

**Hances Point Yacht Club, Inc**  
**By-Laws**

**ARTICLE I**

**Name**

This corporation shall be known as the HANCES POINT YACHT CLUB, INC. (*The Club*). Wording herein in the masculine gender shall embrace females as well as males.

The Corporate Seal of the Club shall be circular in form and one and three quarter inches in diameter, and shall bear the date of incorporation.

**ARTICLE II**

**Purpose**

The object of the Yacht Club shall be to encourage the sport of yachting and to promote the sciences of seamanship and navigation, and to provide a Club House and anchorage suitable for the use of its members.

**ARTICLE III**

**Members**

**Section 1. Active Member:** Any person of good moral character, who shall agree in writing upon the Active Membership Application of the Club to abide by its By-Laws, Rules and Regulations as then in force, or later amended, who shall accompany such Application with the required fees and dues, shall be eligible for Active Membership. When such Application is properly signed by the applicant, sponsor and interviewer, it will be submitted to the Board by the Membership Chairperson for its action.

**Section 2. Social Member:** Any person of good moral character, who shall agree in writing upon the Social Membership Application of the Club to abide by its By-Laws, Rules and Regulations as then in force, or later amended, who shall accompany such Application with the required fee shall be eligible for Social Membership. When such Application is properly signed by the applicant and sponsors, it will be submitted to the Board by the Membership Chairperson for its action.

**ARTICLE IV**

**Officers**

**Composition:** The elected officers shall be a Commodore, Vice Commodore, Rear Commodore, Secretary, Treasurer, and Financial Secretary. The Fleet Measurer, Fleet Captain and Fleet Surgeon shall be appointed by the Commodore.

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**ARTICLE V**

**Duties**

**Section 1: Commodore:** His duties are to command the Fleet, to appoint a Fleet Measurer, Fleet Captain, Fleet Surgeon, Regatta Committee, and Nominating Committee of five members; to enforce the rules and regulations of the Club; and to preside at all General Membership meetings. The Commodore shall serve as an ex-officio member of all committees.

**Section 2: Vice Commodore:** His duties are to assist the Commodore in the discharge of his duties and to officiate in his absence. He will perform other duties as the Commodore may require.

**Section 3: Rear Commodore:** His duties are to assist the Commodore and the Vice Commodore. He will perform other duties as the Commodore may require.

**Section 4: Secretary:** His duties are:

- A. To keep the minutes of the Meetings of the Club and of the Board of Directors and to have custody of all reports and documents connected with the proceedings of the Club and to have custody of the Corporate Seal.
- B. To conduct the correspondence of the Club; to give notice of all meetings of the Club and, in case of special meetings, to state the business intended; to notify members of their election to office and of their appointment to serve on committees and to perform such other services as may be required by the Club or by the Directors.
- C. To maintain the current By-Laws, Rules & Regulations, other written policies, practices & procedures and to document the changes to these documents.

**Section 5: Treasurer:** His duties are:

- A. To have charge of the funds of the Club and to keep a correct record of all monies received and paid out in books provided for that purpose and under the direction of the Board of Directors to disburse the funds.
- B. To present at each stated meeting, and whenever so requested by the Board of Directors, a detailed account showing the financial condition of the Club and file the same with the Secretary.
- C. To perform such other services as may be required by the Club or by the Directors.

**Section 6: Financial Secretary:** His duties are:

- A. To collect all money due, keep ledger and cash book records and turn over all money to the Treasurer.

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- a. All funds are to be deposited in a bank previously designated by the Board of Directors.
- b. Keep records of all membership transactions.
- B. To assist the Secretary in sending out notices and to keep membership records up to date.
- C. To issue membership cards.
- D. To report delinquent members to the Board of Directors.
- E. To keep a correct roll of the members, together with the dates of their election, using an approved storage technology.
- F. To notify each member-elect of his/her election.
- G. To perform such other services as may be required by the Club or by the Directors.

**Section 7: Fleet Measurer:** His duties are:

- A. To maintain a current record of the name, ownership, registration, description, dimensions and rig of each yacht enrolled at the Club. He will provide this information to the Financial Secretary.
- B. He shall perform other duties as the Commodore may require.

**Section 8: Fleet Captain:** His duties are:

- A. To assist the Commodore in planning and executing Club cruises and races.
- B. He shall perform other duties as the Commodore may require.

**Section 9: Fleet Surgeon:** His duties are:

- A. To inspect all facilities of the Club at frequent intervals and report to the Commodore any sanitary, safety, or environmental conditions which he considers to be harmful or undesirable.
- B. He shall perform other duties as the Commodore may require.

**Section 10: Conformity:** Board of Directors members shall assure that members and guests conform to the By-Laws and Rules & Regulations of the Club and render such other services as may be necessary.

**ARTICLE VI**

**Board of Directors**

**Section 1: Membership:** There shall be a Board of Directors which shall consist of the Commodore, Vice Commodore, Rear Commodore, Secretary, Treasurer, Financial Secretary, Fleet Captain, Measurer, Fleet Surgeon, Past Commodores and nine (9) additional members of the Board as hereinafter provided.

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**Section 2: Non-voting Members:** The following are non-voting members of the Board of Directors unless subsequently elected to that body:

- A. Past Commodores are designated members of the Past Commodores Council. They serve as ex-officio members of the Board of Directors.
- B. Flag Officers appointed by the Commodore. They serve as ex-officio members of the Board of Directors.

**Section 3: Board Organization Timing:** The Board of Directors shall organize within thirty (30) days after the annual election by the election of a President and Vice President from among their members. The President and Vice President shall serve during the ensuing years.

**Section 4: Board Member Absence:** Any Board Member who is absent from three (3) consecutive meetings may be dropped as a Board Member.

**ARTICLE VII**

**Powers and Duties of the Board of Directors**

**Section 1: Meeting Requirement:** The Board of Directors shall meet at least six times a year.

**Section 2: Quorum:** A quorum shall consist of 50% plus one (1) of the total voting Board of Directors' membership.

**Section 3: Make Rules:** They shall make rules as they deem proper respecting the use of the Club and Grounds; prescribe rules for the admission of strangers; fix penalties for offenses against the rules; and make rules for their own government and for the government of the committees appointed by them.

**Section 4: Assess Fees, Dues & Appropriations:** All dues, fees and appropriations of the funds of the Club shall be made by the Board of Directors. The amount charged for dues is subject to confirmation by the General Membership.

**Section 5: Audit the Treasurer:** They shall audit the accounts of the Treasurer and any and all committees handling money, and shall inspect the records of the Financial Secretary.

**Section 6: Elect Members:** They shall elect to membership in the Club, as hereinafter provided, such candidates as they consider desirable. Such election must be by ballot at a regular meeting of the Board, and a simple majority prevails. No rejected candidate shall be eligible to membership within six (6) months after rejection.

**Section 7: Power to Suspend or Expel:** They shall have power to suspend or expel any member for violation of the By-Laws or Rules & Regulations or for conduct which they shall deem improper or prejudicial to the Club. Before final disposition by the Board, the member under suspension for violation

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and/or improper conduct shall be given the opportunity to be heard before the Board. Once expelled, he shall not have the privilege of regaining membership.

**Section 8: Re-admit Former Member:** They may, at a regular meeting, re-admit to membership any former member whose resignation has been fully accepted. Such re-admission must be by ballot, a simple majority prevails. No former member shall again be proposed for reinstatement within six (6) months after rejection.

**Section 9: Drop or Reinstatement Delinquent Member:** They may drop from the rolls any delinquent member and also may reinstate such members.

**Section 10: President Appoints Standing Committees:** The President appoints all standing committees with full authority over them, and may appoint other Committees as necessary. The Commodore appoints the Nominating Committee.

**Section 11: Non-administrative Article Changes:** A non-administrative change in the Articles of Incorporation requires 2/3<sup>ds</sup> votes by the Board of Directors at two consecutive meetings of the Board.

**ARTICLE VIII**

**Standing Committees**

**Section 1: The Standing Committees** shall be Membership, House, Mooring, Entertainment, Grounds, Waterfront, Maintenance, Education, By-laws and Grievance. The Chairmen shall be appointed annually by the President at the first regular meeting after the annual election. The Board delegates to said Chairmen the authority to name the other members of their committees.

**Section 2: The Membership Committee** shall investigate and pass upon the qualifications of all candidates for membership and report their conclusions to the Board of Directors and perform other duties as may be delegated by the Board of Directors.

**Section 3: The House Committee** shall have the general management and control of the clubhouse, bar, and concessions and perform other duties as may be delegated by the Board of Directors.

**Section 4: The Mooring Committee** shall have general management and control of the Club harbor, locate the mooring of all vessels in the Club, and carry out such other functions in relation to moorings, marine transportation, vessel salvage, and other duties as may be delegated by the Board of Directors.

**Section 5: The Entertainment Committee** shall provide and take charge of all entertainment & social events scheduled by the Club and perform other duties as may be delegated by the Board of Directors.

**Section 6: The By-Laws Committee** shall oversee the effectiveness of the By-laws and Rules and Regulations of the Club and also recommend changes as necessary to keep the Club in compliance with Federal, State, and local regulations. They also recommend changes to the Board of Directors and perform other duties as may be delegated by the Board of Directors.

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**Section 7: The Grounds Committee** shall exercise general supervision over the care and use of the grounds for the benefit of the Fleet; designate activity areas and storage areas; and exercise control of admission to all grounds. The Grounds Committee assigns physical placement of Fleet vessels, arranges

driver training and certifications necessary for Grounds and yard equipment, and performs other duties as may be delegated by the Board of Directors.

**Section 8: The Waterfront Committee** shall exercise general supervision and maintenance of ramps, piers, catwalks, floats, beaches, seawalls, and bulkheads and perform other duties as may be delegated by the Board of Directors.

**Section 9: The Education Committee** shall make available to members such information pertaining to safe boating procedures and such aspects of seamanship and navigation as the Committee may deem appropriate, and perform other duties as may be delegated by the Board of Directors.

**Section 10: The Maintenance Committee** shall have general charge of maintenance of all Club equipment and physical assets, and perform other duties as may be delegated by the Board of Directors.

**Section 11: The Grievance Committee** receives and processes all grievances on behalf of the Board of Directors.

## **ARTICLE IX**

### **Nominating Committee**

**Section 1: Nominating Committee Composition:** There shall be a Nominating Committee of five (5) members who shall be appointed by the Commodore on or before Memorial Day of each year.

**Section 2: Committee Slate:** The Nominating Committee so appointed shall present a slate of one candidate for each elective office at both the July Board of Directors and General Membership meetings. The presented slate may not contain any appointed member of the Nominating Committee.

**Section 3: Floor Nominations:** During the July General Membership meeting nominations shall be open for all elective offices in addition to nominations as presented by the Nominating Committee.

**Section 4: Annual Meeting Nominations:** Nominations for an elective office shall not be presented at the annual election meeting unless there shall be no candidate for the specific office as of the date of the Annual Election Meeting.

## **ARTICLE X**

### **Elections**

**Section 1: Officer Elections:** The Commodore, Vice Commodore, Rear Commodore, Secretary, Treasurer, and Financial Secretary shall be elected at the Annual Election Meeting of the Club and shall hold offices for one year or until their successors are elected.

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**Section 2: Director Elections:** At the Annual Election Meeting there shall be elected three (3) members of the Board of Directors, which members shall not hold any elected or appointed office otherwise and who shall hold office for three (3) years or until their successors are elected.

**Section 3: Ballot Voting:** Voting shall be by ballot and a majority of the votes personally cast shall be necessary to elect.

**Section 4: Elected Office Vacancies:** All vacancies for elected offices shall be filled by the Board of Directors as interim members until ratified by the General Membership at the next scheduled General Membership Meeting. If the General Membership fails to ratify the Board of Director's appointee, nominations will be taken from the floor, and elections will occur immediately.

**ARTICLE XI**

**Membership**

**Section 1: Membership Classes:** The Club shall be composed of Active and Social Members. Only Active Members have the right to vote.

**Section 2: Enrollment Limits:** The number of Active Members is determined by the Board of Directors. Social members have no vote, and shall not exceed the Active membership.

**Section 3: Application Routing:** All applications shall be received by the Membership Committee.

**Section 4: Applicant Posting:** The name and address of the applicant with the name of the proposer shall be posted on the Clubhouse bulletin board for a period of two (2) weeks prior to presentation to the Board.

**Section 5: Dues & Fees Payment Date:** All invoiced dues and fees for the current year and any delinquent fees must be paid by the first of April of the current year.

**Section 6: Indebtedness:** No member in arrears for dues and other fees after April 1 shall be eligible to hold office, to be entitled to vote, to enter any competition or to enjoy other privileges of Club membership.

**Section 7: Suspension:**

- A. A member whose indebtedness to the Club is in arrears for over sixty (60) days from the date of first billing shall be automatically suspended by the Board of Directors, unless such member shall initiate special payment arrangements in advance with the Financial Secretary. A suspended member shall be denied all privileges and access to the Clubhouse or Grounds even if accompanied by a member in good standing, unless specifically authorized by the Board of Directors.

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- B. In the case of Club indebtedness, a letter shall be written by the Financial Secretary informing the member of his suspension and indicating that full payment of all indebtedness must be made immediately.

**Section 8: Expulsion:** A member whose indebtedness to the Club is in arrears for over ninety (90) days from the date of first billing shall be automatically expelled by the Board of Directors, unless such member shall initiate special payment arrangements in advance with the Financial Secretary. An expelled member shall be denied all privileges and access to the Club property and will not be permitted to visit the Clubhouse or Grounds even if accompanied by a member in good standing.

**Section 9: Reinstating Indebted Member:** A member expelled for nonpayment of dues or other indebtedness may, upon payment of same, be reinstated to full membership at the discretion of the Board of Directors.

**Section 10: Resignation & Leave of Absence:** Any member not in arrears for dues or other indebtedness may tender a written resignation or leave of absence of his membership to the Secretary who shall report the same to the Board of Directors at their next regular meeting for their action. At the discretion of the Board of Directors dues and fees already paid may be refunded on a pro-rata basis.

**Section 11: Probation Requirement:** All new and reinstated members will be on probation for one year following admittance to membership.

**Section 12: Social Members** shall be afforded the privileges of the Clubhouse and grounds and attendance at all social activities. They shall not attend General Membership Meetings or be entitled to vote or hold any office. They may not store a boat on Club property or use Club moorings.

**Section 13: Boat owners** must be Active Members. Co-ownership is not recognized.

**Section 14: Deceased Member's Property:** The Commodore will appoint a disinterested party to coordinate with the deceased Active Member's family, next of kin and executor of his will concerning the disposition of property on the premises, dues and fees, and interim continuance of membership. The Commodore will make recommendations to the Board of Directors.

**ARTICLE XII**

**Maintenance and Other Fees**

**Section 1: Maintenance Fee:** In addition to the annual dues and other fees, each Active Member shall be required to pay an annual Maintenance fee.



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**Section 2: Maintenance Fee Reimbursement:** The members shall be afforded the opportunity, by volunteering on Committee Chairs' projects, to qualify for reimbursement of all or part of the next invoiced Maintenance fee. A total of thirty five (35) hours participation shall be required for full reimbursement.

The Committee Chairmen approve work performed. The Commodore reviews, calculates the hours, and adjudicates disputes.

**Section 3: Active Member Storage:** Boats belonging to Active Members may be stored on Club property and moored on Club moorings for fees established by the Board of Directors.

**Section 4: No Payment & No Insurance:** No boat shall be launched or hauled prior to payment in full of all storage and mooring fees and having proof of insurance.

**Section 5: No Payment, No Boat:** No boats coming from other storages shall be moored without payment of all dues and pertinent fees by the owners.

**ARTICLE XIII**

**Meetings**

**Section 1: General Meeting Schedule:** There will be a minimum of four General Meetings per year, one in January, one in April, one in July, and one in October, as determined by the Commodore. The Annual Election Meeting will be held at the General Membership meeting in October.

**Section 2: Special Meetings:** The Secretary shall call special meetings at the direction of the Commodore or upon the written request of ten (10) percent or more Active Members.

**Section 3: Quorum:** Ten (10) percent of the membership as of April 1<sup>st</sup> of the current year shall constitute a quorum for the transaction of business.

**Section 4: Notice Requirements:** Official notices of stated and special meetings shall be posted on the bulletin board at least ten (10) days in advance thereof. Announcements of stated and special meetings will be attempted by other means of communication as a courtesy. Notice for the Annual Election meeting will include the slate of candidates to be elected.

**Section 5: Special Meeting Restriction:** No business shall be transacted at a special meeting except that for which notice was given.

**ARTICLE XIV**

**Grievances**

**Section 1: Grievance Committee.**

- A. Any member of the Club may present to the Board of Directors a written Statement of Charges against any other member for: conduct unbecoming a member; conduct likely to endanger the

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good order and welfare of the Club; repeated insubordination or disobedience of officers when acting in their official capacity; or violation of the By-Laws or Club rules, where such violation is materially adverse to the Club or repeated after written warning.

- B. Upon hearing such Statement of Charges in a regular or properly called meeting of the Board, the Board will engage the Grievance Committee to determine what action is appropriate and proposed for the Charges, and to send a letter of notification to the member of the Charges and the proposed action.
- C. After he has been notified in writing and been given an opportunity to be heard and to present evidence at a time mutually convenient, the Committee shall investigate the charges and make a majority recommendation to the Board.
- D. The Board of Directors shall vote to take appropriate action. Such action may include, but is not limited to, a letter of reprimand or a warning of suspension or expulsion, which action shall require a majority vote of the Board.

**Section 2: Adjudication Procedure.**

- A. If the action to be taken is suspension or expulsion, the member may request that a Committee of three members be chosen, none of whom are members of the Board; one shall be chosen by the Board, one by the charged member, and the third by agreement of the other two Committee members. This third member shall be the Committee Chair.
- B. If such recommendation is against such suspension or expulsion, the final action shall be a written warning delivered to the member. If such recommendation is for suspension or expulsion, the Board may then proceed with a vote to suspend or expel, which must be by majority vote of members of the entire Board.
- C. No accused officer or member shall be allowed to preside at or vote in such proceedings.
- D. Upon request of any one member of the Board, the vote shall be by secret ballot.

**Section 3: Member's Appeal.** Any member or members under accusation shall have the right to appeal the decision of the Board of Directors by serving upon the Secretary a written notice of such appeal within ten (10) days of the receipt of the decision. A special meeting of the Active Members shall then be called for consideration of the appeal and a two thirds vote shall be necessary to reverse the decision of the Board of Directors.

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**ARTICLE XV**

**Amendments**

**Section 1: Amended by 2/3 Vote:** The By-laws may be amended at any meeting of the Active Members by a two-thirds vote of all present, provided the proposed amendment has been recommended by the Board of Directors or approved in writing by fifteen (15) percent or more Active members in good standing, and a copy thereof has been posted on the bulletin board at least ten (10) days in advance of such meeting.

**Section 2: Quorum:** Ten (10) percent of the membership as of April 1<sup>st</sup> of the current year shall constitute a quorum for the transaction of business.

**ARTICLE XVI**

**Deposition of the By-laws**

**Section 1:** A master copy of the By-laws, in a loose-leaf binder, with current additions, correction and amendments as approved by the General Membership, shall be the responsibility of and in the possession of the Secretary with a duplicate copy on file in the Clubhouse and made available to all members of the Club website.

**NOTES**