

Bylaws of Occoquan Yacht Club – October 2001

ARTICLE I Name and Burgee

1. The name of this organization shall be Occoquan Yacht Club.
2. The Burgee of this organization shall be a pennant with a blue field, and a hoist to fly ratio of two to three. A white circle with a diameter of two thirds the hoist shall be centered horizontally one third the length of the fly. A red "Y" with interlocking yellow "C" shall appear in the circle.

ARTICLE II Purposes

1. To support educational training and sharing of skills that contribute to safe and enjoyable boating.
2. To promote and provide instruction and training in the skills necessary for the safe enjoyment of recreational boating.
3. To provide, manage, operate, and maintain such physical and material facilities and boats as may be deemed necessary and expedient in furthering the purposes of this organization.
4. To purchase, acquire, hold, sell, convey, mortgage, lease, and exchange real estate and personal property of every nature, kind, and description whatsoever, and to do any and all things not prohibited by law, which are necessary to, expedient to, and consistent with the purposes of this organization.

ARTICLE III Memberships

1. Membership shall be open to all interested and qualified persons without regard to race, religion, origin, creed, gender or sexual orientation. Membership shall be categorized as Regular Membership, Associate Membership, or Honorary membership.
 - a. REGULAR MEMBERSHIP shall be open to all yacht owners 21 years of age or over. A yacht owner is an owner, part owner, or charterer for not less than thirty days, of a craft propelled either by mechanical power or sail, or both, capable of carrying one or more persons, and registered by the Membership Chairman. For purposes of dues assessment and voting privileges, Regular Membership is subdivided into Individual Membership and Family Memberships as follows:
 - (1) INDIVIDUAL MEMBERSHIP shall be open to:
 - (a) Individuals who are eligible for Regular Membership per 1.a.
 - (b) Individual Members shall qualify for one (1) vote.
 - (2) FAMILY MEMBERSHIP shall be open to:
 - (a) any party of two who are jointly owners of a yacht (as defined in Article III, 1.a) or a husband-wife or couple team where one or both qualify for Regular Membership per 1.a.
 - (b) Family Memberships shall qualify for two (2) votes.
Family member's dependent children, under 21 years of age, shall be included under Family Membership.
 - b. ASSOCIATE MEMBERSHIP shall be open to any person, 21 years of age or over, who is not the owner of a yacht. An Associate Member shall become a Regular Member upon notification to the Membership Chairman of yacht ownership as defined in Article III, paragraph 1.a., and must pay dues accordingly within 30 days.
 - c. HONORARY MEMBERSHIP may be conferred on

any person for a period of one year by a majority vote of the Executive Board. There shall be no more than twelve (12) Honorary Members at any one time. Honorary Membership will be reviewed on a yearly basis.

2. PRIVILEGES OF MEMBERSHIP:

- a. REGULAR MEMBERS shall be entitled to hold office, to vote at General Membership Meetings, to enjoy all activities of the organization, and to use all physical and material facilities and boats owned and/or operated by the organization.
- b. ASSOCIATE MEMBERS shall be permitted to enjoy all activities of the organization, and to use all physical and material facilities and boats owned and/or operated by the organization, unless such activity, facility, or boat has been restricted from associate members by majority vote of the Executive Board.
- c. HONORARY MEMBERS shall be permitted to enjoy all activities of the organization, unless such activity, facility, and/or boat has been restricted from Honorary Members by majority vote of the Executive Board.

3. RESPONSIBILITIES FOR MEMBERSHIP: Upon acceptance of membership, Member and his or her invited guests agrees to undertake club activities at his or her own risk, and will hold the club, its members and representatives harmless for any advice or recommendations provided.

4. APPLICATION FOR MEMBERSHIP: Each person or family, as appropriate, shall apply for membership by written application to the Membership Chairman of the organization, accompanied by payment of an initiation fee (which shall not be pro-rated). Membership is effective upon issuance of a membership card properly signed by the Membership Chairman, Commodore, Vice Commodore, or Secretary of the organization.

- a. The fiscal year, and membership year of this organization shall be from January 1 to December 31 of that calendar year. The Membership Chairman, at the direction of the Executive Board, may begin issuing new memberships for an up-coming membership year within a period not to exceed 90 days prior to the beginning of that membership year. Such persons issued Regular Memberships shall be eligible to vote at any scheduled General Membership Meeting.
- b. Memberships shall automatically expire on December 31 of their membership year.
- c. Any membership may be revoked for cause by a two-thirds vote of the Executive Board. All memberships may be suspended for cause, and reinstated, by a two-thirds vote of the Executive Board.

ARTICLE IV Officers

1. The Officers of the organization as described below shall be elected to serve as members of the Executive Board for a period of one year.
 - a. COMMODORE: The Commodore shall be a Regular Member and shall be Chief Executive Officer of the organization, presiding whenever possible at all meetings of the organization and all Executive Board meetings.
 - b. VICE COMMODORE: The Vice Commodore shall be a Regular Member and shall assist the Commodore in the execution of his duties, shall act in the place of the

Commodore in the Commodore's absence and perform all other duties that may be required of this office.

c. REAR COMMODORE: The Rear Commodore shall be a Regular Member, shall assist the Commodore and Vice Commodore in the execution of the duties of their offices, shall act in the place of the Commodore in the absence of the Commodore and the Vice Commodore and perform all other duties that may be required of this office.

d. SECRETARY: The Secretary shall be a Regular Member and shall maintain records of the organization, keep minutes of organization and Executive Board meetings, administrate correspondence and perform other duties that may be required of this office.

e. TREASURER: The Treasurer shall be a Regular Member and shall maintain all financial records, keep all accounts of moneys received and paid, and perform all other duties that may be required of this office.

ARTICLE V Administration

1. EXECUTIVE BOARD: The Executive Board shall consist of the above named five officers, plus the most immediate Past Commodore in a non-voting advisory capacity and shall be empowered to transact all business of the organization not forbidden by law, or restricted by these Bylaws. The Executive Board may be convened with three (3) of the five (5) voting members present. The Commodore as chief executive officer, or in his absence, the Vice Commodore or Rear Commodore in that order of rank, shall be empowered to act for the organization when the Executive Board is not in session, provided that their acts shall not be contrary to any law, OYC by-law, or policy of the Executive Board, and provided that they shall report their action or actions to the Executive Board at their next meeting.

a. The Executive Board shall meet at any time and place agreed to by the majority of the Board, but 24 hours notice must be provided each Officer.

b. The November Executive Board Meeting shall include members of the previous Executive Board for the purpose of continuity.

c. A quorum of the Executive Board shall be three or more members, and a majority of votes cast shall be sufficient to transact all business not otherwise prohibited by these By-Laws.

d. The Executive Board shall be responsible for the scheduling of events for the upcoming calendar year and be responsible for conducting those events through that calendar year, to include the Change of Command Ceremony.

e. The Executive Board without individual liability, shall ensure the payment of debt incurred at their direction.

f. The Executive Board may appoint such committees or delegate such tasks as it deems appropriate to carry out the business of the organization.

2. ADMINISTRATIVE MANAGEMENT: The Executive Board shall be encouraged to maintain the following Administrative Management positions.

a. MEMBERSHIP CHAIRMAN: The Membership Chairman shall be appointed by the Executive Board. The Membership Chairman shall be a Regular Member, shall maintain all membership records and shall respond to all requests for membership.

b. DAYMARKER EDITOR: The Daymarker Editor shall

be appointed by the Executive Board. The Daymarker Editor shall be responsible for all processes which culminate in the production and delivery of the OYC periodical known as The Daymarker. Copies of The Daymarker shall be delivered to Family Memberships, Individual Memberships, Associate Memberships, Honorary Memberships and others as deemed necessary by the Executive Board.

c. QUARTERMASTER: The Quartermaster shall be appointed by the Executive Board. The Quartermaster shall be responsible for the purchase and resale of clothing, jewelry and other membership articles as directed by the Executive Board.

d. HISTORIAN: The Historian shall be appointed by the Executive Board. The Historian shall maintain all OYC photographic archives. The Historian shall periodically display recent pictorial history to members assembled for local OYC events. The complete pictorial history shall be made available to members after advance notice to the Historian.

e. FLEET CAPTAINS: Fleet Captains shall be approved by the Executive Board. Fleet Captains shall be responsible for encouraging boaters operating out of their respective marinas to become OYC members. Fleet Captains shall perform liaison duties between their respective marinas and the Executive Board.

3. COMMITTEES:

a. The Executive Board shall appoint a nominating committee consisting of the Immediate Past Commodore or one other current Executive Board member, plus two Regular Members. The Nominating Committee shall prepare a slate for the upcoming election of officers.

b. The Executive Board shall be empowered to appoint additional committees as they deem necessary. Any appointed committee Chairman shall be an active Regular Member.

4. ADVISORY BOARD: The Chairmen of the various appointed committees shall constitute an Advisory Board which shall meet with the Executive Board when directed by that Board for the purpose of providing advice to the Executive Board.

5. REMUNERATION: The officers, committee chairmen and committee members outlined in these Bylaws shall serve without remuneration. Other committee memberships and committee members performing tasks appointed by the Executive Board shall also serve without remuneration unless the Executive Board specifically states the remuneration to be given.

6. SPECIAL APPOINTMENTS: In the event of a premature vacancy or an inability to carry out the duties of any of the positions described in these Bylaws, the Commodore is empowered to make an appointment to fill that position for the remainder of its term, with approval of the Executive Board.

7. COMMITTEE MEETINGS: Committees may meet at any time or place and may be called by any member of the committee, provided that members are given 24 hours notice. A committee quorum shall be 51 percent or more of the members of that committee present, and a majority of votes cast shall be sufficient to conduct the business of the committee.

8. GENERAL MEMBERSHIP MEETINGS: A General Membership Meeting shall be held in October each year at a

place to be announced at least two weeks in advance. No further notice is required of this meeting, but the meeting may be published to the membership by the Executive Board.

This General Membership Meeting shall be held to elect the Officers of the Executive Board for the upcoming membership year, and to conduct such other general business as may be desired by the membership or the Executive Board. Other General Membership Meetings may be called by the Executive Board or by a petition to the Executive Board of five or more Regular Members, provided that in either event the Executive Board must publish two weeks notice to the Regular Members of the time, place, and date of the meeting and of the proposed business to be conducted at the meeting. If any member desires to have a vote on a change of these Bylaws, or the amount of annual membership dues, such a proposed change must be published to Regular Members two weeks in advance of a General Membership Meeting.

9. PROCEDURAL RULES:

a. **QUORUM:** Shall be effected when one-tenth of the Regular Members, one of whom must be Commodore, Vice Commodore, or Rear Commodore, are present at a duly called General Membership Meeting. The Secretary, or in their absence, the junior officer present, shall certify the quorum.

b. VOTING:

(1) General Membership Meetings: Each Regular Member shall have one vote--a majority of votes cast shall be effective to conduct all business of the organization except amendment of these Bylaws.

(2) Executive Board Meetings: Each elected officer shall have one vote.

(3) Committee Meetings: Each committee member shall have one vote.

(4) Voting by proxy or absentee ballot shall be permitted at all meetings. A proxy shall be printed and signed by the person giving the proxy, and shall name the person authorized to use the proxy. An absentee ballot shall be printed and signed by the person casting the absentee ballot. The Secretary shall certify the validity of all proxies and absentee ballots at General Membership Meetings and Executive Board Meetings. An all-encompassing absentee ballot/proxy shall be created for every election.

c. **ROBERT'S RULES OF ORDER** are adopted to the extent that they do not interfere or conflict with these Bylaws as governing the conduct at all meetings. The Commodore or Chairman of any meeting may appoint a parliamentarian to rule on all questions of order.

d. **ELECTION OF OFFICERS:** Officers shall be elected at the October General Membership Meeting to take office on November 1 and serve for a period of one year or until relieved. The nominating committee may recommend more than one person per office. Any person qualified in accordance with the provisions of Article IV, paragraphs 1a, 1b, 1c, 1d, and 1e of these Bylaws may be nominated for office by the nominating committee or by a petition signed by five Regular Members and may thereby stand for that office at the October General Membership Meeting. Such nominations or petitions must be presented to the Secretary not less than one month prior to the October General Membership Meeting to be valid. The

slate of officers shall be provided to each family and individual membership not less than two weeks prior to the October General Membership Meeting. Any person holding an office may be nominated for another term.

ARTICLE VI Financial Policies

1. DUES:

a. The amount of dues shall be determined annually for the next year at a General Membership Meeting.

b. An initiation fee equal to one year's dues shall be due and owing at the time of application for membership. This fee shall encompass the cost of initiation and dues until the end of this member's membership year.

c. Membership dues shall be due and owing at the expiration of their Membership year. (Membership dues shall not be pro-rated)

d. Honorary Members shall pay no dues.

2. EXPENDITURES:

a. All funds shall be expended for the purposes of the organization as stated in Article II of these Bylaws and the Corporate Articles.

b. The Commodore is authorized to approve and expend sums of up to Two Hundred and Fifty (\$250). All other expenditures must be approved by the Executive Board. The Executive Board may, at its discretion, put the matter before the General Membership.

c. The Treasurer may maintain a petty cash account of One Hundred Dollars (\$100.00) or less, for which they shall be accountable to the Executive Board.

ARTICLE VII Amendments to these Bylaws

1. These Bylaws may be amended by a vote of two-thirds of the votes cast at a General Membership Meeting of the organization. Notice of a proposed amendment shall be the same as required for notice of a General Membership Meeting.

ARTICLE VIII Dissolution

1. Upon dissolution of the OYC, the entire assets, upon liquidation by the Executive Board, shall be distributed, share and share alike, to those persons who are at the time Family Members, Individual Members or Associate Members of the OYC.

Bylaws approved by vote of the membership on October 27, 2001.