

**UNITED STATES COLLEGIATE SKI & SNOWBOARD ASSOCIATION  
ARTICLES OF INCORPORATION**

These Articles of Incorporation are signed and acknowledged by the incorporators for the purpose of forming a corporation under the provisions of Chapter 181 of the Utah Statutes, without stock, and non-profit.

**ARTICLE I**

The name of this corporation is the United States Collegiate Ski & Snowboard Association, Inc. ("USCSA")

**ARTICLE II**

The period of existence shall be perpetual.

**ARTICLE III**

The purpose or purposes of this corporation are as follows: To operate solely for the following purposes which shall remain limited to those aspects thereof which are exclusively educational, charitable and scientific:

1. To be the governing body for intercollegiate team racing competition in the disciplines of alpine, nordic and snowboard for United States colleges and universities; including providing support and participation for U.S. representation in international collegiate ski & snowboard competition.
2. To promote and support amateur national collegiate ski & snowboard competition, to offer training camps and clinics, to support both team and individual training for national competition, including the organizing and administration of a national championship.
3. To foster parity both of representation and ultimately competition to create and maintain a level playing field and do all we can to raise the level of competition throughout all our programs from the bottom up.
4. To develop and procure equipment necessary to offer collegiate racers the best possible environment for advancement in ski & snowboard competition.
5. To be a supportive body, on the collegiate level, of the United States Ski & Snowboarding Association, including the administration of specific programs beneficial to the USSA, in recognition of it being the officially sanctioned body by the U.S. Olympic Committee, the U.S. Senate, and the FIS for governing U.S. ski & snowboard competition.
6. To promote the ideals of amateurism in competitive events, good sportsmanship, justice and fair play.
7. To promote intercollegiate ski & snowboard competition for the benefit of U.S. college students.
8. To cooperate with other snowsport governing bodies and their respective committees in promoting and securing the foregoing purposes.

#### **ARTICLE IV**

The location of corporate and principal office is PO Box 180 Cummington, MA 01026. Shipping address is 320 Stage Road Cummington, MA 01026 .

#### **ARTICLE V**

The total number of directors shall be fixed by the corporation's By-Laws, but shall not be less than three.

#### **ARTICLE VI**

The names and addresses of directors constituting the initial board are listed in the initial Articles of Incorporation.

#### **ARTICLE VII**

The By-Laws of the Corporation shall set forth in detail the method of accepting and discharging members, any denial or restriction of voting rights, classification of members, including distinguishing features of each class.

#### **ARTICLE VIII**

No part of the net earnings of this corporation shall be used for purposes other than are set forth in Article III above, and no part of such earnings shall inure to the benefit of any member, director or officer, except as they may benefit from either their membership, or participation in its activities. No part of the activities of the Corporation is carrying on propaganda, or otherwise attempting to influence legislation or to participate in or intervene in any political campaign on behalf of any candidate for public office. Upon dissolution of this Corporation, if ever, all remaining assets and trademarks hereof shall be distributed to organizations organized and operated exclusively for charitable, educational or scientific purposes as shall at the time qualify as exempt organizations under Section 501 (C) (3) of the Internal Revenue Code of 1954.

#### **ARTICLE IX**

The name and address of incorporate (or incorporators) are as follows:

USCSA  
c/o Druffner Associates  
1912 Sidewinder Dr., # 211  
Park City, Utah 84060

#### **BY-LAWS OF THE UNITED STATES COLLEGIATE SKI & SNOWBOARD ASSOCIATION, INC.**

##### **Mission Statement**

To be the National governing body of team ski and snowboard competition at the collegiate level.

To promote and increase awareness of and participation in alpine skiing, nordic skiing and snowboarding in the United States.

To provide competition and development opportunities for student-athletes in a team atmosphere leading toward National Championships in each discipline.

### **Article I -Offices**

- 1.01 Principal and Business Offices.** The Corporation may have such principal and other business offices, either within or outside the State of Utah, as the Board of Directors may designate or as the business of the Corporation may require from time to time.
- 1.02 Registered Office.** The registered office of the Corporation required by the Utah Business Corporation Law to be maintained in the State of Utah may be, but need not be, identical with the principal office in the State of Utah, and the address of the registered office may be changed from time to time by the Board of Directors. The business office of the registered agent of the Corporation shall be identical to such registered office.

### **Article II -Meetings**

- 2.01 Annual Meeting.** The annual meeting of the Board of Directors shall be held at the date and hour in each year as designated by the Board of Directors, but at least once a year, for the purpose of electing directors and officers, and for the transaction of such other business as may come before the meeting. The annual meeting is to take place in the spring or early summer of each year, with notice of the meeting to be given at least thirty (30) days in advance of such meeting.
- 2.02 Special Meetings.** Special meetings may be called by standing committees, by the Board of Directors, or by the President, as the occasion may demand; to take care of necessary business as may be required. Thirty (30) days advance notice has to be given for any special meetings, this to include time, date and location in addition to all material to be covered by such a meeting. Special Meetings may be conducted by conference call, e-mail, physical presence at a meeting site or by any other agreed upon method. The method for the conduct of a Special Meeting will be determined by the members of the Executive Board.
- 2.03 Place of Meeting.** The Board of Directors may designate any place, either within or outside the State of Utah, as the place of meeting for any annual meeting or for any special meeting called by the Board of Directors.
- 2.04 Notice of Meeting.** Written notice stating the place, day and hour of the meeting, and, in case of a special meeting, the purpose or purposes for which the meeting is called, shall be delivered not less than the number of days set forth in Section 2.01 and 2.02. Such notices shall be deemed to be delivered when deposited in the United States mail or as dated in E-mail, and addressed to the most recently provided Director address.
- 2.05 Quorum.** Due to the special status of this Corporation, and taking into consideration the composition of the board of directors, a quorum shall exist for a duly authorized meeting by virtue of the attendance of those persons eligible to vote on the affairs of this corporation. Matters approved at such an authorized and duly publicized meeting, shall be considered valid and in force until amended by a subsequently held meeting.
- 2.06 Conduct of Meetings.** The President, or in his absence the Executive Vice-President, or in their absence in the order provided under section

4.01, shall call the meeting to order, and act as Chairperson of the meeting. The appointed Secretary, but in the absence of the Secretary the presiding officer, may appoint any other person to act as Secretary, shall record all minutes and actions taken at the meeting.

- 2.07 Unanimous Consent Without Meeting.** Any action required or permitted by the Articles of Incorporation or By-laws, or any provision of law to be taken at a meeting of the Board of Directors, may be taken without a meeting if a consent in writing setting forth the action so taken, shall be signed by all members of the Board of Directors entitled to vote with respect to the subject matter thereof.
- 2.08 Board Member Replacement and Proxy Votes at Meetings.** A Board member, if not attending a meeting, may designate in writing to the President, and prior to the meeting, a replacement to represent him/her on the Board of Directors at that meeting. An Executive Board member may not designate a replacement to represent him/her in case of absence at a Board meeting. If a replacement cannot be found by a Board member to replace him/her at a Board meeting, a proxy vote request can be sent to the President, in writing, for that meeting. The written request shall outline the specific issue(s) to which the proxy vote shall apply, and shall name the voting member of the Board to whom the proxy vote shall be assigned. A proxy vote shall not be permitted for an Executive Board member

### **Article III -Board of Directors**

- 3.01 General Power, Number, and Selection.** The business and affairs of this Corporation shall be managed by its Board of Directors. The Board of Directors shall set policies, rules, guidelines and the direction of the corporation. The number of directors of the Corporation shall be such as to provide the necessary nucleus to represent and direct the activities of this Corporation from the territory serviced by this Corporation. The Directorship size shall be kept to a necessary minimum as decided yearly by the Board of Directors. Directors shall be elected by a majority vote within their respective committees to fill available vacancies. Temporary director vacancies may be filled through appointment by the President of the Corporation, in consultation with appropriate committee chairpersons. *If a person holds two or more voting positions, that person shall receive only one vote.*
- 3.02 Tenure and Qualifications.** Each Director shall hold office for a period of one year or until his prior death, resignation, or removal from office by affirmative vote involving a majority of the directorship, taken at an appropriately scheduled meeting. A Director may resign at any time by filing his/her written resignation with both the President of this Corporation and the elected Secretary. The selection of becoming a Director of this Corporation shall be based upon a willingness to serve this organization, as prescribed by the Articles of Incorporation, by the By-laws of this Corporation, and by the guidelines established for directorship qualification within the Competition Committee. The President, Executive Vice President, Vice President of Alpine, Vice President of Nordic, Vice of President Snowboard, Vice President Academic Affairs and Treasurer shall serve 3-year terms.

### **3.03 Members**

**Conference Coordinators:** Each Conference will appoint its representative to the Board, and will inform the organization of the name

of that individual. Eleven (11) votes come from the conference coordinators, one per each conference. Authorized and voting conference representatives have to be identified prior to the start of a Board meeting.

**Executive Board:** All are voting members except the Corporate Secretary, Executive Director, Immediate Past President and President Emeritus. This is a total of nine (9) votes. Individuals having dual positions, such as Conference Coordinator and Executive Board, will have only one vote.

**Student Athlete Representatives:** There shall be two (2) Alpine, two (2) Nordic, and two (2) Snowboard student athlete representatives. All are voting members.

**USSA Representative:** One appointed member (non-voting). This position is optional.

- 3.04 Student Athlete Representatives.** There will be six representatives from among the student-athletes: Two Alpine, two nordic, and two snowboard - one female and one male for each. They will be selected for consideration by the Board through applications to serve as voting members of the USCSA Board of Directors. Each representative will serve a two-year term and may be re-elected for two terms. May serve in this position within five years following graduation.

The student-athlete representative's mission is to:

- 1) Support the student-athlete by representing their interests to the Board of Directors.
- 2) Work with the Board to ensure that the goals of the USCSA are focused on the student-athletes.
- 3) Develop and implement programs to enhance the student-athletes' ski & snowboard competition experience.
- 4) Be actively involved with the USCSA student-athletes.
- 5) Generate interest among the student-athletes to become involved with the USCSA at the conference, regional and/or national level(s).

Election Procedures: The election of the student-athlete representatives should be done by selecting one nordic, one snowboard and one alpine representative each year. Elections shall be one female nordic athlete, one male snowboard athlete and one male alpine athlete in odd years, and one male nordic athlete, one female snowboard athlete and one female alpine athlete in evens. Student-athletes wishing to become representatives will submit an application in writing consisting of a brief resume and position statement, as well as two written recommendations, one from outside ski & snowboard. Applications will be submitted to the National Office and reviewed by the student-athlete representative nomination committee. The committee will consist of the six student-athlete representatives and the chairperson of the Board's Nomination Committee. Representation will be from geographical areas within the USCSA members to the extent possible from the applications received. The committee will review and discuss the applications and present the final recommendations to the Board of Directors for approval. Any representative seeking a second term will not participate in reviewing the applications for that position. The nominations open November 1. Nominations to be closed February 15. The new Student/Athlete Representatives to be selected prior to the National Championships.

- 3.05 USSA Representative of the Board of Directors.** The President of the United States Ski & Snowboard Association has the option of selecting a member of its Executive Committee to sit on the Board of Directors of the United States Collegiate Ski & Snowboard Association for the purpose of assisting in the advisory role to the Board of Directors and such representative is not eligible to be voted or designated as an officer of this Corporation. Nor shall said representative vote on USCSA corporate business.
- 3.06 Vacancies.** Any vacancy occurring in the Board of Directors may be filled until the next succeeding annual election by the President of this Corporation, in consultation with appropriate committee chairpersons, if it is determined that their expertise and services are required.
- 3.07 Compensation.** This Corporation, being non-stock and non profit, may, with discretion, authorize reasonable compensation to Directors, not to exceed personal expenses while they are engaged in approved corporate activity.
- 3.08 Presumption of Assent.** A Director of the Corporation who is present at a meeting of the Board of Directors, or a committee thereof of which he is a member, at which action on any corporate matter is taken, shall be presumed to have assented to the action taken, unless his dissent or abstention shall be entered in the minutes of the meeting, or unless he shall file his written dissent or abstention to such action with the person acting as the Secretary of the meeting before the adjournment thereof, or shall forward such dissent or abstention by registered mail to the President of the Corporation immediately after the adjournment of the meeting. Such right to dissent or abstention shall not apply to a Director who voted in favor of such action.
- 3.09 Committees.** The Board of Directors by resolution so adopted by the affirmative vote of a majority of the number of Directors present, may designate one or more committees, each committee to consist of two or more Directors elected by the Board of Directors, which to the extent provided in said resolution as initially adopted, and as thereof supplemented or amended by further resolution adopted by a like vote, shall have and may exercise, when the Board of Directors is not in session, the powers of the Board of Directors in the management of its assigned affairs of the Corporation, except action in respect to election of the principal officers or the filling of vacancies on the Board of Directors or committees created pursuant to this section. In addition, such committees may not allocate or expend funds, not commit future corporate assets, if such allocations and commitments are not authorized by the overall Board of Directors and President of this Corporation. Emergency authorizations can be granted if there is unanimous agreement to such by the President, Executive Vice-President, and Treasurer of this Corporation. Each such committee shall fix to its own rules governing the conduct of its activities and shall make such reports to the Board of Directors and the President of its activities, as may be requested.
- 3.10 Unanimous Consent Without Meeting.** Any action required or permitted by the Articles of Incorporation, or By-laws, or any provision of law to be taken by the Board of Directors or committee thereof at a meeting or by resolution, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the Directors or members of the committee then in office.

- 3.11 **Duties.** All Directors must actively participate on at least one of the permanent Standing Committees as described in Article V, Section 5.01 of the By-laws. Failure to demonstrate such participation to the respective committee chairperson and/or Board of Directors would be grounds for removal and replacement.
- 3.12 **Staff.** The Executive Board or the Board Of Directors may appoint individuals to serve the Corporation in corporate positions as required.

**Article IV -Officers**

- 4.01 **The Executive Board.** The Executive Board shall be made up of the principal officers of the Corporation, consisting of the President, Executive Vice-President, Vice-President of Alpine Competition and Rules, Vice-President of Nordic Competition and Rules, Vice-President of Snowboard Competition and Rules, Vice President of Academic Affairs, Treasurer, two Executives-at large, Corporate Secretary (non voting), the President Emeritus (non voting), the Immediate Past President (non voting), and the Executive Director (non-voting). The Board may authorize the President to create other positions deemed necessary on a temporary or experimental basis. Any two or more offices may be held by the same person except the office of President and Treasurer, and those of President and any Vice-Presidency. The Executive Board may also select an Executive Director to manage the day to day operations of the Corporation.
- 4.02 **Election And Term Of Office.** Members of the Executive Board are nominated and elected by the Board of Directors at an annual meeting, except for the Corporate Secretary, who is appointed by the President, and the President Emeritus, Immediate Past President and Executive Director, who are all Ex-officio. The President may not serve more than two 3-year terms in succession. All other members serve 3-year terms, with no limit on the number of consecutive terms, except that the Immediate Past President shall serve only one three year term. The President, Exec-Vice President, VP Alpine, VP Nordic, VP Snowboard, VP Academic Affairs and Treasurer will be elected in alternating years. Each officer shall hold office until a successor shall have been duly elected or until his prior death, resignation or removal.

Rotation of Voting for Officers, starting in:

President	2011
Executive Vice President	2011
VP Alpine	2012
VP Snowboard	2010
VP Nordic	2011
VP Academic Affairs	2010
Treasurer	2012

Nominations shall be sought by the President/Nominations & Awards Committee 8 weeks prior to the annual BOD Meeting. Nominations shall be closed 4 weeks later. Following receipt of nominations, the list of nominations shall be distributed to the existing directors with the name of the nominator(s). The nominees with a single nominator shall be put forth for seconding of their nominations by the existing directors. Seconds will be accepted for 1 week following distribution. Candidates will be notified of nomination and requested to submit a candidate's statement within 1 week. All statements received will then be distributed to the directors. The election of officers shall be the first item of new business on the

meeting agenda. In the case of more than two nominees (or 4 for the Executive –at-Large position), a primary election shall be held to reduce the field to two candidates prior to the general vote. Elections shall be conducted using a single paper ballot with all nominees' names listed for the available position. In the case of a candidate receiving the greatest number of votes for two positions, they will be allowed to relinquish one position and the process will be repeated, primary & election, including all the original nominees still available. The term of office for directors will begin with the start of next fiscal year of the organization.

- 4.03 Removal.** Any officer or agent may be removed by the Board of Directors whenever the judgment is that the best interest of the Corporation will be served thereby.
- 4.04 Vacancies.** A vacancy in any principal office because of death, resignation, or removal, disqualification or otherwise, shall be filled by the Board of Directors for the un-expired portion of the term. If required, the President may appoint an acting replacement for any vacant elected position with the consent of the Executive Board.
- 4.05 Chairperson of the Board.** The Chairperson of the Board is the President, and he/she shall preside at all meetings of the Board of Directors at which he/she is president. The President may select another member of the Board to chair the meeting if he/she so designates. In the absence of the President, the Board meeting will be chaired by the Executive Vice-President. In the absence of both, the Board of Directors may select one of the Directors to chair that particular meeting.
- 4.06 President:** He/she shall be Ex-officio a member of all Standing Committees and shall be chairperson of such committees as is determined by the Board of Directors. He shall have such other powers and duties as may from time to time be prescribed by the by-laws or by resolution of the Board of Directors. The President shall be responsible for executive and managerial duties in conjunction with the Executive Director, and subject to control of the Board of Directors. He shall assure that the financial affairs of the organization, including daily disbursements, collections, audits, and financial reviews, are properly maintained and executed. He shall have the authority to sign, execute and acknowledge, on behalf of the Corporation all contracts, leases, reports, expenditures, and all other documents or instruments necessary or proper to be executed in the course of the Corporation's regular business affairs, except those which require annual Board approval as designated by the Board of Directors (pertaining to imposed restrictions which limit the assigned rights and duties of standing committees); and, except as otherwise restricted, authorize the Executive Vice President or other officers or agents of this Corporation to sign, execute and acknowledge such documents or instruments in his place instead. The President will serve on the USSA Collegiate Committee and be in attendance of that meeting, or may delegate this responsibility.
- 4.07 Executive Vice-President.** The Executive Vice-President assists the President in the discharge of supervisory, managerial and executive duties and functions. In the absence of the President, or in the event of his death, inability or refusal to act, the Executive Vice-President shall perform the duties of the President. He shall perform such other duties as from time to time may be assigned to him by the Board of Directors or the President.

**4.08 Vice President(s).** The Vice-Presidents will be Committee Chairpersons with assigned committee responsibilities, such as alpine, nordic, snowboard, and academic affairs committees. He or she may have such other duties and exercise such authority as from time to time may be delegated or assigned to him or her by the President or by the Board of Directors.

**4.09 Corporate Secretary.** The Secretary shall:

- A. Keep the minutes of all Board meetings and conference calls.
- B. Send all notices as stipulated in these by-laws.
- C. Be the custodian of the Corporate Records.
- D. Have such other duties and exercise such authority as from time to time may be delegated or assigned to him or her by the President or Board of Directors.

**4.10 Treasurer.** The Treasurer shall:

- A. Be responsible for acting as a guardian over the financial transactions of the organization.
- B. Investigate financial matters and records concerning financial health of the organization, particularly as directed by the Executive Board.
- C. Bring forth issues to the Executive Board concerning the fiscal operation of the organization.
- D. In conjunction with the President, assure that the financial affairs of the organization, including daily disbursements, collections, audits, and financial reviews, are properly maintained and executed.

**4.12 Executive Director:** The Executive Board may designate an individual to manage and administer the daily affairs of the Association and assign responsibilities as may be deemed necessary. The Executive Director serves at the discretion of the Executive Board. The Executive Director shall, in general, supervise and control the business affairs of the Corporation, and shall serve on all committees in a non-voting position.

## **Article V -Permanent Standing Committees**

**5.01 Number.** The following are to be considered the permanent Standing Committees of the Corporation:

- 1. Alpine Competition and Rules Committee
- 2. Nordic Competition and Rules Committee
- 3. Snowboard Competition and Rules Committee
- 4. Academic Affairs Committee
- 5. National Championships Committee
- 6. Business and Legal Committee
- 7. Nominations and Awards Committee
- 8. Student Athlete Committee
- 9. Technology Committee
- 10. National Office and Executive Director Committee

**5.02 Administration.** The permanent Standing Committees shall be headed by and coordinated through respective committee Vice-Presidents. The Vice President of each committee shall represent that committee to the Board of Directors.

- A. The Alpine Competition and Rules Committee, the Snowboard Competition and Rules Committee and the Nordic Competition and Rules Committee shall be chaired by the Vice-Presidents of Alpine, Snowboard and Nordic. There Directors. The committees shall update and submit new USSA and FIS rules to the Board of Directors each year; run sub-committee meetings for rules and changes to be submitted; report results to the Board of Directors for approval; field questions during the year as pertaining to that discipline; and, be an advisor for the national championships and assist in site recommendations for the national championships.
- B. The Academic Affairs Committee is an authority on the rules of USCSA and NCAA, and should have access to NCAA Offices. There shall be one vote from the chairperson of this committee on the Board of Directors. The committee shall:
- 1) Receive copies of appeals regarding eligibility.
  - 2) Review eligibility registration forms of select institutions.
  - 3) Keep the eligibility forms up to date in terms of our rules of eligibility.
- The committee will include a chairperson and three members. A USCSA staff person will be an Ex-Officio member to the committee.
- C. The National Championships Committee and chairperson shall be appointed by the President with approval of the Board of Directors. The members will include: Chairperson, Alpine Coordinator, Nordic Coordinator, Snowboard Coordinator, Host School or Conference Representative, USCSA Executive Director (non-voting), Immediate Past President (Ex-officio), and two Student Representatives. This committee shall be in charge of overseeing the National Championships.
- D. The Business and Legal Committee and chairperson shall be appointed by the President with approval of the Board of Directors. The committee will include up to five additional members that the President appoints. The Executive Director will serve as a non-voting member.
- E. The Nominations and Awards Committee chairperson and two additional members shall be appointed by the President.
- F. The Student/Athlete Committee chairperson shall be appointed by the President with approval of the Board of Directors. The committee will include the six student/athlete representatives.
- G. Technology Committee charged with proposing, evaluating, and recommending implementation of new technologies to advance the mission, efficiency, and accuracy of the business of the USCSA. Committee is comprised of 4 members initially appointed by the president. Going forward, annually, the president will consider nominations from the committee for new appointments. The committee will select a chair annually from the committee members following the annual Board of Directors Meeting.

- H. National Office and Executive Director Committee membership: Executive Vice President, Treasurer, Immediate Past Presidents remaining active on the BOD Committee Duties: Overseeing all aspects National Office operations. More specifically, to a) make decisions regarding any capital improvements (phone, computer, computer software, etc.) needed at the national office, b) to act as a liaison between our membership and our Executive Director whenever questions or concerns might arise, c) to act as a liaison between board members and our Executive Director whenever questions or concerns might arise, c) to act as a liaison between the President and our Executive Director whenever questions or concerns might arise, d) to conduct annual reviews, including salary reviews, for our Executive Director.

**5.03 Committee Responsibilities:** Committee chairpersons shall annually submit to the Board of Directors for approval, all proposals of operation for their respective committees, in time for the annual meeting of the Board of Directors, or as required.

**5.04 Additional Special or Ad Hoc Committees.** The President, Executive Board and Board of Directors can create whatever additional committees that may be required to meet short term objectives. The number of permanent standing committees (see section 5.01) shall remain fixed unless these By-Laws are amended accordingly. The President shall be responsible for appointing the chairperson and members of special and ad hoc committees.

#### **Article VI -Executive Board**

**6.01 Members.** The Executive Board of this Corporation consists of the President, Executive Vice President, Vice president of Alpine, Vice President of Snowboard, Vice President of Nordic, Vice President of Academic Affairs, Treasurer, Corporate Secretary (non-voting), two Executives At-Large, President Emeritus, Immediate Past President (non-voting), and Executive Director (non-voting). The Corporate Secretary is appointed by the President.

**6.02 Function.** The Executive Board shall assist and advise the President, or, if required, act on his or her behalf in developing or implementing programs or policies beneficial to the Corporation. The Executive Board is responsible for the day-to-day execution of programs as approved by the Board of Directors and in harmony with available resources. The Executive Board shall have the authority to prescribe the powers, duties, responsibility; to provide compensation; and, to delegate authority to the chairpersons of the Corporation. The Executive Board is empowered to act on behalf of the Board of Directors, with the same power as the Board of Directors on all matters brought before it between regular meetings of the Board of Directors. If necessary, the Executive Board may fill the vacated post of the President rather than having automatic ascendancy.

#### **Article VII -Membership and Membership Obligations**

**7.01 Team Membership.** A college ski or snowboard team can gain membership in the USCSA only through membership in an USCSA sanctioned and affiliated conference, these constituting:

Region 1 – West  
Northwest Collegiate Ski Conference

Rocky Mountain Collegiate Ski Conference  
Grand Teton Collegiate Ski Conference

Region 2 – Far West  
Southern California Collegiate Ski & Snowboard Conference  
Northern California Collegiate Ski Conference

Region 3 - Midwest  
Midwest Collegiate Ski Conference

Region 4 – Eastern  
Eastern Collegiate Ski Conference

Region 5 – Mid-Atlantic  
Allegheny Collegiate Ski Conference  
Southeastern Collegiate Ski Conference  
New Jersey Collegiate Ski Conference

Region 6 – New York  
Mideast Collegiate Ski Conference

- 7.02 Conference Jurisdiction.** No Conference may expand its territory into another USCSA conference's assigned area of jurisdiction, without permission of the conference affected and by affirmative vote at a meeting of the Alpine, Snowboard and Nordic Competition & Rules Committees. The USCSA does not recognize any other college racing program for jurisdictional purposes if such program holds no USCSA affiliation. USCSA member teams may compete in any affiliated conference on the basis of proximity and convenience.
- 7.03 Canadian Team Participation.** The USCSA permits Canadian team membership as part of an USCSA affiliated conference structure based in the continental United States. Canadian teams must petition the USCSA Board of Directors for membership through a regional USCSA conference. Membership will be granted only if a conference votes unanimously in support of such petition.
- 7.04 Conference Obligations.** An USCSA affiliate conference is the official USCSA competition sanctioned structure within the assigned conference territory, and, therefore, represents the USCSA and has the obligation to execute for that region all official policy and rule requirements. No affiliate Conference shall have the independent authority to implement policy which is not in agreement with USCSA policy unless waived by committee decision to accommodate a unique and justifiable regional abnormality, and to do so could be cause for loss of affiliation or sanctions.
- 7.05 Conference Liabilities For USCSA Assets.** Each conference is held responsible for any and all equipment loaned to it by this Corporation, this to be returned in good working order or that replacement financial restitution is made in the event of an affiliate status termination, or as may be ordered by the SPECIFIC Competition & Rules Committees.
- 7.06 USCSA rights to Conference Assets:** Each USCSA conference shall stipulate in its by-laws that, in the event a conference is dissolved, or in the event of becoming inactive, all remaining conference assets shall immediately become property of the USCSA.

- 7.07 Suspension.** The USCSA Competition Committee may terminate, suspend, or fine any team, coach or affiliate which behaves in such manner as to jeopardize the good name of this Corporation or that of another member or affiliate. Membership in this Corporation should be considered an honorable distinction which is only extended on an invitational basis.
- 7.08 Sanctions by USCSA.** When deemed necessary, the USCSA shall utilize its powers to assure fair treatment, protection and favorable conditions for all members and affiliates in their financial and competitive dealings with others, and vice versa. These powers include, among others, such sanctions as financial penalties, ineligibility to participate in USCSA functions, boycott, legal action, etc.
- 7.08.1** A confirmed qualified team or individual who doesn't participate in a regional or national championship may have sanctions brought against them by the USCSA Board of Directors.
- 7.09 USCSA Financial Aid For Regional Affiliate Programs.** The USCSA may make available grants-in-aid to partially cover the expense of operation for regional affiliate conferences. Until fully used for intended purposes, all remaining funds shall remain the property of the USCSA. Full documentation of all funds utilized must be provided to the USCSA to meet the requirements of USCSA internal and external audits. In the event of program termination, all remaining USCSA provided funding shall be returned to the USCSA treasury. This holds true also for moneys obtained through commercial sponsors, in which the USCSA negotiated and guaranteed performance on behalf of its affiliates and committees. Any equipment purchased in part or in whole with such funds shall become the property of the USCSA and be subject to USCSA policy.
- 7.10 Application Of Rules.** USCSA competition and eligibility rules shall uniformly govern all affiliated conference competitive events and the teams participating in them. It is the responsibility of the Competition Committee to fairly develop and administer those rules in joint cooperation between representative conferences. In the event that a school's athletic department eligibility policy differs from USCSA policy, USCSA eligibility rules are the minimum standards for eligibility and competition, (some institutions may exceed these minimums). USCSA ski & snowboard teams are required to become familiar with all applicable competition eligibility rules of the Association.
- 7.11 Board of Director Representation.** Affiliated teams of the USCSA shall be represented on the Board of Directors of the Corporation through their elected conference representative, and the appointed representatives on the Alpine, Nordic and Snowboard Competition & Rules Committees, and by the Student-Athlete representation on the Board of Directors.
- 7.12.1 Principles of Sportsmanship and Ethical Conduct.** In order to fulfill the mission and purposes of the Association the rigid observance of a set of "principles of conduct" is required.

To enable USCSA programs and events to promote the character and development of participants, enhance the integrity of higher education, promote fair and safe competition, and promote civility in society, all student-athletes, coaches, and all others associated with USCSA programs and events shall adhere to such fundamental values as respect, fairness, civility, honesty and personal responsibility. These values should

be manifest not only in specific USCSA programs and events, but also in the broad spectrum of activities involved with and affecting the USCSA programs.

To maintain the desired level of sportsmanship and ethical conduct, it is the responsibility of each member program to:

- Be aware of and adhere to their institution's policies regarding sportsmanship and ethical conduct in intercollegiate athletics, to include applicable NCAA rules.
- Be aware of and adhere to the USSA "Code of Conduct", by which all participants, to include athletes, coaches, and all others associated with USCSA programs and events, are governed.
- Educate, on a continuing basis, all members of their program about the policies referred to in this section.

**O.I.:** An athlete who qualifies for a non-USCSA event calendared in conflict with some or all of the USCSA Collegiate Skiing & Snowboarding National or Regional Championships shall remove themselves from competitions held for the purposes of qualifying teams to USCSA event in conflict.

#### **Article VIII - Affiliation, Jurisdiction, And Commercial Sponsor Obligations**

- 8.01 Affiliations.** The Board of Directors of this Corporation may enter into agreements of affiliation in order to achieve corporate program objectives with other non-profit incorporated ski & snowboard industry related associations.
- 8.02 Territory.** This Corporation shall have operational jurisdiction in the continental United States and Alaska.
- 8.03 National Sponsorship Agreements:** This Corporation may enter into national sponsorship agreements, the implementation of which shall be accomplished through all respective committees and USCSA Competition Conferences. National sponsorship programs and their implementation shall have priority over regional considerations.

#### **Article IX -Advisory Board**

- 9.01 Advisory Board.** This Corporation may invite members of the ski & snowboard industry community and from industries or professions which may be of aid to the Corporation, as members of a special Corporate Advisory Board.
- 9.02 Chairman.** The Chairperson of the corporate Advisory Board shall be the Chairperson of the Board of the Corporation (USCSA President) or may be appointed by the President. In his absence or at his direction, this function may be performed by the Executive Vice President.
- 9.03 Meetings.** An annual meeting may be called. Emphasis is to be placed on keeping the Corporate Advisory Board abreast of all developments through regular correspondence.

- 9.04 Tenure.** Members of the Corporate Advisory Board shall hold their position for a one year term, with the option of renewal by mutual consent.
- 9.05 Powers.** The USCSA Advisory Board shall act in an advisory capacity to the Board of Directors, and may make specific program recommendations.
- 9.06 Selection.** Selection shall be by invitation of the President of this Corporation and the Executive Director, with approval of board of directors.

#### **Article X -Commercial Membership**

- 10.01 Commercial Membership.** The USCSA Board of Directors may annually permit the establishment of a commercial membership. Proceeds from such membership classification shall be used exclusively to defray the cost of the annual USCSA "United States Collegiate Skiing and Snowboard Championships".
- 10.02 Benefits To Commercial Members.** The Board of Directors of this Corporation may approve whatever inducements it sees appropriate in order to attract such membership.

#### **Article XI - Alumni Membership**

- 11.01 Association of USCSA Alumni:** The USCSA shall offer an alumni membership, with the benefits and dues to be annually determined by the Board of Directors. The management and promotion of the USCSA alumni program shall be implemented through a standing committee and the national office.

#### **Article XII -Amending of By-Laws**

- 12.01 By-Laws Amendments.** Any portion of these By-Laws may be amended by a two-thirds majority vote of the Board of Directors at a duly authorized Board meeting, with the details of recommendation for change having been mailed to all Board members no less than thirty (30) days prior to such date of meeting.

#### **Article XIII -General Conducting of Meetings**

- 13.01 Parliamentary Procedures.** All meetings of the Board of Directors and those of the standing committees shall be governed by parliamentary procedures as outlined in Robert's Rules of Order. The chairperson for each meeting shall designate a parliamentarian for that meeting. The Board of Directors and committees may move to suspend parliamentary procedures for portions of a meeting.
- 13.02 Advance Notice of Meeting Agenda.** The Board of Directors and standing committee representatives shall receive the meeting agenda no less than thirty (30) days in advance. No formal action may be taken on any item not appearing on such advance agenda unless approved by the Board at the meeting.

#### **Article XIV -Executive Compensation**

- 14.01 Executive Compensation.** The Corporation may engage the services of professional and non-elected paid administrators, to implement Board approved programs and supervise other staff and volunteer activities.

**Article XV -Compliance with the USCSA By-Laws**

**15.01 By-Law Enforcement.** It shall be the obligation of t he Board of Directors of this corporation to enforce the By-laws as stated and amended, by any suitable means to ensure compliance on behalf of the membership of this Association.

(End of USCSA Articles of Incorporation and By-Laws)