

REVISION

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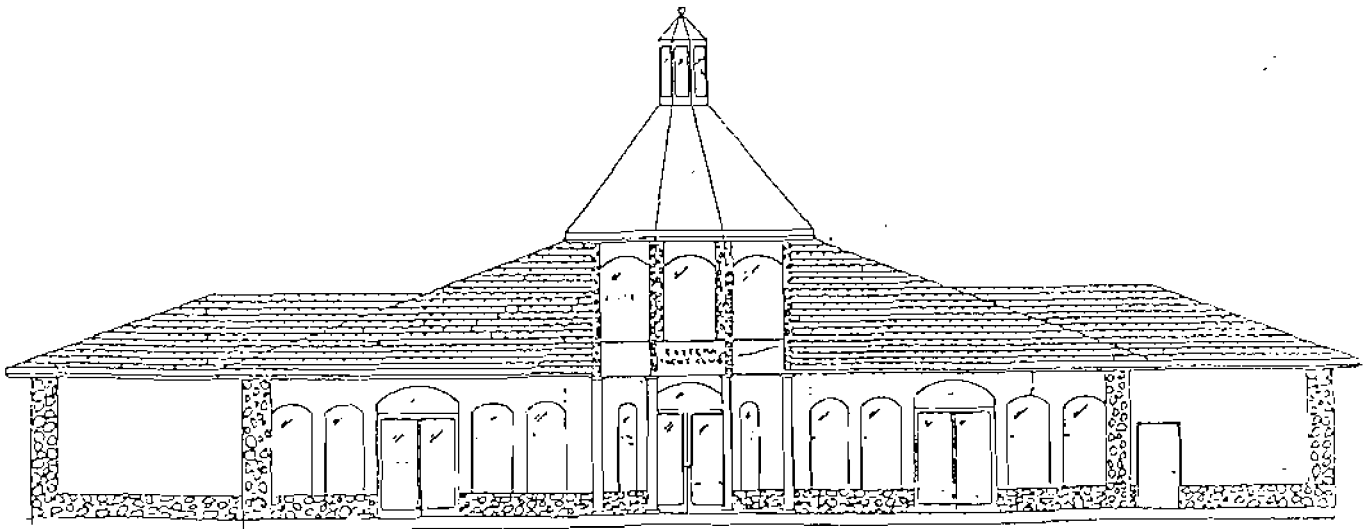
REPRINT 1999 w REVISIONS

EASTERN YACHT CLUB INC.

CONSTITUTION AND BY-LAWS

APPROVED

September 27, 1995



PARLIAMENTARIAN: CAPTAIN FRED SMITH

REVISION DATE

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A committee appointed by Commodore B. Michael Collision prepared this revision of the by-laws of the Eastern Yacht Club Inc.

The members of this committee were:

Capt. John E. Winchester Jr. - Committee Chairman

Commodore B. Michael Collision

Parliamentarian Fred Smith

P/C Kathy Davidson

Captain Ron Bendlin

The recommendations of this committee were acted upon and the revisions of this text include the approved changes as well as others previously adopted since the last revision of September 19, 1990.

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**ARTICLE I
CONSTITUTION AND BY-LAWS CLUB - NAME**

SECTION 1. CLUB NAME

The name of this Club shall be the Eastern Yacht Club Inc, of Maryland

SECTION 2. CLUB SEAL

The seal of the Club shall be circular in form with a diameter of one and five-eighths inches (1-5/8"). A circular inscription around the outer edge shall read: "Eastern Yacht Club Inc, Maryland". On the inside of the circular inscription will appear a facsimile of the Club burgee with the year 1957 beneath it.

SECTION 3. CLUB COLORS

The colors of the Club shall be yellow and black.

SECTION 4. CLUB BURGEE

The Club Burgee shall be a pennant consisting of a yellow background with a black insignia representing the Eastern Yacht Club name.

**ARTICLE II
OBJECTIVES**

The objectives of the Eastern Yacht Club shall be as follows. To promote high standards of boating; to promote the science and practice of good navigation, seamanship, and safety afloat. To render aid and mutual assistance to and between members, to foster all sports related to boating as well as social activities appropriate to yachting, to provide a suitable clubhouse and an anchorage for the use and recreation of the members.

**ARTICLE III
OFFICERS**

SECTION 1.

(a) The Officers of the Club shall be Commodore, Vice-Commodore, Rear-Commodore, Fleet Captain, Secretary, and Treasurer, of which the first three shall be the Flag Officers who cannot succeed themselves in office.

(b) The Officers shall be elected from among the members in good standing in accordance with the election procedures given in Article VIII. Officers must remain in good standing during their term of office.

(c) Any Officer may be removed from office as prescribed under the provisions of Article XII, Discipline. An Officer is entitled to a special hearing before the Board of Governors. The Board of Governors Recommendation will then be presented to the general membership. Such action may be accomplished at any membership meeting, Regular, Special or Annual, provided two-thirds (2/3) of the members present at such meeting vote in the affirmative for such action.

(d) An Officer who is absent from three consecutive meetings, Regular, Special or Annual, automatically forfeits their position as Officer unless they are incapacitated in which case the provisions of paragraph (f) below will apply. The general membership may elect a successor to serve for the remainder of the term of the Office so vacated in accordance with the election procedures given in Article VIII. If the general membership fails or refuses to elect a successor within a period of sixty days, the Board of Governors shall elect a successor at the earliest possible date.

(e) The Flag Officers and the Fleet Captain must, at the time of their election and during their term of Office be the owners of a power cruiser of not less than twenty feet (20') in length with overnight accommodations, operable, waterborne and able to participate in Eastern Yacht Club cruises.

(f) If an Officer shall become incapacitated, or otherwise unable to fulfill his/her duties for an extended period, the Board of Governors, at its discretion, may select either a substitute to serve for a period of illness, or a permanent replacement as the situation may require. The Board of Governors shall make the final determination as to whether an Officer is incapacitated.

(g) All Officers shall be bonded in an amount to be determined by the Board of Governors. The cost of such bonding shall be borne by the Club treasury.

(h) Elected Officers or Board of Governors members cannot be an Officer or Board of Governor member of another yacht club.

(i) A member will not be allowed to become an Officer of Eastern Yacht Club until they have successfully completed their probationary period.

**ARTICLE IV
DUTIES OF OFFICERS**

SECTION 1. COMMODORE

(a) The Commodore shall be vested with all the powers normally exercised by the President of a Corporation and he shall provide executive direction of the business and operation of the Club.

(b) The Commodore shall preside as Chairman at all Membership meetings and at all meetings of the Board of Governors.

(c) The Commodore shall be responsible for discipline on the Club property and shall be vested with the power to temporarily suspend any member for any violation of the Constitution and by-laws or of the Rules and Regulations of Eastern Yacht Club. Such suspension shall be effective pending action by the Board of governors in accordance with the provisions of Article XII.

(d) The Commodore shall, with the approval of the Board of Governors, appoint committees and the chairman thereof, or dissolve committees or remove members of committees when necessary.

(e) The Commodore shall be an ex-Officio or member of all committees.

(f) The Commodore, or other Officer acting in his stead, and the Secretary, shall jointly execute all papers, contracts, and other legal instruments required for the proper operation of the Club, provided such papers, contracts and other legal instruments have first been approved by the Board of Governors. The secretary shall affix the Club Seal to all such paper contracts and other legal instruments.

(g) After completion of Office, a Past Commodore will receive a gold colored membership card and he/she will be exempt from all assigned work details for a period of one (1) year for each year served in office, except on a voluntary basis (approved 8/2/91). A past Commodore will still be required to pay all dues and/or assessments.

SECTION 2. VICE COMMODORE

(a) The Vice Commodore shall assist the Commodore in the discharge of his/her duties and, in the Commodore's absence shall officiate in his/her stead. The powers vested in the Vice Commodore shall never exceed those vested in the Commodore.

(b) The Vice Commodore shall be the Chairman of the House Committee.

(c) The Vice Commodore shall have such additional powers and duties as may be assigned from time to time by the Board of Governors.

(d) Vice Commodore shall present a written statement of the clubhouse financial status at each Regular and Annual meeting of the Board of Governors. In addition, the Vice Commodore shall render to the Commodore and/or the Board of Governors any other information concerning the financial status of the clubhouse as may be requested.

SECTION 3. REAR COMMODORE

(a) The Rear Commodore shall assist the Commodore and the Vice Commodore, when requested in the discharge of their duties and, in their absence, shall officiate in their stead.

(b) The Rear Commodore shall be the Chairman of the Grounds, Membership, and Slip committees.

(c) The Rear Commodore shall have such additional powers and duties as may be assigned from time to time by the Board of Governors.

(d) The Rear Commodore shall maintain a correct list known as the "Fleet Roster" of the name, ownership, dimensions, type, rig, and power of each yacht enrolled in the Club, and, if the yacht is moored at the Club, a record of the slip in which the craft is moored.

(e) The Rear Commodore shall hold an annual "Slip" day at which time slip assignment will be made in accordance with seniority provisions. The Rear Commodore shall maintain financial records of all slip rental payments and of all fees collected from transient boats.

SECTION 4. FLEET CAPTAIN

(a) The Fleet Captain shall plan all Club Cruises and shall arrange for dockage, meals, and entertainment on such cruises.

(b) The Fleet Captain, at his/her, Discretion or at the request of the Board of Governors or at the request of the General membership, may proceed with any cruises that do not interfere with major Club activities.

(c) The Fleet Captain shall be the Chairman of the Pier Committee. The piers shall be under the supervision of the Dock master who shall be appointed by the Fleet Captain. The Dock Master will have the responsibility to report all infractions to an officer or OD for corrective action. The appointment is Subject to approval by BOG.

(d) The Fleet Captain shall have such additional powers and duties as may be assigned from time to time by the Board of Governors.

SECTION 5. SECRETARY

(a) The Secretary shall record and keep in good order the minutes of all meetings: Regular and Special meetings of the Board of Governors, and Regular, Special and Annual Meetings of the General Membership.

(b) The Secretary shall be the custodian of the records and the corporate seal of the Club, and shall prepare all reports and documents connected with or pertaining to the business of the Club.

(c) The Secretary shall maintain a correct roll of the membership, their dates of election to membership, the seniority status of each member, and a record of each member's honors activities and accomplishments in this Club, as well as in other yachting organizations.

(d) The Secretary shall receive applications for membership. The Secretary will post one copy of the application on the bulletin board, and one copy of application and all payments shall be given to the Treasurer, and one copy to the membership committee and one copy to the Holding Corporation.

(e) The Secretary shall furnish newly elected members with membership card, a copy, of these Constitution and by-laws, and copy of the House and Ground Rules.

(f) The Secretary shall be responsible for the Club's correspondence and shall prepare and issue notices as required.

(g) The Secretary shall maintain a current roster of all committee assignments.

SECTION 6. TREASURER

(a) The Treasurer shall perform all duties ordinarily incident to the office of the Treasurer of a Corporation.

(b) The Treasurer shall receive. Have charge of, and be responsible for all funds, securities, and receipts, and shall make all disbursements in the name of the Club in an efficient manner.

(c) The Treasurer shall maintain accounts in the name of the Club. In such banks, trust companies or other depositories as shall be elected from time to time by the Board of Governors. and shall deposit or cause to be deposited in the name of the Club all monies and

other valuable effects belonging to the club. Accounts may not be opened or closed without prior approval of the Board of Governors.

(d) The Treasurer shall present a written statement of the Club's financial status at each Regular or Annual meeting of the General Membership and at each Regular meeting of the Board of Governors. In addition, the Treasurer shall render to the Commodore and/or to the Board of Governors any other information concerning the financial status of the Club as may be requested. The Treasurer shall provide sufficient copies for distribution to the Board of Governors at the Board of Governors Meeting.

(e) The Treasurer shall have such additional powers and duties as may be assigned from time to time by the Board of Governors.

SECTION 7. AUTHORITY

(a) Each Officer has the ultimate authority of their office and their decisions may not be overturned unless brought before the Board of Governors.

(b) If an Officer becomes incoherent or is not operating in the best interest of the Club. Or their decision imperils the dignity of the Club, two or more members of the Board of Governors may, at that point in time, question the Officer's decision and, at a later date, defend their action before the Board of Governors.

ARTICLE V BOARD OF GOVERNORS

SECTION 1

(a) The business and property of the Club except as otherwise provided by legal statute the certificates of incorporation, or these By-laws, shall be managed by the Board of Governors. The Board of Governors shall consist of the Commodore, Vice Commodore Rear Commodore, Fleet Captain, Secretary, Treasurer, and Immediate past Commodore. Finance Chairman, six (6) members at-large, and the President of the Holding Corporation.

(b) The Board of Governors shall keep minutes of its meetings and a full account of its transactions.

SECTION 2.

(a) The Board of governors shall be constituted each year at the annual membership meeting in accordance, with the election procedures of Article III. The Board shall not pledge the credit of the Club for period longer than the Board's one-year term of office without being authorized to do so by majority vote of the general membership at any membership meeting.

SECTION 3.

(a) The Board of governors shall hold regular meetings on the fourth Friday of each month unless unusual conditions required postponement. If postponement is necessary, the Commodore, or the Officer acting in his stead shall set a time and date as near to the regular meeting as possible, and so notify those concerned of the new date and time.

(b) Special Meetings of the Board of Governors shall be held whenever called by the Commodore. If a majority of the Board Members shall request a special meeting of the Board, the Commodore shall call such a meeting at the earliest possible time. Notice shall be given to all Board members prior to the special meeting.

SECTION 4.

(a) The Board of governors shall prescribe matters of policy, not inconsistent with this Constitution and by-laws, which shall be binding upon the, members and committees.

SECTION 5.

(a) Any member of the Board of governors may be removed from office by vote of the general membership. Such action may be accomplished at any special membership meeting called for that purpose provided two-thirds (2/3) of the members present at such a meeting vote in the affirmative for such action. If the person so removed from Office on the Board of Governors is one of the elected Officers. That person shall also be removed from the elected Office by the same vote of the general membership.

(b) Any member of the Board of Governors who is absent from two (2) consecutive meetings of the Board shall, at the discretion of the Board, forfeit their position on the Board. If the person is also one of the elected Officers, they shall also forfeit their position as elected Officer.

(c) If any member of the Board of Governors shall die or resign, or become disqualified to hold Office on the Board or if the General membership shall remove any member of the Board for any, reason. The general membership may elect another person to serve for the

remainder of the term of the person so removed. If that person so removed is a Flag Officer, then the vacancy shall be filled by automatic step-up with the approval of the Board of Governors. Elections shall be held in accordance with the provision of Article VIII

If the general membership fails or refuses to elect such a successor within a period of sixty (60) days, the remaining members of the Board of Governors shall elect such successor at the earliest possible date.

ARTICLE VI MEMBERSHIP

SECTION 1

(a) Six (6) types of membership shall be carried on the membership rolls. Regular Class A, B, C, Social, Honorary, and Associate.

SECTION 2.

(a) Regular membership in the Club shall be open to citizens of the U.S.A., who are of high moral character and who have attained the age of twenty-one (21) years or more.

(b) Regular Member - A Regular Member must be a participating member who shall be required to pay all dues, assessments and fees as may be required by the Rules and by-laws of EYC. Said member shall also be required to contribute not less than seven (7) hours of work per month on a bona fide committee, as directed by the chairman of said committee. If any Regular Member (Class A) shall miss a work assignments, the committee chairman shall inform the Treasurer in writing and the Treasurer will issue an invoice to that member in the amount of \$50.00. If said member was able to arrange a swap with another member, with the approval of the committee chairman, no assessment shall be levied. Failure to pay outstanding invoices shall result in the member reverting to a Class B membership.

(c) Regular Membership Class B: - A Regular Member Class B shall be required to pay dues, assessments and fees as may be required by the rules and by-laws of EYC, but will not be eligible for slip privileges. A Regular Member Class B must assume Class A duties for six months prior to gaining slip privileges.

(d) Regular Membership Class C: - A regular member must be a participating member who shall be required to pay all dues, assessments and fees as may be required by the rules and by-laws of EYC. Said member shall also pay an annual fee at time of payment of dues, in the amount of \$450.00 to be excused from the regular assignment of duties as outlined for a regular member in paragraph (b).

(e) The Board of Governors shall be the final authority to any exception to work assignments for reasons of health. Regular Members shall be accorded all rights and privileges of EYC. A Regular Member is required to attend at least three (3) club-sponsored affairs each fiscal year or else is billed for them. The rate of charge for each missed required affair should be the average of all club-sponsored affairs for the year.

SECTION 3. SOCIAL MEMBERSHIP

(a) Social Members shall be required to pay an initiation fee and annual dues. The Board of Governors may adjust these fees by a two-thirds vote.

(b) Social members must be sponsored by at least two (2) Regular Members in good standing and must abide by all rules and regulations of the EYC. The applicant must be at least twenty-one (21) years of age. Social members shall not have the right of a vote in any Club meeting, policy or rule making, nor shall they be eligible to hold any Office in the EYC or accumulate any seniority regarding a slip rental. Social Members may, upon proper application to the Board of Governors, become Regular Members upon completion of all requirements pertaining to the requested type membership. Social Members shall be accorded all other rights and privileges of the EYC.

(c) A Social Member may, on a voluntary basis, serve on an active committee (House, Grounds, Etc.) On a regular basis and accumulate 3 months slip seniority for each year worked if and when they apply for Regular Membership.

(d) Social members approved for Regular membership by the Board of Governors shall pay the difference between the fees already paid by said member and the current initiation fee and the annual dues required of Regular Members consistent with all of the requirements of Article XIII, Initiation Fees and Dues.

SECTION 4. HONORARY MEMBERSHIP

(a) The Board of Governors may award Honorary Membership to such persons as it may deem to have rendered important service or benefits to the Club. Such membership shall be awarded on an annual basis and shall require a two-thirds (2/3) majority of the Board members present and voting at any Board meeting. Honorary Members shall not be required to pay dues or any assessment, and shall be entitled to all privileges of the Club with the exception of voting, holding office and establishing seniority and slip privileges.

SECTION 5. ASSOCIATE MEMBERSHIP

(a) The Board of Governors may award widows of deceased members who apply in writing an "Associate Membership". Associate Members shall be required to pay dues or any assessment and shall be entitled to all privileges of the EYC with the exception of voting and holding office.

(b) Any, spouse of a member, in good standing, who has rendered important services or benefits to EYC, and whose marital status has changed and is agreeable to both parties involved, may in writing, apply for Associate membership to EYC, Board of Governors.

(c) If, in the event the Associate Member were remarried, the spouse would be required to make application to EYC as a Regular Member, pay, all dues and assessments required to keep slip authority.

SECTION 6. MISCELLANEOUS

(a) Entrance into membership in the Club shall be accomplished in accordance with the procedures given in Article VII, Section 5.

(b) Regular Members shall be assigned a membership number, which shall indicate seniority in the Club, the lowest number being the most senior member.

(c) All Regular Members will be assigned by the Board of Governors, to one of the standing committees of the Club and will be required to participate in the work of that committee.

(a) THE AUXILIARY - The Auxiliary operates under a Constitution and By - Laws approved by the Board of Governors. Such Constitution and By - Laws shall not be amended in any way to conflict with the Constitution of Eastern Yacht Club. The Spouse, Significant other or Relative of any member of Eastern Yacht Club shall be eligible for membership in the Auxiliary provided they meet the requirements of the Constitution of the Auxiliary and provided the Spouse or Sponsor remains a member in good standing of Eastern Yacht Club. Members whose Sponsors are deceased Members of Eastern Yacht Club shall be eligible to continue their membership in the Auxiliary for an indefinite period or until such time as they remarry, provided they meet the requirements of the Constitution of the Auxiliary and provided the Spouse or Sponsor was a member in good standing of Eastern Yacht Club at the time of death. Members in good standing may remain members of the Auxiliary until such time their sponsorship may be withdrawn.

(b) Children's Auxiliary - The Children's Auxiliary shall consist of two categories of membership Junior Fleet and Mini Fleet. Each category shall have its own Constitution and by-laws of which shall not conflict with the constitution and By-laws of Eastern Yacht Club and shall operate under the guidance of advisors appointed by the Commodore. Membership in the appropriate category shall be open to any child or stepchild of any member of the Club.

Junior Fleet - The Junior Fleet Membership shall consist of those children who have attained the age of twelve (12) years but who have not attained the age of eighteen (18).

Mini Fleet - The Mini Fleet Membership shall consist of those children who have attained the age of eight (8) years, but who have not attained the age of twelve (12).

Children of deceased members of the Club shall be eligible to continue their membership in the appropriate category of the Auxiliary provided they meet all other requirements of the Children's Auxiliary.

ARTICLE VII COMMITTEES

SECTION 1. FINANCE COMMITTEE

(a) The Finance Committee shall consist of the Chairman elected by the membership at the Annual Meeting, the Treasurer and at least two other members appointed by the Chairman

(b) The Finance Committee shall prepare a budget outlining the financial business of the Club for the Fiscal Year. The budget shall indicate anticipated income and expenditures for the year.

(c) All requests for capital expenditures for additions, improvements etc., costing in excess of one hundred dollars (\$100.00) will be referred to the Finance Committee for study and recommendation prior to action on such request by the Board of Governors. The Finance Committee shall also make recommendations on smaller expenditures if and when the Committee believes the expenditure might impair the budget.

(d) The Finance Committee shall conduct a semiannual audit of the Club books and assets in March and September, and shall present the results of such audit to the General Membership at the earliest possible time.

(e) The Finance Committee shall monitor the financial condition of the Club and shall make recommendations to the Board of Governors for corrective action when such actions are deemed necessary. Such recommendations shall include, but not be limited to, recommendations for assessments and/or changes in dues payments.

SECTION 2. ENTERTAINMENT COMMITTEE

(a) The Entertainment Committee shall consist of a chairman appointed by the Commodore and at least 2 other members, appointed by the Chairman.

(b) The Entertainment Committee shall plan and schedule entertainment at the Clubhouse and shall provide advance notices of such entertainment. The Chairman of the affair shall render prompt financial reports on all activities.

(c) The Entertainment Committee shall, maintain a file of activities of past years, for the reference of the chairman of each activity and shall furnish the Secretary with a copy of each new activity report.

SECTION 3. HOUSE COMMITTEE

(a) The House Committee shall consist of the Vice Commodore as Chairman and the following Committee members elected by the EYC membership:

1. A Booking Agent responsible for booking of all events including EYC club events in the EYC Clubhouse or on EYC grounds.
2. A Purchasing Agent is responsible for purchase of all beverages, food and other consumables used in the operation of the house. This member is also responsible for the taking of inventory and preparation of the physical inventory report.
3. A Maintenance and Housekeeping- Supervisor responsible for the cleaning of the bar, hall, kitchen, and bathrooms as well as keeping all equipment in working order.
4. A House Setup Supervisor is responsible for the setup of the hall, bar band, and decorations.
5. A Kitchen Supervisor is responsible for managing the operation of the kitchen.
6. A Bar Supervisor is responsible for managing the operations of the bar.

(b) The six-committee members elected to the house Committee by the EYC membership must each be a member in good standing- of the yacht club and must have satisfactorily completed their probationary period of membership.

(c) The six elected members shall be elected for a period of three (3) years, and may run for re-election at the end of their term.

(d) Should a member of the committee resign, the Board of Governors shall appoint a member to serve out the term of the resigned member. The appointed committee member must

be a member in good standing of EYC and must have satisfactorily their probation period of membership.

(e) The House Committee shall prepare and present to the Board of Governors a monthly financial statement covering Clubhouse transactions during the month. The committee shall also provide such additional financial and other data as may be requested from time to time by the Board of Governors.

(f) Except for a specific event the use of paid help on a regular basis must have the approval of the EYC Board of Governors. In no case, will the committee enter into a contract for paid help without the formal approval of the EYC Board of Governors.

(g) The committee shall have the option to appoint assistants as necessary to help run the house, the kitchen, and affairs. These assistants can be drawn from Regular Members, Social members, or spouses of members. These assistants shall not have voting rights on the committee.

SECTION 4. GROUNDS COMMITTEE

(a) The Grounds Committee shall consist of the Rear Commodore as Chairman and at least five (5) members appointed by the Chairman.

(b) The Grounds Committee shall oversee and/or provide for maintenance of the grounds auxiliary building and pavilions and the exterior of the Clubhouse, including, but not limited to, cutting grass, painting etc. The Committee shall make recommendations to the Board of Governors on items of major maintenance and, when appropriate shall solicit bids from contractors for presentation to the Board of Governors.

SECTION 5. MEMBERSHIP COMMITTEE

(a) The Membership Committee shall consist of the Rear Commodore as Chairman and at least two (2) other members appointed by the Chairman, and approved by the Board of Governors

(b) The Committee shall devise and promote means of attracting suitable new members into the Club.

(c) The Committee shall use the following procedure in processing applications for new members.

1. The completed membership application, along with all fees and dues payments will be forwarded to the Secretary for recording. The Secretary will process the application and payments as prescribed in Article IV Section 5, Duties of the Secretary.

2. The Membership Committee will conduct a personal interview with all prospective members to determine their interest in and suitability for membership in the Club.

3. The prospective member's name will be posted on the Club bulletin board for a period of thirty (30) days.

4. The Membership Committee will recommend to the Board of Governors to either accept or reject the application. The Board of Governors will vote acceptance or rejection of the application.

5. Applicants voted into membership by the Board of Governors will be placed in a probationary status for a period of twelve (12) months, at which time the Board of Governors will make final vote as to acceptance or rejection of the probationary member. If a member is rejected during his/her probationary period, all dues and other fees paid into the Club shall be returned on a pro rated basis.

(d) At the option of the Membership Committee, a prospective member may be given unlimited visitor privileges at the Clubhouse pending action on his/her membership application

(e) Prior to acceptance of membership, the Membership Committee and Fleet Captain will inspect all new Regular Members boats.

SECTION 6 PIER COMMITTEE

(a) The Pier Committee shall consist of the Fleet Captain as Chairman and at least two (2) members appointed by the Chairman.

(b) The Pier Committee shall oversee and/or provide for maintenance of the piers and slips. The Pier Committee shall make recommendations to the Board of Governors for major maintenance such as repiling, correcting electrical deficiencies, etc., and when appropriate, shall solicit bids from contractors for presentation to the Board of Governors.

(c) The Committee shall appoint a Dock-master.

SECTION 7. NOMINATING COMMITTEE

(a) The Nominating Committee shall nominate one member for each of the elective offices. Flag Officers shall be nominated by automatic set-up to higher rank. In the event a Flag

Officer declines nomination to higher rank, the Nominating committee shall nominate one member for each Office.

(b) The report of the Nominating Committee shall be submitted at the regular Meeting in August. In the event a nominee declines nomination at this time, nomination for the declined Office may be made from the floor. Persons nominated from the floor must be present to accept the nomination or must have given prior acceptance in writing.

(c) Members may be nominated by petition for any elective Office. Petitions may contain only one nominee each. The signatures of at least 25% of the members in good standing must endorse each such petition. Petitions must be filed with the Secretary no later than the Regular Meeting in September to be valid. Notification to the membership of the receipt of petitions of nominations shall be made by October 1st.

(d) Any nomination for elective Office may be challenged provided such challenge is made in writing to the Board of Governors and is endorsed by the signatures of at least 10% of the members in good standing. The Board of Governors shall hold a Special Meeting to consider the challenge and the reasons therefor. The Board of Governors shall have the authority to uphold the challenge and remove the name from nomination provided two-thirds (2/3) of the Board members present vote in the affirmative for such action.

(e) If, after being nominated by the Nominating Committee, or after being nominated from the floor at the Regular Meeting in August, a nominee withdraws their name from nomination. The Nominating Committee shall proceed to place another name in nomination for that Office and shall notify the membership at the earliest possible time. If, at the time of the Annual meeting in October, the Nominating Committee has been unable to obtain a nominee for any Office nominations may be made from the floor at that time.

SECTION 8. PAST COMMODORE'S COMMITTEE

(a) The Past Commodore's Committee shall consist of the immediate Past Commodore as Chairman and all other Past Commodores in good standing in the Club.

(b) The Past Commodore's Committee shall serve as advisory to the Commodore and to the Board of Governors and shall perform such services as may be requested by the Commodore. The Committee shall hold meetings at the option of the Chairman and shall plan and carry out such activities as will enhance the social and financial status of the Club.

ARTICLE VIII ELECTIONS

SECTION 1.

(a) Elections shall be held for the purpose of electing Officers, members-at-large of the Board of Governors, members of the Nominating Committee, the Chairman of the Finance Committee, or replacements for any of the above positions which become vacant during the year. Elections may also be held for special positions, committee's etc as the need arises.

(b) There shall be two types of elections: Regular Elections and Special Elections. Regular Elections shall be held at the Annual membership meeting in October. Special Elections, when required, may be held at any Membership, Regular, Annual or Special meeting.

SECTION 2. ELECTION PROCEDURES

(a) When there is more than one nominee for any position, the elections for that position shall be held by secret ballot. When there is only one nominee for a position, election to that position may be made by voice vote.

(b) At elections conducted by secret ballot, the Commodore, or other presiding Officer, shall appoint three (3) tellers to count and tabulate the ballots.

(c) Any member present at the election may contest a ballot, or ballots. Contested ballots shall be submitted to the Commodore or other presiding Officer for final decision as to the validity of the contested ballot.

(d) If nominations are made from the floor for any position, the nominee must be present at the meeting to accept the nomination, or must have submitted acceptance of the nomination in writing, to the Secretary prior to the meeting at which their name is placed in nomination.

SECTION 3. ELECTION OF OFFICERS

(a) Nominations for the Regular Election of Officers shall be made by the Nominating Committee, or by petition of the membership as provided in Article VII. Nominations for replacement of Officers shall be made from the floor at the meeting at which the election is to be held.

(b) Regular election of Officers shall be held at the Annual Meeting in October.

(c) Only Regular "members in good standing, having satisfactorily completed a probationary period, will be eligible for nomination to any Office.

SECTION 4. ELECTION OF MEMBERS-AT-LARGE OF BOARD OF GOVERNORS

(a) At the Annual Meeting in October, two Members-at-Large of the Board of Governors shall be elected. The members elected shall serve for a period of three (3) years.

(b) Nominations for members-at-Large shall be made from the floor. The two members receiving the largest number of votes shall be elected.

SECTION 5. ELECTION OF CHAIRMAN OF THE FINANCE COMMITTEE

(a) The Chairman of the Finance Committee shall be elected at the Annual meeting in October. The member elected shall serve for a period of one year.

(b) Nominations for the position of Chairman of the Finance Committee shall be made from the floor. The member receiving the highest number of votes shall be elected.

SECTION 6. ELECTION OF MEMBERS OF THE NOMINATING COMMITTEE

(a) At the Annual Meeting in October, two members of the Nominating Committee shall be elected. The members elected shall serve for a period of one year.

(b) Nominations for members of the Nominating Committee shall be made from the floor. The two members receiving the highest number of votes shall be elected.

SECTION 7. ELECTION OF HOUSE COMMITTEE

(a) The House Committee shall be elected at the annual meeting in October or by special election at a General Membership meeting to serve for a term of 3 years. Initially, the Board of Governors shall establish the length of terms for each position so that a rolling 3 years will be established for succeeding terms to avoid all terms expiring at the same time.

ARTICLE IX MEETINGS

SECTION 1.

There shall be three types of Membership meetings: Regular, Annual, and Special.

SECTION 2. REGULAR MEMBERSHIP MEETINGS

The Regular membership Meetings of the Eastern Yacht Club shall be held the second Friday of each month at 8:30 PM at the Clubhouses. If inclement weather necessitates postponement of the meeting, the Commodore, or other presiding Officer, shall set a time and date as near to the regular meeting as possible and notify those concerned of the new time and date.

SECTION 3. ANNUAL MEMBERSHIP MEETING

The Annual Membership Meeting of the Eastern Yacht Club shall be held on the second Friday of the month of October at 8:30 PM at the Clubhouse. If inclement weather necessitates postponement of the meeting, the Commodore, or other presiding Officer, shall set a time and date as near to the regular meeting possible and notify those concerned of the new time and date.

SECTION 4. SPECIAL MEMBERSHIP MEETINGS

(a) The Commodore shall call Special Membership Meetings when in his judgement, the business of the Club is sufficiently urgent to justify such Special membership meetings, or, when a petition requesting such Special Membership Meeting is signed by 10% of the members in good standing and submitted to the Secretary.

(b) The Club membership shall be given written notice of Special Membership Meetings at least ten (10) days in advance of the meeting. The notice shall state the time and date of the meeting and the purpose for which the meeting is being called; no business shall be conducted other than that which is stated in the notice.

SECTION 5. ORDER OF BUSINESS

(a) At Regular and Annual Membership Meetings, the order of business shall be as follows:

1. Reading of the minutes of the previous membership meeting
2. Treasurer's Report
3. Reports of Officers
4. Reports of Committees
5. Bills and Communications
6. Report of the Board of Governors
7. Unfinished Business
8. New Business
9. Nominations
10. Elections of Officers
11. Installation of Officers

12. Adjournment

(b) The order of business may be changed at any regular or Annual Membership Meeting by a vote of the majority of those present.

(c) Robert's Rules of Order, of the latest edition in print, shall be the standard reference for all questions of parliamentary procedure.

(d) Parliamentarian will be appointed by the Commodore to serve a term of one year, subject to approval by the Board of Governors. The job of the Parliamentarian shall be to render opinions of Parliamentary Procedure.

ARTICLE X VOTING AND QUORUMS

SECTION 1. VOTING

In those matters of Club Business requiring a vote, each member in good standing shall be entitled to one (1) vote. All voting must be done in person at the meeting at which the vote is being taken; proxy votes shall not be allowed on any subject. The Commodore or other presiding Officer shall cast a vote only to break tie votes. ^{* REEVAL}

SECTION 2. QUORUM - ANNUAL MEMBERSHIP MEETING

A quorum for the purpose of transacting Club business at the Annual Membership Meeting shall consist of at least fifteen percent (15%) of the general membership other than the six (6) elected Officers.

SECTION 3. QUORUM - REGULAR AND SPECIAL, MEMBERSHIP MEETINGS

A quorum for the purpose of transacting Club business at either Regular or Special Membership Meetings shall consist of at least fifteen percent (15%) of the general membership.

SECTION 4. QUORUM - BOARD OF GOVERNORS MEETINGS

A quorum for the purpose of transacting Club business at the Board of Governors meetings shall consist of at least six (6) members of the Board of Governors of whom, three, - (3) shall have been elected as members-at-Large of the Board of Governors.

**ARTICLE XI
TERMINATION OF MEMBERSHIP**

SECTION 1. TERMINATION

Membership in Eastern Yacht Club may be terminated by any of the following reasons:

1. Voluntary Resignation
2. Suspension
3. Dropped from the Rolls
4. Expulsion
5. Death

SECTION 2. VOLUNTARY RESIGNATION

(a) Voluntary resignation from Eastern Yacht Club shall be transmitted in writing from the resigning member to the Secretary for presentation to the Board of Governors.

(b) The Board of Governors shall accept voluntary resignations provided the resigning member owes no indebtedness to the Club. The effective date of the resignation shall be the date of acceptance by the Board of Governors.

(c) A member who resigns shall be eligible for reinstatement at full seniority within sixty (60) days of the effective date of the resignation. Provided application for such reinstatement is submitted to the Board of Governors and provided further that the application for reinstatement includes full payment of all dues, assessments and other indebtedness for the period during which the resignation was in effect.

(d) A member whose resignation has been effective for more than sixty (60) days shall be eligible for entrance into membership as a new member only and shall be responsible for initiation fees and membership fees as required of new members.

SECTION 3. SUSPENSION

(a) A member may be suspended by the Commodore or by the Board of Governors in accordance with the provisions of Article XII.

(b) A member shall be automatically suspended when he/she is sixty (60) days in arrears in payment of dues, assessments or other indebtedness to the Club. The member shall be notified by the Secretary of the suspension for delinquency and the name shall be posted on the club bulletin board. Delinquent members are liable for expulsion by the Board of Governors.

(c) A suspended member shall be denied all privileges in the Club and all access to Club property including Clubhouse and docking facilities during the period of their suspension

(d) At the discretion of the Board of Governors, a member suspended for nonpayment of duties and/or other obligations, in accordance with paragraph (b) herein. May be reinstated with full seniority, provided application for reinstatement is submitted to the Board of Governors within a period of thirty (30) days from the effective date of suspension. Applications submitted to the Board of Governors for reinstatement under these provisions will receive consideration only if such applications include payment for all overdue obligations and late payment fees as presented herein.

(e) A suspended member is to remove all personal items from Eastern Yacht Clubs property within seven (7) days of the effective date of suspension.

(f) Slip fees shall be the exception of paragraph (b) of this section and article. Item #3 of Eastern Yacht Club Permanent Slip Assignment rules will take precedent. Violation of this rule constitutes the slip to automatically revert to the temporary category.

SECTION 4. DROPPED FROM THE ROLLS

(a) Members suspended for non-payment of dues and/or any other obligations for a period of time exceeding three (3) - months, and who appear to have no further interest in Eastern Yacht Club, shall have their names dropped from the rolls.

(b) Members dropped from the rolls as provided herein shall automatically forfeit all seniority in Eastern Yacht Club and shall be eligible for re-entrance into membership as a new member only.

SECTION 5. EXPULSION

(a) Members suspended for non-payment of financial obligations (other than slip fees) for a period of time exceeding three - (3) months shall be automatically expelled.

(b) A member may be expelled for disciplinary reasons as provided in Article XII.

(c) An expelled member shall not be permitted to visit the Club or use any Club facilities under any circumstances, even in the company of a member in good standing. An expelled member shall be given seven (7) days to remove any personal property from the Club premises.

(d) An expelled member may only be reinstated to membership by the Board of Governors upon such terms and conditions as the Board may prescribe.

SECTION 6 DEATH

(a) Upon the death of a member in good standing, the widow of the deceased shall continue to have all rights and privileges of the Club as an Honorary member as long as she is widowed.

(b) Widows of deceased members who wish to retain a slip may continue as "Associate Members" by vote of the Board of Governors as outlined in Article VI Section 5 (a).

ARTICLE XII DISCIPLINE

SECTION 1.

(a) Members of Eastern Yacht Club are required to conduct themselves as ladies and gentlemen and to observe propriety and good taste in conduct and appearance at all times while on Club property and/or while participating in Club cruises or other functions in which they represent the Club at other locations. Members of Auxiliary organizations are likewise required to observe appropriate behavior.

(b) The elected officers are responsible for maintaining order on Club property and/or at Club functions at other locations. Officers are authorized to direct disorderly members to leave Club property and/or take such action as may be necessary to maintain a peaceful and orderly atmosphere.

(c) Members are responsible for the conduct of their guests.

(d) The Board of Governors shall be the final authority on all matters of discipline.

SECTION 2.

(a) Any member engaged in conduct causing discredit to the Club, or engaged in conduct injurious to the good order and welfare of the Club, or any member engaged in misappropriation of the Club property shall be referred to the Board of Governors for disciplinary action.

(b) Any member having just grievance against any other member shall refer such grievance to the Board of Governors. Referral of such matters shall be in writing setting forth the details thereof.

SECTION 3.

(a) The following procedure shall be used in handling problems of discipline and/or grievances between members:

1. A time and date shall be set for evaluation of the problem.
2. All parties to the problem shall be notified of the time and date set for the evaluation.
3. The Board of Governors shall meet in closed session with all parties to the problem present.
4. All parties involved shall be given ample opportunity to present information.
5. The Board of Governors shall render a decision to members charged with misconduct and/or render a solution to grievance problems between members.

SECTION 4.

(a) Any member decided against by the Board of Governor on preferred charges of misconduct may be suspended, expelled, asked for their resignation, or penalized in some other manner, at the discretion of the Board of Governors.

(b) Any member shall stand expelled if they fail to tender the requested resignation within Seven (7) days.

(c) All provisions of this article also apply to members of auxiliary organizations.

**ARTICLE XIII
INITIATION FEES AND DUES**

SECTION 1. INITIATION FEE

The Initiation Fee for Regular Membership shall be set by the Board of Governors. The Board of Governors, at its discretion, may waive the payment of the Initiation Fee during special membership drives.

SECTION 2. DUES

(a) The annual dues for Regular Membership shall be as prescribed by the membership. The amount of such dues may be changed at any Regular or Annual Membership Meeting provided two thirds (2/3) of the members present and eligible to vote do so in the affirmative for such change.

(b) The dues year shall coincide with the Club fiscal year and shall include the period from October 1st of one year to September 30th of the following year. Members dues are payable on October 1st of each year.

(c) New members joining the Club between October 1st and March 31st shall be required to make an initial dues payment equal to the full annual dues rate. New members joining the club between April 1st and September 30th shall be required to make an initial payment equal to one half (1/2) the annual dues rate.

SECTION 3. SLIP FEES

(a) Effective October 1, 1976, all Members who bid for and are awarded a permanent slip shall be charged a \$100.00 slip service charge.

(b) This charge will be assessed only once to a Member.

(c) All Members in good standing as of September 30, 1976 will be exempted from this Section 3.

SECTION 4. BILLS AND LATE CHARGES

(a) All bills to be paid by the due date.

(b) All bills to be sent out a minimum of 30 days before due date.

(c) Any bill paid after due date will be assessed a late charge. The sum will be twenty dollars (\$20.00). Late charges will be assessed for each month or portion thereof.

SECTION 5. COUPONS

(a) All members of EYC, except Social Members, are required to purchase \$240.00 in coupons per year.

ARTICLE XIV AMENDMENTS

SECTION 1.

(a) Any Regular member in good standing may propose amendments to the Constitution and by-laws. Proposed amendments shall be submitted in writing to the Secretary and shall show in detail the exact Section, paragraph, and sentences to be amended and/or added, and the exact wording proposed for use in the changed or added Section.

(b) After being submitted proposed amendments shall be processed as follows:

1. The Secretary shall read the proposed amendment to the Board of governors meeting following receipt.

2. Following the reading to the Board all proposed amendments or new by-laws shall be reviewed by the Board of Governors. Who shall rule on their merit and feasibility and then will be submitted to the membership with recommendations, if any.

3. Following the action taken by the Board of Governor the Secretary shall read the proposed amendments to the membership at the next Regular or Annual Membership Meeting.

4. Following the reading to the membership, a copy of the proposed amendment shall be displayed on the Club bulletin board until the proposal is voted upon.

5. A copy of the proposed amendment shall be furnished to each member within fifteen (15) days of the reading at the membership meeting.

6. At the next Regular or Annual Membership Meeting following the meeting at which the proposed amendment was read to the membership, the proposed amendment shall be called for vote. An affirmative vote by a two-thirds (2/3) majority of the member present and entitled to vote shall be sufficient to ratify a proposed amendment.

ARTICLE XV FUND RAISING METHODS

SECTION 1. CLUB BONDS

(a) The issuance of bonds for the purpose of acquiring capital for the improvement of Club property and additions to same.

1. Bond denomination shall have a minimum of \$25.00

2. Interest rates will be set for each bond at the time of issue and will be payable each 1st of June for bonds of record for 12 months.

3. Bonds shall be available to every member in good standing at Eastern Yacht Club.

4. Each bond issue will have a set redemption date.
5. Each bond issue must be approved by a two-thirds (2/3) vote of the membership attending the meeting at which the issue is presented.

(b) Bond Committee

1. Shall consist of three (3) members in good standing.
 - 1a. Nominations to be made from the floor.
 - 1b. The three- (3) nominees with the highest vote shall be elected.
 - 1c. The committee term shall be for five (5) years.
2. If a member shall resign from the committee, a replacement for his term will be elected at the next regular membership meeting, following notice to the membership.
3. The Committee shall be responsible for the making up of the issuance of, the collecting and depositing of the monies, the expenditures of the monies, and the paying- of interests on and the repurchase of the bond issues.

(c) Bond Issue Procedure

1. Bond issues will be formed at the recommendation of the Planning Committee to the membership.
2. Bond issue amounts must be presented with plans and estimated costs to the Membership, and must be approved by two-thirds (2/3) vote.
3. No bond issue project can be started without the full issuance of the bond issue and/or additional club fund guarantee.
4. All bond issue monies shall be deposited in escrow or the highest paying certificates at the beginning of the bond issue.
5. A full financial report of the bond issue and/or expenditure shall be given quarterly.

SECTION 2. BUILDING FUND

(a) A fund shall be established for the future development of buildings, additions, and major improvements recommended by the Planning Committee to the Board of Governors for presentation and approval of the general membership.

(b) Monies transferred and deposited to the fund:

1. Available and excess funds from Eastern Yacht Club treasury general funds, approved by the Board of Governors and the general membership.
2. Profits from Eastern Yacht Club sponsored affairs designated as "Building Fund" fund raisers and raffles.

3. Contributions from Eastern Yacht Club Holding Corporation funds.

4. Donations and other monies, private and membership approved by the Board of Governors.

(c) Building Fund Committee:

1. A committee of 3 (chairman and two other members) regular members in good standing who shall be appointed by the Board of Governors at the 1st meeting in October, for respective terms of 3, 4, and 5 years who shall administer the funds. The members receiving the highest number of votes shall determine their term of office, i.e., the individual receiving the highest number shall serve 5 years, the second highest shall serve 4 years and the third highest shall serve 3 years.

2. Disbursement from the Fund will be made only on the approval of the Board of Governors.

3. No financial loans will be made to any individual, club, or organization.

4. An annual audit of funds shall be made and reported at the annual membership meeting.

5. The building Fund Committee shall maintain accounts in the name of the Club in such banks, trusts or other depositories as shall be selected by the Board of Governors and shall deposit in the name of the Club. Accounts may not be opened or closed without prior approval of the Board of Governors. The Committee shall present written statements at every Regular and Annual meeting to the general membership and the Board of Governors.

REVISIONS

In an effort to save reprinting of the By-laws as minor revisions and changes are made', please affix the supplementary pages given to you in the future and make necessary changes to your original copy.