

WINTERGREEN SPORTING CLUB BYLAWS

October 28, 2023

ARTICLE I: NAME

The name of this organization is the Wintergreen Sporting Club (also known as the “Club” or “WSC”).

ARTICLE II: OBJECTIVES

1. To promote members’ knowledge, skills, appreciation of, and participation in sporting activities.
2. To encourage all members to support, protect, and advance sporting opportunities and activities within Wintergreen, its surrounding counties, Virginia and other venues.
3. To promote the orderly development of sporting venues in Wintergreen and its surrounding counties.
4. To represent the interests of the WSC to the Wintergreen Property Owners’ Association (WPOA), to Wintergreen Resort, governing organizations of the surrounding counties, as well as Virginia at large.
5. To promote friendship and fellowship among WSC members.
6. To cooperate with the WPOA board, Wintergreen Resort, governing organizations of the surrounding counties, and other community groups to accomplish the preceding objectives.

ARTICLE III: BASIC POLICIES

1. The Club shall be noncommercial, nonsectarian, and nonpartisan.
2. The name of the Club or the names of any members in their official capacities shall not be used in communication with a commercial concern or with any

partisan interest or for any purpose not appropriately related to the promotion of the Club's objectives.

3. The Club shall work with Wintergreen Resort and the WPOA board to provide sporting facilities of excellence for all members. The Club will seek to participate in the decision-making process regarding sporting activities, recognizing that the legal responsibility to make decisions remains with Wintergreen Resort and the WPOA board.

4. The Club may cooperate with any other organizations and citizens' clubs concerned with the welfare and quality of life at Wintergreen.

5. In the event the Wintergreen Sporting Club should dissolve, all property shall be disposed of by the then elected officers for the payment of debts and all just claims against the Club, and any and all surplus and all rights connected therewith shall be conveyed to and become the property of Wintergreen Property Owners Association.

ARTICLE IV: MEMBERSHIP AND DUES

1. Membership is limited to individuals who are Wintergreen property owners or who are sponsored by a Wintergreen property owner.

2. Membership in this Club shall be made available without regard to gender, race, creed, religion, or national origin under such rules and provisions as are contained in these bylaws.

3. Each Club member shall pay annual dues to the Club each fiscal year, the amount to be determined annually by the WSC officers.

4. Annual dues are to be paid by February 1 of each year. Members who have not paid their current year's dues by February 1 will be notified of their delinquent status by March 1. Members who have not paid their current year's dues by April 1 will be removed from the Club's membership roster.

5. All new members are required to sign a waiver of liability. Should a member leave the Club and rejoin at a later date, he or she will be required to sign another waiver of liability.

6. Spouses that wish to participate in the club and club activities shall be encouraged to do so, and encouraged to become full members, but not required to become full members. Minor children of Club members may participate with an accompanying and responsible parent or legal guardian signing the liability release for them and being accompanied by one or more parents. Group Leads shall determine the extent of participation in club activities when activities involve any risks for minor children or to the Club.

ARTICLE V: WSC GOVERNING STRUCTURE

1. The affairs of the WSC shall be managed by a governing body (the “Board”) except as otherwise expressly required by law or these bylaws. The board shall consist of a president, vice president, secretary, and treasurer, referred to as the “officers” plus Group Leads. Group leads shall be advisory to the elected Officers of the Club; non-voting on official club issues.

2. The Board shall transact necessary business in the intervals between Club meetings and undertake such other business as may be referred to them by the Club, WPOA or the Wintergreen Resort. They may create special committees as needed.

3. Business may be conducted via various types of communication media, including phone or other electronic correspondence.

4. At least four meetings of the Board, shall take place during each fiscal year, with the meeting dates proposed by the president and agreed to by the Board. The president or a majority of the Board may call special meetings of the officers.

5. A simple majority of the Board shall constitute a quorum. The Board may also conduct votes by telephone, mail, or e-mail.

6. Officers shall be elected by vote (verbal or ballot) during the fall meeting of the Club as the terms of existing officers expire. Elections for vacancies may be by voice vote or a raise of hands. Officers shall assume their official duties on November 1 and shall serve for a term of two years. Any officer absent from all Club and officer meetings for a one-year period shall be removed from office.

7. All officers must be Club members in good standing.

8. A person elected as an officer shall not be eligible to serve more than two

consecutive terms in the same office.

9. The officers' terms shall be staggered. The term of office shall be two (2) years, with the positions of President and Vice President, being elected in odd number years and the positions of Treasurer and Secretary elected in even number years.

10. A vacancy of any officer position shall be filled for the remainder of the unexpired term by a person elected by a majority vote of the Board.

11. At least one of the officers (president, vice president, secretary, or treasurer) shall be a full-time resident of Wintergreen.

12. The president shall:

(A) be responsible for, and perform the following duties:

- 1) Preside at all meetings of the Club or any meeting of the officers;
- 2) Perform such other duties as may be prescribed in these bylaws or assigned by the Club;
- 3) Be a member ex-officio of all sporting areas of interest;
- 4) And coordinate the work of the officers and leads (see Article VI: Areas of Interest) to promote the Club's objectives;
- 5) Have been a WSC member for 24 months and actively participated in the WSC for 12 months.

(B) The retiring president may be invited by the newly elected president to serve a one-year term as a non-voting ex officio officer following the expiration of his or her term to assure an orderly transition during the new president's first year in office.

(C) Following the fall Club meeting and the election of officers, the retiring president shall be responsible for informing the incoming officers about their duties and ensuring a smooth transition.

12A. The Vice President shall:

- (A) Perform all of the duties of the President in the President's absence.
- (B) Be a successor to the outgoing President.
- (C) Perform such other additional duties which may be directed by the President from time to time.
- (D) Appoint and Chair a Nominating Committee.
- (E) Have been a WSC member for 24 months and actively participated in the WSC for 12 months.

13. The secretary shall:

- (A) Record the minutes of the Club;
- (B) Be responsible for Club wide communications;
- (C) Maintain the latest copy of the bylaws;
- (D) Perform such other duties as may be delegated.
- (E) And retain and keep track of all members' signed liability waivers.

14. The treasurer shall:

- (A) Maintain the WSC membership lists including each member's dues status;
- (B) Have custody of all Club funds;
- (C) Keep a full and accurate account of income and expenditures;
- (D) In accordance with the budget as adopted by the Club, make disbursements as authorized by any officer of the Club;
- (E) Get board approval for any expenditure greater than \$100;
- (F) Present a financial statement at Club meetings and at other times when requested by the officers;

15. Officers shall perform the duties outlined in these bylaws and those directed by the board.

16. In the case of resignation, the resigning officer shall turn over to the

president, within a reasonable time, all records, books, and other materials pertaining to his or her duties.

17. The Vice President shall appoint a nominating committee at least two months prior to the fall meeting to nominate candidates for vacant officer positions. Only persons who have consented to serve if elected shall be eligible for nomination, whether by the nominating committee or from the floor at the meeting.

18. The President may create special or standing committees as he or she may deem necessary to promote the Club's objectives and to carry on the work of the Club. The term of committee chairs shall be at least one year, until the selection of a successor, or until such time as the officers deem the committee unnecessary. The chairs of each committee shall inform the officers of relevant information, events or issues as well as progress during the year or as requested by the board.

ARTICLE VI: AREAS OF INTEREST

1. The officers shall appoint or endorse Leads for each of the sporting areas of interest or otherwise known as "Groups" including, but not limited to: archery, boating, fishing, biking, and shooting. Other "Groups" may be added as interest develops in any new sporting activity.

2. The term of the Group Leads shall be at least two years or until the selection of a successor. Retiring leads shall be responsible for informing incoming Group Leads about their duties and responsibilities.

3. The Group Leads shall inform the officers of plans for the year's activities at the beginning of the year and the membership at large via the website as well as at the first meeting of the club in the new year. Summaries of the Group's activities for the current year will be presented by the Group Lead or their designee at the spring and fall meetings.

4. All leads must be Club members in good standing.

5. Each Group Lead is responsible for obtaining a Waiver of Liability prior to any event or trip from any member or guest that has not previously signed a Waiver of Liability either in hard copy form or electronically via the website when

initiating membership or renewing it.

6. All Group Leads will forward paper copies of any and all signed waivers to the Secretary for retention.

7. Club sponsored events or trips may be organized and promoted by the Group Leads once the board has been informed.

8. Events or trips not specifically organized or sponsored by the Club shall be approved by the board prior to any communication or posting by WSC to the membership. The Club will not support or endorse any trip not attended by a WSC member. The participating WSC member shall be the point of contact for the event and will be responsible for communication and any further coordination with interested members.

9. Where Groups have multiple leads (co-leads) one shall be designated within the Group to be the spokesperson for the Group on official Club matters.

ARTICLE VII: CLUB MEETINGS

1 The officers shall determine the dates of Club meetings. Members shall be given at least fourteen days' notice.

2 Any change in the date of the meeting once scheduled must be communicated as soon as possible.

3. The Club's annual business meeting shall be held in the fall of every year. Business may be conducted at other general membership meetings as well.

4. The president, or a majority of the officers, may call special meetings of the Club with fourteen days' notice to the membership.

5. A quorum for the transaction of business at any Club meeting shall be those members present and any proxies received by the board one week prior to the meeting.

6. Each member shall have one vote at Club meetings.

ARTICLE VIII: FISCAL YEAR

The fiscal year of the Club shall begin on January 1 and shall end on December 31 of each calendar year.

ARTICLE IX: AMENDMENTS

1. These bylaws may be amended at any regular meeting of the Club by a majority vote of the members present and voting, provided that a notice has been sent to the members indicating there will be a vote to amend the bylaws.
2. A copy of the amendment(s) shall have been provided to the membership at least fourteen days prior to the meeting.
3. The secretary shall include the content of the amendment in the meeting notice.

Date Bylaws were amended and accepted: November 28, 2023

President: _____

Vice President _____

Secretary: _____

Treasurer: _____