

# BYLAWS OF ISLAND YACHT CLUB

Revisions adopted by the IYC Membership August 11, 2009

## ARTICLE I — NAME

1.1 The name of the Club shall be "Island Yacht Club, Inc."

## ARTICLE II — MISSION

2.1 The mission of this Club is to promote sailing, boating, and other yachting activities for the enjoyment and benefit of the members.

## ARTICLE III — MEMBERSHIP

3.1 There shall be no limitation as to the number of members. Candidates for membership shall apply for membership through the Membership Chair of the Island Yacht Club.

**3.2 Membership Classifications** - There shall be five (5) membership classifications; Regular, Student, Cruising, Lifetime and Limited.

**3.2.1 Regular Membership** - Membership shall be open to any person 18 years of age, or older, who participates in boating activities. Membership includes all members of a family, with "family" defined as spouses or partners, and their children under twenty-one (21) years of age living at the same residence. All family members shall be entitled to participate in all functions of the Club, but each family membership shall be entitled to only one (1) vote. Sons or daughters in a family membership may elect to transfer to a personal regular membership status without paying an Initiation Fee.

**3.2.1.1 Regular Membership Dues Waiver** — The Governing Board may waive, or allow the Membership Committee to waive, the membership dues under the circumstances described in this section. Regular Memberships with waived dues may be issued as prizes at club events and raffles, may be donated to other Yachting related organizations for use as raffle prizes, or may be granted to a non-member in recognition of services provided to Island Yacht Club. Regular Memberships with waived dues awarded as prizes will be for one year only, and the recipient may elect to become a dues-paying Regular Member at the end of the membership term without paying an initiation fee.

**3.2.2 Lifetime Membership** — Upon the unanimous approval by the entire Governing Board, the Governing Board may grant a Lifetime Membership to a current Regular Member in recognition of extraordinary contributions to Island Yacht Club. Lifetime Members shall have all rights of Regular Members. Lifetime Members will not be required to pay annual dues.

**3.2.3 Student Membership** - A Student Member shall be a full-time student under twenty one (21) years of age. A Student Member will not pay any Initiation Fee and may not vote. A Student Member will enjoy all privileges of the Club, except inter-club reciprocal privileges. A Student Member may race for the Club.

**3.2.4 Cruising Membership** - The Cruising Membership will be a non-voting, reduced fee, conditional membership. Annual dues will be one-half the normal fees while the initiation fees will be the standard amount. This membership shall be open only to individuals who reside and have a boat moored more than 100 miles from the club, or individuals who reside more than 100 miles from the club but do not own a boat. These members must write to the club at least semi-annually as to their situation. Cruising members will have all other membership privileges other than serving on the Governing Board and voting.

**3.2.5.1 Limited Membership** - Shall be extended to any boat owner, or charterer, and all crew, of any type boat qualified to race in a Club sponsored race or event. This Membership is limited to the duration of the race or event for which application has been made, including any awards or other ceremony at the Club following the race. The dues for this Limited membership will be that designated as the entry fee for the race or event. No initiation fee will be required. The entry form for the race or event will serve as application form for this type of membership; and its acceptance by the race or event chairperson will also signify acceptance of the applicant as a Limited Member of Island Yacht Club.

**3.2.5.2** A Limited Member will be entitled to all membership privileges for use of the Clubhouse facilities; a suitable Limited Membership Card will be issued to cover the qualified period. The Limited Member will not be entitled to vote in Club elections, hold elective office, enjoy inter-club

reciprocal privileges, or race as a Club member in any racing association sponsored event. A member only in the race or event for which application has been made.

- 3.3 Leaves of Absence** - The Governing Board may grant a leave of absence for a period not to exceed one year to any Regular Member with currently paid dues. The member must present a written request for a leave of absence. No remaining dues will be returned to the member; they will be held by IYC and applied to dues after the member returns from the Leave of Absence. During a Leave of Absence, all privileges of membership (including clubhouse access, voting, holding office, serving on committees, reciprocal privileges with other yacht clubs, etc.) shall be suspended. The Governing Board's decisions on Leave of Absence shall be final.
- 3.4 Power to Suspend or Expel a Member** - Any member may be suspended or expelled by a three-quarters majority vote of the Governing Board. A member may be suspended or expelled only upon evidence of gross violation of the Club rules, or upon evidence of conduct harmful to the best interests of the Club. A suspended or expelled member shall be notified in writing by the Club Commodore and shall forfeit all remaining dues.

#### **ARTICLE IV - INITIATION FEE AND ANNUAL DUES**

- 4.1 Initiation Fee and Dues** - Each year, the Initiation Fee, Dues and Dues Schedule (if any) for the succeeding year shall be recommended to the Board for approval by the Budget Special Committee. The approved fee, dues and schedule shall be published to all Club Members by November 30. All dues shall be due on January 1 of each year.
- 4.2 Delinquent Dues** - Any Member whose dues remain unpaid fifteen (15) days after January 1 shall be notified by the Membership Chair; then after an additional fifteen (15) days, if dues are unpaid, the member's name shall be notified a second time. If still unpaid thirty (30) days thereafter, the Membership Chair shall notify the member, in writing, of their suspension from the Club. The effective day of suspension shall be March 1.
- 4.3.1 New Memberships** - For new memberships the dues shall be payable according the published schedule that reduces the dues on specified dates through the calendar year.
- 4.3.2** For new members joining on or after October 1, the initiation fee and full year's dues shall apply to the following year and shall entitle these members immediately to all membership privileges.
- 4.3.3** Twice in a calendar year, the Membership Chair, with approval of the Board, may reduce the Initiation Fee for a set period of not more than 30 days. Members initiated in the 15 days prior to such a period shall be given the benefit of the reduction.

#### **ARTICLE V - GOVERNING BOARD**

- 5.1.1 Governing Board** - The Governing Board shall be the Governing body of the Club, and shall have all power and authority necessary to carry on the business of the Club under the powers defined in the Constitution and By-Laws.
- 5.1.2** The Governing Board shall consist of all the Executive Officers and Chairpersons of the following Standing Committees: Publications, Membership, Galley, Bar, Cruising, Racing, and Association Liaison. Each Standing Committee shall have one vote on the Governing Board. No Board member shall hold more than one voting position, even if appointed to perform the function of a Standing Committee Chair.
- 5.1.3** The Governing Board shall meet at such time and place as may be specified by the Commodore or by a majority of Members of the Governing Board.
- 5.1.4** A quorum for doing business shall consist of a simple majority of Members of the Governing Board. The authority for resolving parliamentary issues and conducting business of the Club shall be the most recent edition of "Robert's Rules of Order."

#### **5A EXECUTIVE OFFICERS**

- 5A.1 COMMODORE** - The Commodore is the Club Executive. The Commodore shall: preside at Club meetings; be Chair of the Governing Board; appoint Chairs of the Standing Committees to serve at Commodore's discretion; authorize payment of bills; appoint a nominating committee for election of new officers, with approval of the Governing Board; create ad hoc Committees to carry out specified duties for the Club; coordinates the efforts of the Publications Chair; and shall assume such other duties as are required of this Office.
- 5A.2 VICE COMMODORE** - The Vice Commodore shall assist the Commodore as required and shall preside as Chair of the Governing Board in the absence of the Commodore, except as provided in Article VI of these By-Laws. Duties will include arranging programs for monthly meetings and overseeing the management of the Bar, Galley and Ship's Store.
- 5A.3 REAR COMMODORE** - The Rear Commodore shall assist the Commodore as required and shall preside as Chair of the Governing Board in the absence of the Commodore and Vice Commodore. Duties will be to coordinate all Club boating activities, including all Club-sponsored races, cruises, Women's and Junior Sailing events. The Rear Commodore shall appoint, with the approval of the Commodore, the Cruising and Racing Chairs and representatives to the various racing organizations to which the Club belongs.
- 5A.4 STAFF COMMODORE** - The Staff Commodore shall be the immediate Past Commodore of the Club. Duties will be to advise and assist the Commodore as requested, and to assure the continuity of Club progress.
- 5A.5 SECRETARY** - The Secretary shall record the minutes of the meetings of the Governing Board, the Annual Meeting, and any special Club meetings. The Secretary shall be responsible for and handle Club correspondence as requested by the Commodore and the Governing Board, maintaining the Club records, notifying Governing Board Members of their meetings, and making governmental filings in a timely manner.
- 5A.6 TREASURER** - The Treasurer shall prepare and maintain the financial and tax records of the Club, shall deposit funds in the bank, make disbursements of funds with the approval of the Commodore, and shall prepare and submit financial statements monthly or as required by the Commodore and the Governing Board. All disbursements of funds shall be electronic or by check with the signature of the Treasurer or Commodore or other Officer appointed by the Commodore to sign checks in the Commodore's absence.
- 5A.7 PORT CAPTAIN** - The Port Captain shall be responsible for the maintenance of the Clubhouse, for coordinating times and dates of use of the Clubhouse, and coordination of docking space for visiting boats.
- 5B STANDING COMMITTEES**
- 5B.1 PUBLICATIONS CHAIR** - The Publications Chair shall be responsible for all IYC publications and the Club website.
- 5B.2 MEMBERSHIP CHAIR** - The Membership Chair shall be responsible for the following: assuring that all new members are made aware of all Club activities and encouraging them to participate; welcoming new members and guests at Club functions; introducing them to other members; explaining Club policies; soliciting new members and providing applications to those who wish to join; and generally all procedures related to membership dues, maintaining membership records, expirations and leaves of absence.
- 5B.3 GALLEY MANAGER/CHAIR** - The Galley Manager/Chair shall be responsible for all functions of the IYC galley.
- 5B.4 BAR MANAGER/CHAIR** - the Bar Manager/Chair shall be responsible for all aspects of management of the IYC bar.
- 5B.5 SHIP'S STORE/CHAIR** - The Ship's Store Manager/Chair shall be responsible for all functions of the Ship's Store.
- 5B.6 WOMEN'S SAILING CHAIR** - The Women's Sailing Chair shall promote sailboat racing and instruction in boating for women members of the Club.
- 5B.7 JUNIOR SAILING CHAIR** - The Junior Sailing Chair shall be in charge of encouraging and promoting Junior Sailing and boating activities.
- 5B.8 CRUISING CHAIR** - The Cruising Chair shall organize and schedule all destination cruises and all cruise-in activities for the Club in coordination with the Rear Commodore.

**5B.9 RACING CHAIR** - The Racing Chair will organize the Racing Committees and Protest Committees, with the approval of the Rear Commodore, for all Club sponsored race events. The Racing Chair will also serve as a representative for the Club, along with other appointees by the Rear Commodore, to the racing organizations to which the Club belongs. The Racing Chair will also be responsible for reporting race results to the Club and appropriate organizations, and for securing and distributing the Trophies for all Club racing activities.

**5B.10.1 ASSOCIATION LIAISON COMMITTEE CHAIR** - The Commodore will appoint members to serve as delegates to the various associations. These appointees will form the Association Liaison Committee.

**5B.10.2** One committee member will be designated by the Commodore as chair and report to the board on the activities of the various associations.

## **5C SPECIAL COMMITTEES**

**5C.1 AUDIT COMMITTEE** - The Commodore will appoint no later than the November Board Meeting a committee consisting of the Vice Commodore and two (2) club members who are not members of the Governing Board. The Vice Commodore will act as Chairperson of this committee. The Audit Budget Committee shall audit the Treasurer's accounts and prepare a final financial statement for the current year. The results of the audit shall be presented no later than the March Board meeting.

**5C.2 NOMINATING COMMITTEE** — Not later than September at a time designated by the Governing Board, the Commodore shall appoint a nominating committee consisting of five Regular Members, with one appointed as Chair. The Nominating Committee shall report their slate of Executive Officers at the Annual Meeting.

**5C.3 BUDGET COMMITTEE** — This Committee shall consist of the Vice Commodore, Treasurer, Membership Chair, and two (2) Club members who are not members of the Governing Board. This committee shall annually review the initiation fee, dues, and dues schedule, prepare a budget for the following year, and submit its recommendations to the Board for approval no later than the November Board meeting.

## **ARTICLE VI - ELECTION AND TERM OF EXECUTIVE OFFICERS**

**6.1.1 Election of Officers** - The Executive Officers shall be elected at the Annual Meeting to be held in the month designated by the Governing Board.

**6.1.2** Only Regular Members may be nominated to hold office. As described above, the Nominating Committee shall report their slate of Executive Officers at the Annual Meeting. Any Regular Member may make nominations from the floor, with the consent of the nominee(s). The candidate receiving the largest number of votes for each Office shall be considered elected. Elected Officers shall serve in their respective capacities for a period of one year commencing with their election and ending with the election of their successors at the Annual Meeting called for the following year. The Commodore shall call a meeting of the old and new Executive Officers within thirty (30) days after election of the new Officers. At that time, the old Officers will pass to the new Officers all books and records.

**6.2.1 Vacated Office** - If an Executive Officer vacates Office during their term, the Governing Board shall appoint a Regular Member to fill the vacated Office for the remainder of that term. The appointee shall have the full powers and responsibilities of that Office.

**6.2.2** If the Commodore vacates Office before the end of the current term, the Staff Commodore shall chair the Governing Board when it meets to appoint a new Commodore to fill out the remainder of the term. If the Staff Commodore is unable to act as temporary Chair, the Governing Board shall request the next most recent Past Commodore available to act as temporary Chair until it appoints the new Commodore.

**6.2.3** If the Staff Commodore vacates office before the end of the current term the Governing Board shall request the next most recent available past Commodore to fill the vacated office for the remainder of the term.

**6.3.1 Removal from Office** - When the Governing Board determines that an Executive Officer has neglected the duties of the Office, as set forth in these By-Laws, to such an extent as to be detrimental to the functioning and growth of the Club, the Governing Board shall notify the Executive Officer, in writing, of their concern over this dereliction of duty, and shall allow the Executive Officer thirty (30) days in which to resume his or her duties and responsibilities in full.

**6.3.2** If, at the end of thirty (30) days, the Executive Officer has not corrected the problem to the satisfaction of the Governing Board, the Governing Board shall meet and vote on whether to remove the Executive Officer. An Executive Officer may be removed from Office only by a two-thirds ( $\frac{2}{3}$ ) majority vote of all other members of the Governing Board.

**6.3.3** A Commodore removed from Office by the Governing Board shall not act as, nor have the privileges of, Staff Commodore thereafter.

#### **ARTICLE VII — AMENDMENTS**

**7.1** The Constitution and By-Laws of the Island Yacht Club may be amended by a two-thirds ( $\frac{2}{3}$ ) vote of the Regular Members present at the Annual Meeting of the Club, or at a Special Meeting called by the Governing Board.

**7.2.1 Amendment Procedure** - The Governing Board or a group of at least ten Regular Members of the Club may initiate an amendment and present the proposed amendment to the Governing Board for approval. The Governing Board shall pass on whether the amendment is in the best interests of the Club. An Amendment submitted by not less than thirty percent (30%) of the Regular Members shall bypass Board approval and move directly to the next step, appointment of the Amendment Committee.

**7.2.2** After the Governing Board approves the proposed amendment, the Commodore shall appoint an Amendment Committee consisting of five (5) Regular Members. The Amendment Committee shall ensure the proper wording and sequence of the proposed amendment in the Constitution and By-Laws.

**7.2.3** The Secretary shall ensure that the proposed amendment is distributed to all Club Members via Email or postal mail at least thirty (30) days prior to the Annual Meeting or Special Meeting, and shall post the proposed amendment on the Club bulletin board thirty (30) days before the Annual or Special Meeting.

#### **ARTICLE VIII - CLUB BURGEE**

**8.1** The Club Burgee shall be a triangular shaped flag 14" high and 24" wide and shall be made up of red, blue, and yellow colors with red over yellow on the outside portion of the triangle and a blue triangle at the mast side of the flag. A black 8" I.Y.C. monogram shall be placed on each side of the flag overlapping all three colors of the flag.

**8.2** Any larger or smaller version or reproduction of the Club Burgee shall have dimensions that are proportional **to the Club Burgee.**