



# CATAWBA YACHT CLUB, INC

## BYLAWS

(REVISED January 2006)

### ARTICLE 1 - OFFICERS

**Section 1.** The officers of the Club shall consist of a Commodore, Vice-commodore, Secretary, Treasurer, and Fleet Captains. The Club Officers shall also be the Corporate Officers as follows:

CLUB OFFICE	CORPORATE OFFICE
Commodore	President
Vice-Commodore	Vice-President
Secretary	Secretary
Treasurer	Treasurer

**Section 2.** The Commodore, Vice-Commodore, Secretary, and Treasurer shall be elected as hereinafter prescribed. The Fleet Captains shall be appointed by the Commodore and shall serve at his/her pleasure.

#### **Section 3.** Duties of Officers

(a) It shall be the duty of the Commodore to preside at all meetings of the Club, and to enforce the bylaws and regulations of the Club. The Commodore may call a special meeting of the Board of Governors at his/her pleasure or he/she shall do so at the request of the Chair of any standing committee. He/she shall be ex officio a member of all committees.

(b) It shall be the duty of the Vice-Commodore to assist the Commodore in the discharge of his/her duties, or in his/her absence to act as Commodore. The Vice-Commodore shall chair the Membership Committee and the Safety Committee.

(c) The Fleet Captains Sail, Rowing and Power shall be the Executive Officers of the Commodore.

(d) It shall be the duty of the Secretary; to keep minutes of the meetings of the Club and of the Board of Governors, in books provided for that purpose; to keep a correct roll of all members and their club slips and lockers; to file all documents, records, reports, etc., of the Club; to notify each member-elect of his/her election and furnish him/her with a copy of the bylaws and club rules; to notify all members of annual and special meetings; to take minutes of the Club and the Board of Governors, and to keep in the books provided for that purpose.

(e) It shall be the duty of the Treasurer to collect and receive all money due the Club and to pay all bills contracted by it as directed by the Board of Governors or in accordance with the annual budget approved by the Board of Governors; to keep a correct account of all receipts and expenditures in books provided for that purpose; to deposit the funds in the name of the Club in a depository approved by the Board of Governors; to present at each annual meeting and whenever so requested by the Board of Governors, a detailed account showing the financial condition of the Club. A printed summary of all receipts and disbursements, all liabilities (and a copy of current tax return shall be posted on the Club bulletin board in the clubhouse. Copies shall be made available to all members at the annual meeting.

Section 4. Flag Officers. The Commodore, Vice Commodore, and Fleet Captains shall be the Flag Officers. Their flags shall be those prescribed by the Board of Governors.

## **ARTICLE II - ELECTIONS**

Section 1. The Commodore, Vice-Commodore, Secretary and Treasurer shall be elected at the annual meeting of the Club and shall hold office for one year, or until their successors are elected.

Section 2. At each annual meeting, there shall be elected at least one member of the Board of Governors whose term of office shall not exceed three years or until his successor is elected. A member of the Board of Governors who is not an elected officer of the organization shall not be eligible for re-election to the Board of Governors for one year following the expiration of his term on the Board, but he may become an elected officer.

Section 3. Voting shall be by hand count or ballot and a majority of the votes cast shall be necessary to elect to an elective office or to the Board of Governors.

Section 4. All vacancies in elective office occurring subsequent to the annual meeting shall be filled by the Board of Governors to hold office until the next annual meeting of the Club or until their successors are elected.

## **ARTICLE III - BOARD OF GOVERNORS**

Section 1. There shall be a Board of Governors which shall consist of the Commodore, Vice-Commodore, Secretary and Treasurer, ex officio, and three elected members. The Fleet Captains shall attend all meetings, but shall have no vote.

Section 2. The Board of Governors shall meet at least once every three months.

Section 3. Five voting members shall constitute a quorum.

Section 4. They shall have entire authority in the management of the affairs and finances of the Club, and shall have general control of all of its property. All rights and powers including the power to make general warranty deeds of sale connected therewith shall be vested in them.

Section 5. The Board of Governors shall have the power to purchase, sell, transfer and convey any or all assets, including real property, upon a 2/3 majority vote of the total membership of the Club at a special meeting. An exception is granted for non-real property items valued at \$10,000 or less by majority vote of the Board.

Section 6. They shall make such rules as they deem proper respecting the use of the clubhouse, grounds, docks and moorings; prescribe rules for the admission of non-members and fix penalties for offenses against the rules.

Section 7. All appropriations of the funds of the Club shall be made by the Board of Governors. A committee composed of three Board members other than the Treasurer appointed by the Commodore shall audit annually the accounts of the Treasurer and shall report their findings at a meeting of the Board of Governors. The annual budget of the Club shall be approved or modified by the Board of Governors after first considering the recommendation of the Finance Committee.

Section 8. They shall elect to membership in the Club, as hereinafter provided, such candidates as they consider desirable after giving consideration to the recommendations of the membership committee and the membership at large. Such election must be by ballot at a meeting of the Board, and two negative votes shall reject.

Section 9. They shall appoint such committees from the membership as they deem necessary for the proper functioning of the Club. The duties of these committees shall not conflict with or coincide with the duties of Standing Committees.

Section 10. They shall have the power to suspend or expel any member for violation of these bylaws, or for conduct which they shall deem improper or prejudicial to the Club; but no member shall be expelled or suspended for more than 30 days without a hearing.

Section 11. They shall constitute the entire Board of Directors of the Club.

#### **ARTICLE IV - STANDING COMMITTEES**

Section 1. The standing committees shall be a Membership Committee, Finance Committee, House and Grounds Committee, Yards and Docks Committee, Entertainment Committee and Safety Committee. Committees shall be appointed by the Commodore and their names published in a communiqué to the Membership by January 1st of each year. The committee concerned shall recommend to the Board of Governors such regulations as may be necessary for the members in the use and enjoyment of the club facilities.

Section 2. The Membership Committee shall consist of at least three but not more than five members appointed by the Commodore. The Vice Commodore shall serve as Chair of the Committee. They shall investigate and pass upon the qualifications of all candidates for membership and report their conclusions to the Board of Governors.

**Section 3.** The Finance Committee shall consist of at least three but not more than five members appointed by the Commodore. The Treasurer shall serve as Chair of the Committee. The committee shall prepare annually and within 60 days after the annual meeting of the club members a budget showing anticipated receipts and disbursements for the forthcoming year for the Club based upon requests for monies from Standing Committees and Fleet Captains and submit the budget to the Board of Governors. When requested to do so, they shall advise the Treasurer and the Board of Governors on financial matters affecting the Club.

**Section 4.** The Yards and Docks Committee shall consist of at least three but not more than five members. The Chair of the Committee shall be a member of the Board of Governors. The committee shall supervise the maintenance, repair and construction, of all floats, docks, moorings, railways, ramps, repair sheds, pavilions, and the machinery, fittings and appurtenances located on and around them. The Chair shall locate all moorings of all watercraft at the Club. The Chair of the committee shall have the power to direct the mooring and docking of all watercraft. at the Club Failure of an individual to comply with such directions shall result in such action of the Board of Governors as is deemed necessary. The Yards and Docks Committee shall insure the Club is compliant with all governmental and Duke Power waterway regulations.

**Section 5.** The House and Grounds Committee shall consist of at least three but not more than five members. The Chair shall be a member of the Board of Governors and they shall have the general control, management and maintenance of the house, grounds, and employees of the Club. They shall receive all complaints concerning the house, grounds, employees, vendors and subcontractors.

**Section 6.** The Entertainment Committee shall consist of at least three but not more than five members. A member of the Board of Governors shall be Chair of the Committee. They shall provide and take charge of all entertainment of the Club.

**Section 7.** The Safety Committee shall consist of at least three but not more than five members. The Vice Commodore shall chair the Safety Committee. The Safety Committee shall be responsible for inspecting the club property for safety hazards including unsafe docks and piers; inspecting fire extinguishers; inspecting the first aid kit; promoting safety in all swimming areas with proper life saving equipment and posted regulations concerning swimming at the club. Under recommendation of his/her committee, the Vice Commodore shall advise the appropriate Committee Chair of his/her findings and request corrective measures be taken, and reported on, at the next Board of Governors meeting.

**Section 8.** The Fleet Captains (Sail, Rowing and Power) and their appointed Committee members, shall manage and direct all functions regarding race, Regatta and regulatory issues of their respective fleets.

**Section 9.** The Commodore shall have the power to form an ad hoc committee on Long Range and Physical Planning. This ad hoc committee shall consist of five members of the Club as appointed by the Commodore. The committee shall be responsible for formulating and maintaining a long range capital improvement plan for the Club and for presentation of this plan to the Board of Governors and/or members as needed.

## **ARTICLE V - NOMINATING COMMITTEE**

**Section 1.** There shall be a Nominating Committee of five members, two of whom shall be members of the Board of Governors or officers in the Club and three of whom shall be selected from the membership at large of the Club. Members of this Committee shall be appointed by the Board of Governors by July 1<sup>st</sup> of each year and the Commodore shall appoint a Chair from the members so elected. The Nominating Committee shall nominate for all elective offices to be filled at the next annual meeting and shall notify the Membership at least two weeks prior to the annual meeting.

**Section 2.** Any member, in good standing, may at the Fall annual meeting nominate a candidate who is a member to any elective office, provided such nomination is seconded.

## **ARTICLE VI - MEETINGS**

**Section 1.** The annual meeting shall be held in the Fall of each year and another special meeting shall be held in the Spring of each year.

**Section 2.** Notices of general membership meetings and of special meetings shall be mailed to every member at least two weeks in advance thereof. Notices of special meetings shall state the purpose of such meetings and no business shall be transacted at a special meeting except that for which notice is given.

**Section 3.** The Secretary shall call a special meeting upon the written request of a majority of the Board of Governors or upon the request of fifteen members.

**Section 4.** Forty percent of the dues paying membership shall constitute a quorum at a general or a special meeting for the transaction of business. Written proxies only will be accepted at special meetings and may be used to constitute a quorum except where amendments to the bylaws are to be considered.

**Section 5.** Order of business at an annual or special meeting shall be observed as follows:

- (a) Roll call
- (b) Reading of minutes of previous meeting
- (c) Report of Commodore
- (d) Report of Committees; Fleet Captains
- (e) Unfinished Business
- (f) New Business
- (g) Adjournment

## **ARTICLE VII - MEMBERSHIP**

### ***Definition***

**Section 1.** Members in good standing are entitled to all Club privileges, to have voting powers in the election of officers and members of the Board of Governors as provided in these by-laws. Provided, however, that Junior members (defined as under age 30) may not serve on the Board of Governors or as an elected officer in the Club) until they become Senior members.

**Section 2.** A Member, or Spouse of a member, may serve on the Board of Governors or as Chair of Board Committees. A member and their spouse represent only one vote at a special meeting

or the annual meeting. However no two family members (defined as living in the same household) can serve on the Board of Governors at the same time.

**Section 3.** In the event of the death of a member, leaving a surviving spouse, such spouse shall automatically and immediately succeed to the membership of the deceased member and shall have all privileges and financial obligations associated with membership.

**Section 4.** Dependents and spouses of members may have use of the Club without extra charge. Dependents over 21 years of age shall no longer have use of the Club unless (a) unmarried and being a full-time student or (b) in military service. The dependent must, in addition, reside with and be financially dependent upon the member. Any dependent losing the privileges of a dependent through marriage or other circumstances may apply for membership.

**Section 5.** A member who has attained the age of seventy (70) years and completed twenty (20) years of membership in the Club shall, in the next calendar year, be classified as an honorary member for life. An honorary member shall have all the privileges of regular membership and shall not be required to pay annual dues or special assessments. The surviving spouse of a deceased honorary member shall automatically and immediately become an honorary member themselves.

**Section 6.** Members in good standing are entitled to all Club privileges, to have voting powers in the election of officers and members of the Board of Governors as provided in these by-laws. Provided, however, that Junior members may not serve on the Board of Governors or as an elected officer in the Club until they become Senior members.

## ***Process***

**Section 7.** Any prospective member must be sponsored by a member in good standing and two co-sponsors who are also members in good standing. It shall be the duty of the sponsor to present to the Membership Committee the prospect's name, and all pertinent information concerning the prospect and such other information as may be required. A prospective member cannot be rejected on the basis of race, color, religion, gender, age or handicap. The Membership Committee shall manage the membership process according to guidelines approved by the Board. The membership shall be notified by mail of the prospect's name and the Board of Governors shall vote by secret ballot to accept or reject the application. Two negative votes shall be sufficient to bar any prospect from membership, but any rejected name may not be again considered until the lapse of 90 days. In the case of acceptance, or rejection, the Secretary shall notify the sponsor of such action and, if accepted; the Secretary shall invite the prospect to full membership and present him with a copy of the bylaws and regulations of the Club. The Treasurer shall inform the new member of his financial obligations to the Club. In case of non-acceptance, it shall be the responsibility of the sponsor to handle the matter as he/she sees fit.

**Section 8.** Any member in arrears for dues or other indebtedness for a period of three months shall be notified by mail by the Treasurer at his last known address, showing the amount due; a copy is to be sent to the Vice-Commodore. The Vice-Commodore shall notify the delinquent member of past dues required and quote the delinquent member of this Section of the CYC By-laws. If the amount is not paid in full within one month thereafter, the name of the delinquent shall be dropped from the roll, and are given 10 days to remove all personal property from the club. A member dropped for nonpayment of dues, or other indebtedness, may, upon payment of same, at the discretion of the Board be reinstated to full membership.

**Section 9.** Any member, may tender a written resignation of his membership to the Secretary who shall forward same to the Board of Governors for action.

**Section 10.** Fees and dues. The initiation fee for a new member and annual dues and fees for existing members shall be set by the Board of Governors and, if changed, notice of the change

shall be communicated to the Membership. Annual dues shall be paid to CYC within 30 days receipt of invoice from the Treasurer. Junior members, upon acceptance of their application, shall pay one year's dues and shall pay the pro rata share of the amount of their initiation fee over the years remaining before they attain age 30.

Section 11. A locker, slip, mooring or dry sail area occupied by a member's boat or equipment, shall be granted upon approval of the Chair of the Yards and Docks Committee and may be rented to that member on an annual basis for a fee set by the Board of Governors and billed by the Treasurer.

#### **ARTICLE VIII - CARE OF WATERCRAFT**

Section 1. Members shall be responsible for the proper docking, mooring and storage of their watercraft. Proper watercraft registration and ad valorem taxes are the sole responsibility of the watercraft owner. Neither the Club nor its Board of Governors, or appointed members, shall be responsible for any damage which may occur to member's watercraft or property while on Catawba Yacht Club grounds.

#### **ARTICLE IX - AMENDMENTS**

Section 1. These bylaws may be amended at any meeting which has a quorum present by a 2/3 vote of those present, provided a copy of the proposed amendment has been filed with the Secretary two weeks prior to the meeting and a copy mailed to each member with the notice of the meeting.