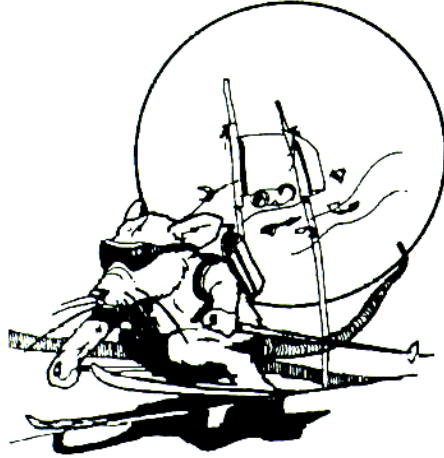


**Bylaws
Of**



**Pacific Northwest Area Clubs
Recreational Alpine Teams
(PACRAT)**

August 18, 2015

PACRAT BYLAWS

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1. NAME

This association shall be known as the Pacific Northwest Area Clubs Recreational Alpine Teams (hereinafter known as "PACRAT").

2. OBJECTIVE

PACRAT is a non-profit organization whose objective shall be to promote recreational ski racing and other recreational related activities to the member clubs of the Northwest Ski Club Council (NWSCC). All races will be run according to the rules as specified in the PACRAT Operations Manual.

3. MEMBERSHIP

Membership will be open to members of all clubs in good standing with the NWSCC.

4. MEETINGS

4.1. Regular Meeting of the Board of Directors

The regular meetings of the Board of Directors ("the Board") shall be scheduled by the Chair as necessary at a time and place determined by the Chair.

4.2. Special Meetings of the Board of Directors

Special meetings of the Board may be scheduled by the Chair or any board member.

4.3. Quorum

A majority of the current Board members shall constitute a quorum. A majority vote of those present representing a quorum is required to pass all motions.

5. PERSONAL LIABILITY

Neither the members of PACRAT, nor the Board, nor the Directors, past, present or future, shall be personally liable for any extension of credit to, contract with, or claim against PACRAT. PACRAT shall indemnify any member from any debt or claim incurred by the member on behalf of PACRAT when such debt was incurred with the express or implied authorization of the Board.

6. DIRECTORS

6.1. Directors

The elected directors of PACRAT shall include the following: Chair, Vice Chair, Race Director, Results Director, Secretary, Treasurer, Membership Director, Party Director, Sponsorship Director, Past Chair, and two board appointed Directors At Large. These officers shall constitute the Board.

6.1.1. Chair

6.1.1

The Chair, or his/her designee, shall be an ex-officio member of all committees and shall have all of the duties and powers usually vested in the office of Chair and other such duties and powers as prescribed by the Board.

The Chair, or his/her designee, shall be the official voting representative of PACRAT on the NWSCC's board of directors.

6.1.2 Vice-Chair

In the absence or at the direction of the Chair, the Vice-Chair shall perform the duties of the Chair, and when so acting shall have all the powers of and be subject to all the restrictions (if any) imposed upon the Chair.

6.1.3 Race Director

The Race Director shall be in charge of all racing activities on each race day.

6.1.4 Results Director

The Results Director is responsible for the compilation of all race day and season long results.

6.1.5. Secretary

The Secretary shall be responsible for keeping records of board actions, including overseeing the taking of minutes at all board meetings, distributing copies of minutes to each board member, and assuring that records are maintained. The Secretary shall be responsible for overseeing all communications of the Board.

6.1.6. Treasurer

The Treasurer shall accurately maintain and reconcile all financial records and accounts, shall prepare an annual budget for board approval, and shall provide written financial reports at each board meeting and upon request of the Chair.

6.1.7. Membership Director

The Membership Director shall be responsible for overseeing recruitment of racers.

6.1.8. Party Director

The Party Director shall be responsible for the social activities and parties.

6.1.9. Sponsorship Director

The Sponsorship Director is responsible for all fund raising, sponsorship, trophies and pins, prizes, and banners.

6.1.10. Past Chair

The Past Chair shall serve as an advisor to the Chair and the Board of Directors. He/she shall perform duties as deemed necessary and in line with his/her experience.

6.1.11. Director At Large – Rat Patrol Coordinator

The Director At Large – Rat Patrol Coordinator shall recruit and supervise volunteers to assist with the setting, maintaining, and tear down of race courses and timing equipment (if applicable).

6.1.12. Director At Large – General

The Director At Large – General shall assist the Board in whatever capacity required.

6.2. Term of Office

The term of office for the directors of PACRAT shall be one (1) year, from July 1st through June 30th.

6.3. Election of Officers

6.3.1. Nominations

The present Board will solicit nominations for the offices listed in Section 6.1. Nominations will continue to be solicited up to and during the June board meeting of NWSCC. The Board will be elected from the nominations received.

6.3.2. Voting

Voting for the new Board shall be held at the June meeting of NWSCC. Each team from the previous race season shall be allocated one vote with the maximum number of votes allocated to a representative club being limited to 25% of the total teams with at least 6 racers signed up, rounding down (i.e. if there were 19 teams the maximum number of votes a representative club could have equals 4 (25% of 19 = 4.75 which rounded down is 4)). Teams shall designate the person who gets to vote. In the event a club has more teams than allocated votes, the club shall decide which teams get to vote.

6.4. Removal from Office and Resignation

The remaining members of the Board will appoint a successor to fill any vacancies. The person(s) so appointed shall serve the balance of the term. Board members may be removed from office with a two-thirds majority vote of the Board.

7. OPERATIONS MANUAL

The Operations Manual is an open-ended document which contains the PACRAT league rules and specific director duties.

In addition to the general duties outlined under section 6.1 for each director, the PACRAT Operations Manual provides more detailed tasks each director is to oversee. Duties not specified in the PACRAT Bylaws or PACRAT Operations Manual shall be handled by the board member most qualified for said duty.

8. AMENDMENTS

Proposed amendments to the Bylaws shall be submitted, in writing, to the PACRAT Board. Within eight (8) weeks of submittal, the PACRAT Board shall meet and vote on the proposed amendments. A two-thirds majority of the Board shall be required to approve a change to the Bylaws.

9. CONDUCT OF BUSINESS

9.1. Annual Budget

The Board shall approve an annual budget. The Board must approve expenditures that are above any approved budget category if said overage exceeds the greater of \$50 or 10% of the budget category. The Board may authorize those directors who may sign checks.

9.2. Contracts

All Contracts shall be authorized by the Board or by officers duly authorized by the Board to act in its behalf, prior to signature.

9.3. Fiscal Year

The fiscal year of the Association shall commence on July 1st and end on June 30th of the following year.