14 expenditures for non- or over-budgeted items require
15 approval from the Region Board. Transfer of funds
16 from one budgeted line item to another requires
17 approval of the Region Board.

18

19 8.6.1 Checks in excess of \$1000.00 shall require the
20 signatures of two authorized signers.

21

22 8.7 Each member patrol shall prepare and submit an
23 annual financial report to the Region Treasurer in
24 accordance with NSP and FWD guidelines. The
25 Region Treasurer shall then prepare the Region's
26 consolidated financial report and submit it to the FWD
27 Treasurer.

28

29 8.8 Request for payment of moneys by any Region
30 member shall be submitted, in writing, to the Region
31 Treasurer for approval, subject to eligibility criteria

1 contained in NSP By-Laws, NSP Policies and
2 Procedures Manual, and/or FWD By-Laws.

3

4 8.8.1 Any request for reimbursement of personal
5 expenses incurred for the performance of Region
6 business shall be made within sixty (60) days of the
7 incurred expense on an approved expense claim form
8 and shall be accompanied by receipts for claimed
9 expenses. Reimbursement requests made after this time
10 shall require the approval of the Board.

11

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ARTICLE IX

13

GRIEVANCES

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15 9.1 A member may file a complaint and/or grievance
16 concerning an action or decision of a local patrol officer
17 or local patrol board of directors when the member
18 believes his/her status and/or rights as an NSP member
19 have been adversely affected. Such grievances shall be
20 subject to Code of Conduct review pursuant to NSP

21 policy. Complaints and/or grievances

22 are limited to issues involving the MLR,

23 FWD, NSP, or Patrol Policy and

24 Procedures and/or By-Laws. The MLR

25 grievance procedure is internal to the

26 MLR, and has neither been adopted nor

27 endorsed by the managements of MLR

28 ski areas.

1 9.1.1 A member who believes that his/her status
2 and/or rights as an NSP member have been adversely
3 affected by an act or decision of a patrol officer or
4 board must make an attempt, within twenty one (21)
5 days of the event leading to the complaint, to resolve
6 the problem on an informal basis by discussing the
7 matter with the patrol officer involved. Failure of the
8 member to act within this specified period shall
9 constitute a waiver of any right to pursue the matter
10 further.

11
12 9.1.2 Within ten (10) days of the initial discussion, if
13 the complaint is not resolved, the parties to the
14 complaint may mutually or unilaterally take the matter
15 to the Region Director in the form of a written request
16 for a hearing.

17
18 9.1.3 Within ten (10) days of receiving the request,
19 the Region Director will form a hearing committee.
20 The hearing committee shall consist of the Region
21 Director and two disinterested Patrol Representatives.
22 Neither representative shall be from the patrol of the
23 complainant. One patrol director shall be selected by
24 the Region Director and the other shall be selected by
25 the complainant.

26 9.1.4 Within ten (10) days of the selection of the
27 hearing committee a date of hearing must be set at a
28 time and place not to exceed thirty (30) days from the
29 date of the formal complaint. The hearing shall:

30

1 (a) Allow written or verbal evidence from the
2 parties involved.

3
4 (b) Be limited to the scope and intent of Region
5 and/or local patrol by-laws.

6
7 9.1.5 The Hearing Committee shall render a written
8 decision within ten (10) days after the hearing to
9 the parties involved.

10
11 9.2 The decision of the Hearing Committee is
12 binding on all members and officers of the Region and
13 local patrols. Failure of an officer or patrol to comply
14 with the decision of the Hearing Committee may be
15 cause for suspension of registration of the officer or
16 patrol.

17
18 9.3 All patrols, officers, and members shall agree
19 that the above grievance procedure constitutes the
20 entire remedy for grievance and agree to refrain from
21 seeking any other remedy for the grievance. All
22 members hereby waive any and all legal or equitable
23 remedies in a court of law and agree that any and all
24 grievances and/or complaints regarding their status
25 and/or rights as NSP members shall be resolved solely
26 by the remedies set forth above.

ARTICLE X

PATROL BY-LAWS

10.1 Each patrol of the Region may have written by-laws. No local patrol by-laws shall, in any way, abrogate or be in conflict with the Region By-Laws.

10.2 The by-laws of each patrol shall be approved by the Region Board. After such approval, the Region shall assist the local patrol in the enforcement of its by-laws. Any amendment, change, or alteration of local patrol by-laws shall be subject to approval by the Region Board.

ARTICLE XI

DISSOLUTION

11.1 In the event of dissolution of a patrol, all of its property and assets shall be transferred to the Region for redistribution or disposal in accordance with provisions of the NSP By-Laws.

11.2 In the event of dissolution of the Region, all of its property and assets shall be transferred or disposed of in accordance with provisions of the NSP By-Laws. Any asset not controlled or disposed of by the NSP By-Laws shall be given to charitable organizations, in trust or otherwise, with similar goals and objectives as the NSP.

Mother Lode Region Bylaws

1 Ratification

2

3 The Original By-Laws were adopted on November 14,

4 1986.

5

6 First Revision approved by the Region Board on

7 _____

8

9 _____

10 Ken Bergmann (Mother Lode Region Director)

11 _____

12 (Date)

13

14

15

16 Richard Montgomery (Mother Lode Region Secretary)

17

18

19

20 _____

21 (Date)

22

23