



CATAWBA YACHT CLUB, INC

BYLAWS

(Adopted September 12, 2021)

ARTICLE 1 - MISSION OF CLUB

Catawba Yacht Club (the “Club”) is intended to be a welcoming place for all members and their families to enjoy the beauty of Lake Wylie, to participate in watersports, including sailing, rowing, and boating and to foster fellowship and friendship among its members. To that end, all members are expected to be respectful of each other and the Club’s facilities and to be cordial with other members and willing to assist in maintaining and improving the Club and its facilities.

ARTICLE II -OFFICERS

Section 1. The officers of the Club shall consist of a Commodore (President), Vice-Commodore (Vice President), Secretary, Treasurer.

Section 2. The officers shall be elected as hereinafter prescribed.

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 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. In addition, the Commodore may convene any new ad hoc committee that he or she determines to be necessary or advisable.
- (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) It shall be the duty of the Secretary to keep minutes of all meetings of the Club and of the Board; to keep a correct roll of all members and their club slips and lockers; to file such documents, records, reports, etc., of the Club as requested by the Commodore or

the Board; to notify all members of annual and special meetings; to preserve minutes such meetings in an appropriate fashion.

- (d) 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 or in accordance with the annual budget approved by the Board; 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; to present at each annual meeting and whenever so requested by the Board, a detailed account showing the financial condition of the Club. Copies of the Club's balance sheet 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.

ARTICLE III - BOARD OF DIRECTORS

Section 1. There shall be a Board of Directors ("Board") which shall consist of the Commodore, Vice Commodore (who serves as Chair of the Membership and Safety Committees), Secretary, Treasurer (who serves as Chair of the Finance Committee), the Chairs of the Yards and Docks, the House and Grounds, and the Entertainment Committees, and the three Fleet Captains (Sailing, Rowing and Recreational),

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

Section 3. Six voting members shall constitute a quorum.

Section 4. The Board 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 in accordance with these Bylaws.

Section 5. The Board may purchase, sell, transfer, or convey any property other than real estate with a value of twenty-five percent or less of the Club's net cash reserve balance as of December 31 of the previous year ("Net Cash Reserve") without additional approval of the membership. The Board shall have the power to purchase, sell, transfer and convey any or all assets, including real estate, with a value exceeding Twenty-Five Percent (25%) of the Club's Net Cash Reserve upon a two thirds (2/3) majority vote of the total membership of the Club at a special meeting.

Section 6. The Board shall make such rules as they deem proper respecting the use of the clubhouse, grounds, docks and moorings. The Board may prescribe rules for the admission of non-members and regarding the appropriate conduct of members and penalizing members for violations of such rules or for otherwise unacceptable conduct.

Section 7. The annual budget of the Club shall be approved or modified by the Board after first considering the recommendation of the Finance Committee.

Section 8. Annually, the Treasurer shall retain an external accountant to conduct a review of all accounts, compile, prepare, and submit all required tax filings, and shall report the findings of the review and the tax filings to the Board.

Section 9. The Board 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.

Section 10. The Board shall have the power to appoint such committees from the membership as they deem necessary or advisable 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 11. The Board shall have the power to suspend or expel any member for violation of these bylaws or the rules of the Club, or for conduct which they shall deem improper, uncivil, or detrimental to the Club. No member shall be expelled or suspended for more than 30 days without written notice and an opportunity to appear before the Board.

Section 11. Only one member of a marriage or committed partnership may serve on the Board at any time.

ARTICLE IV – ELECTION OF OFFICERS AND DIRECTORS

Section 1. The officers shall be elected at the annual meeting of the Club and shall hold office for one year, or until their successors are elected. The Chairs of the Yards and Docks Committee, the House and Grounds Committee and the Entertainment Committee and the three Fleet Captains 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. Voting shall be by hand count or ballot as determined by the Secretary and a majority of the eligible votes cast shall be necessary to elect to an elective office or to the Board.

Section 3. Any vacancy in elective office or on the Board occurring between annual meetings shall be filled by the Board to hold office until the next annual meeting of the Club or until his or her successor is elected.

ARTICLE V - STANDING COMMITTEES

Section 1. The Standing Committees shall be the Membership Committee, Finance Committee, House and Grounds Committee, Yards and Docks Committee, Entertainment Committee and Safety Committee. Unless provided otherwise herein, Standing Committee Chairs shall invite Club members to serve on their Committees. The Standing Committees shall recommend to the Board such rules as may be advisable 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. The Membership Committee shall consider the qualifications of all candidates for membership and report their recommendations 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 a budget showing anticipated receipts and disbursements for the forthcoming year for the Club based upon requests for monies from the Standing Committees and Fleet Captains and submit the budget to the Board. The budget adopted by the Board shall be presented to the membership at the Spring Meeting.

Section 4. The Yards and Docks Committee shall consist of at least three but not more than five members. The committee shall supervise the maintenance, repair and construction, of all floats, docks, moorings, railways, ramps, repair sheds, outbuildings, and the machinery, fittings and appurtenances located on and around them. The Yards and Docks Committee shall insure the Club complies with all applicable waterway regulations.

Section 5. The House and Grounds Committee shall consist of at least three but not more than five members. The committee shall be responsible for the control, management and maintenance of the house, grounds, and employees of the Club. The Committee 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. The Committee 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 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. Upon recommendation of the Safety Committee, the Vice Commodore shall advise the appropriate Standing Committee Chair of his/her findings and request corrective measures be taken, and reported on, at the next Board meeting.

Section 8. Each Fleet Captain (Sailing, Rowing and Recreational) shall appoint a Committee consisting of at least three and no more than five members. The Committees shall manage and direct all functions regarding racing and regattas, regulatory issues of their respective fleets, and the acquisition of new equipment. Each Fleet Captain shall direct all mooring or storage of watercraft under his or her supervision (i.e. sailing, rowing or other boats). Failure of a member to comply with the directions of the relevant Fleet Captain may result in any response or penalty deemed necessary or advisable by the Board.

ARTICLE VI - NOMINATING COMMITTEE

Section 1. There shall be a Nominating Committee of five members, two of whom shall be members of the Board and three of whom shall be selected from the membership at large. Members of this Committee shall be appointed by the Board by July 1st of each year and the Commodore shall appoint a Chair from the members so appointed. 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 annual meeting nominate a candidate who is a member to any elective office, provided such nomination is seconded.

ARTICLE VII - MEETINGS

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

Section 2. Notices of the annual and Spring meetings and of special meetings shall be communicated in writing 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 when the Board has authorized such a meeting or upon or upon the written request of fifteen or more members. The Secretary shall give at least two (2) and no more than four (4) weeks' written notice of a special meeting.

Section 4. Forty percent (40%) of the Members in Good Standing shall constitute a quorum at a general or a special meeting for the transaction of business. Written proxies will be accepted at all 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 Spring 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

ARTICLE VIII - MEMBERSHIP

Section 1. Members. Membership shall be by family unit, meaning spouses or committed partners and their children under the age of 21. Each Member (i.e. family) shall have one vote at the annual, Spring, or special meetings. The death of a spouse or committed partner shall not change the membership status of the surviving spouse or partner. In the case of divorce, the family should identify to the Club which spouse shall retain the privileges and financial obligations associated with Club membership.

Section 2. Honorary Members. Honorary Members are members who have attained the age of seventy (70) years and completed twenty (20) years of paid membership in the Club and have been approved by the Board. Honorary Membership commences on January 1 of the calendar year after the year in which the member qualifies as an Honorary Member. The surviving spouse of a deceased honorary member shall automatically and immediately become an Honorary Member themselves. Honorary Members shall have all the privileges of regular membership and shall not be required to pay annual dues or special assessments. However, Honorary Members shall be responsible for all fees associated with the mooring or storage of any watercraft or associated equipment and such other reasonable administrative fees as determined by the Board.

Section 3. Members in Good Standing. Members in Good Standing are (a) members who are not in arrears in paying their dues and other fees, and (b) Honorary Members who are not in arrears in paying any fees or administrative expenses. Members in Good standing are entitled to all Club privileges and are eligible the right to vote on business at an annual, Spring, or Special meeting as provided in these Bylaws.

Section 4. Children of Members. Children of Members in Good Standing who are under the age of 21 may have use of the Club without extra charge. Children of Members in Good Standing who are 21 years of age or older shall no longer have use of the Club unless (a) unmarried and a full-time student residing with their parents or (b) in military service. Parents are responsible for the behavior of their children while on Club property.

Section 5. Membership Process. 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, all pertinent information concerning the prospect, and such other information as may be reasonably requested. The Chair of the Membership Committee shall provide prospective members with a copy of these Bylaws and the Rules of the Club. The membership shall be notified of the prospect's name at least two weeks in advance of the Board vote on membership and may submit comments to the Board regarding the applicant. The Board shall vote to accept or reject the application. Any member of the Board may request that the vote on membership be conducted by anonymous ballot. Two negative votes shall be sufficient to reject an application for membership. Any rejected prospective member may not again be considered for membership until the lapse of 90 days. In the case of acceptance or rejection, the Chair of the Membership Committee shall notify the sponsor of such action and, if accepted, invite the prospective member to full membership. The Treasurer shall inform the new member of his or her financial obligations to the Club. In the case of non-acceptance, it shall be the responsibility of the sponsor to handle the matter in a tactful manner.

A prospective member shall not be rejected on the basis of race, color, religion, gender, age, sexual orientation, handicap, or any other legally prohibited criterion.

Section 6. Fees and Dues. The initiation fee for a new member and annual dues and fees for existing members shall be set by the Board and, if changed, notice of the change shall be communicated in writing to the Membership. Annual dues shall be due to the Club within 30 days date of invoice from the Treasurer.

Section 7. Fees. A locker, slip, mooring or dry sail area, or other location to be occupied by a member's boat or equipment, shall be granted upon approval of the appropriate Fleet Captain. Members shall pay on an annual basis a fee set by the Board and billed by the Treasurer for such locker, slip, mooring, dry sail area or other boat storage. A member who during any calendar year gives up a locker, slip, mooring, dry sail area, or other boat storage area shall not be entitled to a pro rata refund of such fees.

Section 8. Arrearages. Any member in arrears for dues or other indebtedness for a period of three months shall be notified in writing by the Treasurer of the amount due. A copy of such written notice shall be provided to the Vice-Commodore. If the amount is not paid in full within thirty (30) days from the date the notice of arrears was given, the member shall be notified in writing that he/she has been expelled from the Club. The former member shall have 10 days from the date of notification of expulsion to remove all personal property from the club and to return any and all Club property, including keys. After the 10-day period, the former Member shall relinquish any claim he or she has to property left at the Club. The Club may dispose of, keep, or manage in any other way property not removed within that time. If a member has been expelled solely for nonpayment of dues, or other indebtedness, he/she may, upon payment of same, re-apply for Club membership. The Board in its sole discretion shall determine whether to reinstate the expelled member. The Board shall have the authority to require reasonable conditions for such reinstatement.

Section 9. Resignation and Former Members Desiring to Rejoin

Any member may tender a written resignation of his or her membership to the Secretary who shall forward same to the Board. There shall be no refund of fees or dues when a member resigns his membership unless the Board determines otherwise. A member who has resigned may reapply for membership at any time. The Board may, but shall not be required to, accept the application for membership and may, but shall not be required to, waive the membership fee.

ARTICLE IX • CARE OF WATERCRAFT

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 officers and Board shall be responsible for any damage which may occur to member's watercraft or property while on Club grounds.

ARTICLE X . DEFINITION OF WRITTEN NOTICE

As used herein, the terms “written notice,” “notification in writing,” or “written communication” shall include (a) a writing sent by letter through the U.S mail or any express mail service (for example Federal Express), (b) notice sent by email to the last email address provided by the member or (c) a text to the last mobile telephone number provided by the member. The Board may use other forms of communication to the definition of “written notice” without amending these Bylaws provided the method is reasonable and a record of the communication and the date it was made can be retained by the Board.

ARTICLE XI_AMENDMENTS

These Bylaws may be amended at a special meeting of the Club membership. The amendments must be approved by a two thirds (2/3) vote of those present at the special meeting who are eligible to vote. The Secretary shall provide a copy of the proposed amendments to the Bylaws along with his or her written notice of a special meeting called for the purpose of amending the Bylaws.