

**BY - LAWS**  
**of the**  
**SUMMIT NORTH YACHT CLUB**

**ARTICLE I**

Section 1. The name of the non-profit organization shall be the *SUMMIT NORTH YACHT CLUB*.

Section 2. The official seal of the club is a compass rose to the right followed by either Summit North Yacht Club or SNYC with Chaucer as the font that was selected by the original members of the club.

Section 3. Whenever the masculine gender is used throughout this document, it shall be deemed to include the feminine gender, and whenever the feminine gender is used, it shall be deemed to include the masculine gender.

**ARTICLE II**  
**OBJECTIVE**

Section 1. The objective of the Club shall be to encourage the sport of yachting, to promote the science of seamanship and navigation and to provide for the recreation and social activities of all its members.

**ARTICLE III**  
**OFFICERS**

Section 1. The Officers of the Club shall be the Commodore, Vice Commodore, Treasurer, Secretary, Master-at Arms, Fleet Captain and Membership Officer. Each shall be elected at the Annual Meeting in the last year of their term of Office from members in good standing. Any member in good standing is eligible to be elected to any of the offices. Officers are expected to support Club Activities by their presence.

**ARTICLE IV**  
**DUTIES OF OFFICERS**

**Commodore**

Section 1. It shall be the duty of the Commodore to take command of the squadron and to preside at all meetings of the Club and the Board of Officers. He shall, with the Board of Officers, supervise the overall operation of the Club.

The Commodore and the Secretary, or the Commodore and the Treasurer in the Secretary's absence, shall sign all contracts and other legal obligations on behalf of the Club. The Commodore is authorized to sign checks in the absence of the Treasurer.

The Commodore may call a special meeting of the Board of Officers, in which case notice of such meeting shall be communicated at least five (5) days in advance. The Commodore shall call a special meeting of the General Membership at the written request of 20% of Membership Numbers, with notice communicated at least thirty (30) days in advance.

Four weeks prior to the Annual Meeting, the Commodore shall contact the general voting membership announcing the date of the meeting. This contact, generally via E-mail, shall also include the the selections for the Officers to be elected a copy of any By-Laws changes approved by the Board of Officers and a copy of the current financial statement.

**Vice Commodore**

Section 2. It shall be the duty of the Vice Commodore to assist the Commodore in the discharge of his duties and in his absence to officiate in his stead. The Vice Commodore shall have the authority to sign checks in the absence of the Treasurer and the Commodore.

The Vice Commodore, in the Commodore's absence, and the Secretary, or, the Vice Commodore, in the Commodore's absence, and the Treasurer, in the Secretary's absence, shall sign all contracts and other legal obligations for the Club.

The Vice Commodore may request members in good standing to serve on committees that are deemed necessary for the benefit of the Club and to ensure the Club's success and prosperity. The Vice Commodore shall submit the proposed committees to the Board of Officers for their consideration and approval. The Commodore may assign the Vice Commodore additional specific duties.

The Vice Commodore may be assigned additional specific duties by the Commodore.

### **Master-at-Arms**

**Section 3.** It shall be the duty of the Master-at-Arms to assist the Commodore and Vice-Commodore in the discharge of their duties, and in their absence officiate in their stead. The Commodore may also assign him additional specific duties.

The Master-at-Arms shall be Chairperson of the By-Laws Committee and shall select other members to help in that duty, submitting them to the Board of Officers for their recommendation and approval. He shall provide guidance, direction and support to the Chairpersons of volunteer committees that members may feel to be beneficial to the club.

As Chairperson of the By-Laws committee, the Master-at-Arms shall enforce the parliamentary procedures during all scheduled meetings. He will further ensure the meeting room set-up and meeting format is completed and/or enforced.

### **Fleet Captain**

Section 4. It shall be the duty of the Fleet Captain to organize, plan and direct the boating activities that are under the auspices of the Club. During Club cruises, the Fleet Captain shall assist Club boats with slip assignments and organize activities for each port of call. All organized events will go before the Board of Officers for approval.

The Fleet Captain shall be responsible for the reception of, and providing assistance to, visiting fleets or representatives of other yacht clubs.

The Fleet Captain may select an Assistant Fleet Captain (Power) and submit such persons name to the Board of Officers for approval.

The Fleet Captain may be assigned additional specific duties by the Commodore.

### **Secretary**

Section 5. It shall be the duty of the Secretary to prepare the minutes of the meetings of the Club and the Board of Officers; to maintain the current By-Laws, Rules and other written Club policies, practices and procedures; to have custody of the Club Seal, of all trophies, and of all reports and documents connected with the business of the Club. The Secretary shall post a copy of all Board meeting minutes on the Club Bulletin Board or website following their approval by the Board. The Club Officers shall maintain all records.

The Secretary shall execute all contracts and legal obligations specified in Article IV, Section 1 and 2., along with the Commodore, or in his absence the Vice Commodore, or in their absence the Master-at-Arms, required to be executed by the Organization.. When necessary, the Secretary shall affix the Seal of the Organization to such papers.

The Secretary shall inform members in good standing of their status in writing, citing the appropriate sections of the By-Laws, when such members are subject to suspension or expulsion as the result of disregard of Club regulations and/or embarrassment to the Club, or as the result of Board action taken in response to a Statement of Charges.

Further, the Secretary shall provide a written list of the names and members numbers of all new members and all suspended or expelled members immediately upon action of the Officers.

The Secretary may be assigned additional specific duties by the Commodore.

### **Treasurer**

Section 6. It shall be the duty of the Treasurer to have charge of the funds of the Club and to keep accurate records of all receipts and disbursements, to receive all moneys collected for the Club by any agent of the Club, to give receipt therefore, and to render a monthly financial statement, at all regular meetings of the Board of Officers and at the Annual Meeting. These financial statements shall detail assets, liabilities, income and expenses.

It shall be the responsibility of the Treasurer to open all bank accounts in the name of the Summit North Yacht Club, and to close those accounts no longer necessary, subject to the approval of the Board of Officers. The Treasurer shall be the custodian of those funds and be the primary person authorized to disburse funds for properly approved bills.

All checks issued by the Treasurer may be signed by the Commodore in his absence or by the Vice Commodore in their absence. The Treasurer, the Commodore, or the Vice Commodore are authorized to handle Club funds.

The Treasurer shall be responsible for ensuring that all Club dues invoices are sent to the members of record no later than the month of December/January prior to the March 1<sup>st</sup> due date, and that all Club dues invoices are accompanied by a notice that the dues are payable by March 1<sup>st</sup> of the dues year or as designated by the Board of Officers. He shall be responsible for the receipt of and accurate recording of all dues and other payments made to the Club by members. Membership dues can be accepted all year; however, no membership dues will be prorated.

The Treasurer may be assigned additional specific duties by the Commodore.

### **Membership Officer**

Section 7. The Membership Officer shall be a member of the Board of Officers and shall be elected at the Annual Meeting. The Membership Officer shall report to and be responsible to the Commodore. The Membership Officer may select other members in good standing as volunteers to help carry out his duties upon approval of the Board of Officers.

The Membership Officer shall, with the cooperation of all members in good standing, devise and implement an annual program for the purpose of attracting new membership in the Club. The Membership Officer shall also devise and implement an annual program for the purpose of retaining current members, presenting these programs, together with any costs involved, to the Board of Officers for approval.

All Applications for Membership shall be turned over to the Membership Officer who will ensure that the Application is properly completed and that all necessary fees are attached. The Membership Officer shall then submit all Applications to the Treasurer. No applicant will be refused membership on the basis of sex, race, religion or national origin.

The Membership Officer shall make a monthly report of the Membership Status to the Board of Officers at their regular meeting. The Membership Officer shall provide a current membership roster to the Secretary for the purposes communication and execution of his duties listed in Article IV Section 5.

## **ARTICLE V BOARD OF OFFICERS**

Section 1. The Board of Officers consisting of seven (7) Voting Members shall manage the affairs of the Organization. Seven members of the Board are elected every two years at the Annual Meeting and shall serve for two years, or until their successors are duly elected. They are: the Commodore, Vice Commodore, Master-at-Arms, Fleet Captain, Treasurer, Secretary, and Membership Officer. These Board Members shall stand election every two years.

The Board shall have the power to replace any Officer or Board Member who is not actively performing their responsibilities as stated in these By-Laws. The Board shall also have the power to fill any vacancy that may occur in its membership. Both actions require a unanimous vote of the entire Board.

Section 2. Two thirds of the voting members of the entire Board of Officers shall be sufficient to constitute a quorum to transact the business of the Organization at any meeting of said Board. Proxies will be allowed for unscheduled, emergency Board meetings only; and will be duly noted in the meeting's minutes.

Section 3. The Board of Officers shall at all times have full power to suspend or expel any member for good cause by a unanimous vote of the entire Board after written charges shall have been presented and a reasonable opportunity given the member to present his defense. The Board of Officers shall have the right to reconsider the suspension or expulsion of any member for any cause at any time and may, with a majority vote of the entire Board of Officers, reinstate such member upon such terms and conditions as said Board of Officers may prescribe.

Section 4. The Board of Officers shall hold regular monthly meetings. Special Board meetings may be called by the Commodore or may be called at the request of three (3) voting Members of the Board. Notice of such meetings, communicated at least five (5) days in advance, shall be sent to all Board Members and shall state the purpose, time and place of such meeting.

Section 5. The Board shall have the power to adopt such rules and regulations governing the Club and its members, as may be found necessary from time to time, not in conflict with these By-Laws. When so adopted, said rules shall have the same force and effect as if herein contained.

All rules heretofore adopted by the Board shall be recorded verbatim by the Secretary in the Minutes of the Organization. They shall also be recorded in an appropriate document and properly displayed.

The Board shall also have the power to rescind any rules or regulations governing the Club and its members, who in its judgment are in the best interest of the Club, providing such rescission is not in conflict with these By-Laws.

Section 6. The Commodore, or in his absence, the Vice Commodore, or in their absence, the Master-at-Arms, and the Secretary shall execute all papers required to be executed as defined in the Section by this Organization when authorized to do so by the vote of the Board of Officers.

## **ARTICLE VI MEMBERSHIP**

All members shall be assigned a membership number and membership card. The Board shall also establish dues/fees for the club. The membership year shall be from January 1st to December 31<sup>st</sup>.

Any person of good moral character age 21 or over, who shall agree in writing upon the regular Application Form of the Club, to abide by its By-Laws, Rules and Regulations as then in force, or later amended, who shall accompany such Application with the required fees/dues, shall be eligible for membership.

The privileges of Membership are extended equally to both members of a married couple/partners including the use of any and all facilities, the participation in any and all Club social functions, the privilege of holding office in the Club, with the exception that the Membership may cast one vote at all meetings of the Organization on all matters requiring member approval.

Membership shall extend all privileges of membership, except for voting rights and the priveledge of holding office in the Club, to any dependent children under the age of twenty-one (21),.

## **ARTICLE VII DUES AND FEES**

Section 1. The Board of Officers will set the dues for membership for the coming year no later than the November Board meeting.

Assessments may be set by the Board of Officers at any time during the year with the approval of majority of respondents; however, the membership will be given thirty (30) days notice of such action, the reason for that action, and the effective date of any such assessment shall not be less than thirty (30) days from the date of approval by the Board of Officers.

**ARTICLE VIII  
RESIGNATIONS, SUSPENSIONS  
AND EXPULSIONS**

Section 1. Resignation

A membership is continuous from year to year, providing the member is in good standing, until a resignation is received in writing or if dues are not received by March 1<sup>st</sup>. Resignation of an Officer shall be sent to the Secretary, and forwarded to all Officers. The Membership Officer shall update the Club records to reflect the change in status in membership. Upon resignation, all rights and privileges as a member of the Club shall cease with the termination of the membership. Resignations will be acted upon by the Board of Officers at the next monthly meeting after receipt.

Section 2. Charges

Any member of the Club may present to the Board of Officers a written Statement of Charges against any other member for: conduct unbecoming a member; conduct likely to endanger the good order and welfare of the Club; insubordination or disobedience of officers when acting in their official capacity or when in squadron; or violation of the By-Laws or Club rules. After he shall have been notified in writing and given an opportunity to be heard in answer to such charges, the Board of Officers shall take appropriate action. Such action may include, but is not limited to, a letter of reprimand, suspension or expulsion. The action taken will be by a majority vote of the entire Board. No accused officer or member shall be allowed to preside at or vote in such proceedings. Upon request of any one member of the Board, the vote will be by secret ballot.

Section 3. Suspension

Further, a member may be suspended by the Board of Officers as the result of acting upon a Statement of Charges. A suspended member shall be denied all privileges and access to the Club Meetings and/or Events even if accompanied by a member in good standing, unless specifically authorized by the Board of Officers.

**ARTICLE IX  
STANDING COMMITTEES**

Section 1. By-Laws Committee

All Officers shall be members of the the By-Laws Committee

It shall be the responsibility of the committee to ensure that the By-Laws reflect the operational needs of the Club and that the Officers and the membership follow them. The By-Laws should be reviewed annually. If changes are necessary, the proposed changes must first be submitted to the Board of Officers for approval. (Amendments may take place; all members will receive notice and may comment).

**ARTICLE X  
MEETINGS**

Section 1. The Annual Meeting of the Club shall be held on or around the first Sunday of October in each year for the election of Officers, and the transaction of such other business as may properly come before said meeting.

Section 2. Special Meetings may be called by the Commodore at any time and shall be called at the written request of members in good standing representing twenty percent (20%) or more Membership Numbers, providing the business of the meeting is stated in the notification. At all such meetings, a quorum being present, only the special business for which the meeting was called may be considered. There shall be notice of such Special Meetings postmarked at least thirty (30) days in advance.

Section 3. A quorum of members in good standing shall not be less than twenty percent (20%) of current membership numbers in good standing. A member shall be considered in good standing if their dues are current. Only members in good

standing may vote at any Club meeting and all general membership voting may be in person or via E-mail. Only one proxy vote per membership number will be allowed. Each member vote will contain the membership number associated with that vote.

Section 4. At the Annual, Quarterly or Monthly meetings, a quorum being present, the Order of Business shall be conducted as stated below and may not exceed one and one half hours unless the order of business requires time sensitive action by the Board required by these By-Laws..

1. Roll Call. Conducted by the Secretary  
(Board of Officers that are in attendance or absent)
2. Reading of prior Minutes by Secretary.
3. Changes/Approval of Minutes by Board of Officers.
4. Reading of Treasure's Reports
5. Changes/Approval of Treasure's report by Board of Officers.  
(Upon Approval submit to Secretary)
6. Old or Unfinished Business Reports.  
Officer's  
Committees or Individuals
7. New Business (Agendas and Suggestions)  
Nomination of New Committees to investigate or resolve new issues.  
Individuals members to investigate or resolve new issues.
8. Election (Annual meeting only)
9. Members comments (Other then above agendas/ suggestions and if time permits)
10. Adjournment

Section 4. The Secretary is responsible for taking the minutes of all meetings of the Club. The Secretary shall also have an accurate list of all members in good standing. In the absence of the Secretary, the Commodore, or presiding officer, will designate an Acting Secretary for the meeting.

## **ARTICLE XI COLORS AND PENNANTS**

Section 1. The Club Burgee shall be triangular in shape with a compass rose on a navy blue field, to the right with the letters SNYC in white

## **ARTICLE XII LIABILITY**

Section 1. SUMMIT NORTH YACHT CLUB, shall forever indemnify and hold harmless any and all members of its Board of Officers, duly elected and in good standing at the time of the event in question, from any and all claims, demands and lawsuits for occurrences on or about the Club. This indemnification also covers Members and Employees acting for the Club, or at the Board's request, under the same limits applicable to the Board Members.

## **ARTICLE XIII AMENDMENTS**

Section 1. Amendments to these By-Laws shall be submitted in writing first to the Board of Officers and upon its approval shall be submitted for approval to the general membership. Such amendments shall become effective upon receiving an affirmative vote of two-thirds (2/3) of the members in good standing entitled to vote at any Club meeting, provided that a complete statement of the amendments shall be included in the call of the meeting. At the discretion of the Board of Officers, such voting may occur via proxy voting. Proxy voting will be limited to one for each membership number assigned.