

**ARTICLES OF INCORPORATION
FOR THE
INTERMOUNTAIN SKI AREAS ASSOCIATION**

Article I

The Name of the organization shall be “The Intermountain Ski Areas Association, Inc.”

Article II

The duration of this corporation is perpetual

Article III

Purpose

- Sec. 1 The purpose and objectives of the Intermountain Ski Areas Association are:
- (a) To foster, stimulate and promote skiing and safety in skiing in the Intermountain West.
 - (b) To develop and promote high standards of operating procedures and business practice.
 - (c) To disseminate information among members, and similar operators associations; to publicize the sport, and to take such steps for mutual information and benefit as may be necessary or desirable; and to aid in the combating of any action or legislation which may be detrimental to the sport and to the industry; and to aid in promotion of legislation favorable to the sport and industry.

Article IV

Membership & Capitalization

- Sec. 1 **QUALIFICATIONS FOR MEMBERSHIP:**
- Any individual, corporation, agency or association owning and/or operating a passenger ropeway or other device for transporting uphill, located within the several states which comprise the Intermountain West, i. e., Arizona, Idaho, Montana, Nevada, Utah, Wyoming and New Mexico, which subscribes to the purposes and objectives of this Association and

complies with any other requirements for membership which may be duly instituted shall be eligible for membership.

ASSOCIATE MEMBERSHIP:

Any individual, corporation, agency or association not owning or operating a ski tow or lift or other device for transporting skiers, which subscribes to the purposes and objectives of this association and complies with any other requirements for Associate membership which may be duly instituted by voting members, shall be eligible for Associate membership.

If a prospective Associate Member meets the eligibility requirements, the Board of Directors may nominate the prospective Associate Member at the Annual Convention and the Membership shall vote whether to accept the candidate as an Associate Member. If a simple majority of the membership votes to accept the candidate, the candidate shall be admitted as an Associate Member.

Associate members shall have the right to vote at Meetings, but shall not have the right to nominate any candidate for any Officer position or any position on the Board of Directors.

Sec. 2 ELECTION OF MEMBERS:

Members shall be admitted upon approval of their application by a majority of members.

Sec. 3 PRIVILEGES OF MEMBERS:

All members are eligible to receive a document, card or insignia indicating Membership in the organization and shall have the right to display such document, card or insignia, subject to such rules as the organization may adopt. All members shall be entitled to vote on matters according to the Bylaws of the organization.

Sec. 4 DUTIES OF MEMBERS:

It shall be the duty of each member:

- (a) To cooperate with the objectives and purposes of this operator's association;
- (b) To abide by such guidelines, rules, regulations, or Bylaws as may be adopted by the organization.

Article V

Meetings

- Sec.1 The Annual Convention shall be held yearly, at a place and time selected by a majority of the Board of Directors following the Annual Convention.
- Sec. 2 A special meeting of the membership may be called at any time by the Officers of the Association.
- Sec. 3 Notice of all membership meetings shall be sent to members no later than twenty (20) days prior to such meetings.

Article VI

Officers & Registered Agent

- Sec. 1. Officers of the organization shall be a President, Secretary, Treasurer, and such other officers as the organization may determine. Officers of the Association shall be elected by the Board of Directors from the Board of Directors according to the Bylaws of the organization.
- Sec. 2. The address of this corporation's registered office shall be: Strachan Strachan & Simon, 401 Main Street, Upstairs, P.O. Box 1800, Park City, UT 84060. The registered agent shall be Adam Strachan.

Article VII

Incorporators & Initial Board Members

- Sec. 1. The incorporators of the Intermountain Ski Areas Association, Inc. are the following:

Al Tunbridge, President

Alta Ski Area
P.O. Box 8007
Alta, UT 84092

Dana Kent, Vice-President

The Canyons
4000 The Canyons Drive

Park City, UT 84098

Grant Fleming, Secretary/Treasurer

Grand Targhee Resort
P.O. Box Ski
Alta, WY 83422

- Sec. 2. The number of directors constituting the initial Board of Directors is eleven (9). The names and addresses of the initial Board of Directors, and the date their terms of office will expire, are as follows:

Al Tunbridge

Alta Ski Area
P.O. Box 8007
Alta, UT 84092
(Term ends: 2010)

Randy Elliott

Bridger Bowl 15795
Bridger Canyon Road
Bozeman, MT 59715
(Term ends: 2007)

Dana Kent

The Canyons
4000 The Canyons Drive
Park City, UT 84098
(Term ends: 2010)

Tim Mason

Jackson Hole Ski Corp.
P.O. Box 2396
Teton Village, WY 83025
(Term ends: 2008)

Grant Fleming

Grand Targhee Resort
P.O. Box Ski
Alta, WY 83422
(Term ends: 2009)

Larry Shake

Brundage Mountain
P.O. Box 1062
McCall, ID 83638
(Term ends: 2008)

John Collins

Snowbird Ski & Summer
Resort
P.O. Box 92900
Snowbird, UT 84092
(Term ends: 2008)

Brian Suhadolc

Park City Mountain
Resort
P.O. Box 39
Park City, UT 84060
(Term ends: 2009)

Jeff West

Beaver Mountain
1351 E 700 N
Logan, UT 84321
(Term ends: 2009)

Article VIII

Amendments

The Constitution and By-laws may be altered, amended, repealed, or new By-laws may be adopted by the vote of two-thirds of a quorum at any annual meeting, or by a quorum at a special meeting called for that purpose, or by a two-thirds vote of members by mail. A proposed amendment shall be presented in writing twenty (20) days before voting thereon to the Secretary, who shall send copies to each member twenty (20) days before the voting. For purposes of the Article, proxy votes will be accepted.

Signatures of Incorporators

Al Tunbridge

Dana Kent

Grant Fleming