

## **By-Laws of the Olympic Yacht Club**

### **Updated March 16, 2013**

#### **Article One – Membership**

Section One: Membership is open to any person who supports the purpose of the organization and who qualifies under the following categories irrespective of race, religion, color, age, sex, sexual preference or handicap. The categories shall be: Active, Lifetime, and Honorary (Charter).

Section Two: Active membership is open to any person who has a genuine interest in safe boating and good fellowship.

Section Three: A Family Membership may be granted to two people who declare themselves as a couple who fulfill all other requirements for membership. It shall also include any minor children of the members and any other partners, if there are more than two in the family. All adult members shall hold identical status as Active Members. Annual dues for a Family Membership shall be slightly less than annual dues for two single Active Memberships in recognition of savings to the Club from reduced mailings.

Section Four: Honorary Membership shall be granted only by unanimous action of the Board of Directors. Honorary Members shall not vote or hold office.

Section Five: Lifetime Memberships are awarded upon recommendation and approval by the Board of Directors to members of the club who have performed exceptional service to the club over an extended period of time. The Board of Directors will decide what constitutes exceptional service and an extended period of time.

Section Six: All applications for Active Membership are subject to approval of the Board of Directors. (Charter) Prospective members must attend at least one club event, which may include boating rendezvous, land-based activity, or Board of Directors meeting. Pride events are excluded.

## Section Seven: Membership Rights

A. The rights of Active Members shall include voting and holding office.  
(Charter)

B. The rights of Active Members shall include receiving a roster listing the names of Active Members; boat ownership, if any; and where individuals may be contacted by other members. (Charter)

Section Eight: Loss of Membership: Unbecoming conduct in public, which would put the Club in disrespect, shall, at the discretion of the Board, be considered grounds for permanent revocation of membership. Dues will not be refunded. The Member/Captain shall be held accountable for the conduct of his/her guests.

## **Article Two – Meetings and Activities**

Section One: All meetings of the Board of Directors and all general membership meetings at which business is to be conducted will be held at locations that are accessible by land.

Section Two: The time of day, date, and place of the meetings of the Board of Directors and meetings of the general membership may be designated by the Commodore or a majority of the Board Members. Members must be notified at least seven (7) calendar days in advance of a general membership meeting. Board meetings shall be established on a regular monthly day. Special meetings may be designated as needed, with every effort to notify Board Members at least 24 hours in advance.

Section Three: Any active member may attend meetings of the Board of Directors and participate in all matters and discussions held by the Board, EXCEPT that voting on issues before the Board shall be limited to the Board Members.

Section Four: The presiding chair of the Club meetings shall follow Robert's Rules of Order as the guide in all questions of parliamentary procedure and in the order of business and other matters not herein specifically provided for.

Section Five: The organization shall promote and encourage boating activities. Individual members may promote boating activities through the Club. Participation in boating activities promoted through the club is not limited to Active Members.

Section Six: the organization shall promote and encourage owners to use their vessels in Club activities, but vessel owning members are not required to participate. Likewise, it is recognized that each owner/skipper has the right to determine who is invited aboard his/her vessel. (Charter)

### **Article Three – Board of Directors**

Section One: Management of the organization shall be vested in a Board of Directors and the number thereof shall not be less than seven (7), all of whom are elected by and from the Active Members in good standing. (Charter) The Commodore may, at the time of expiration of the term of Commodore, if he/she has no elected Board term remaining, remain on the Board of Directors for one full year as an ex-officio (advisory) Board Member.

Section Two: The Board of Directors is empowered to organize, provide for election of Officers, adopt By-Laws, and do all the acts necessary for the effective management of the organization. (Charter)

Section Three: Election for open positions on the Board of Directors shall be held via mail or email in the month of November each year. New Board Members shall take office in the month of December.

Section Four: The Commodore, with the advice and consent of the Board of Directors, shall appoint a nominating committee. The Board of Directors shall mail/email a notice of election and a list of nominations to all Active Members fifteen (15) days prior to the election. Nominations are to be accepted any time prior to the election. The election may be held via mail or email.

Section Five: Board Members shall be elected for terms of two (2) years. (Charter)

Section Six: Board Members can serve no more than two elected terms consecutively.

- A. The Board may allow a member serving as Vice Commodore a third consecutive year to allow the succession of the Vice Commodore to Commodore by an affirmation vote of two thirds (2/3) of the board taken at any meeting.
- B. The Board may allow a current member a third consecutive term by an affirmation vote of two thirds (2/3) in order to maintain the contingency of seven members should there be a shortage of candidates for the position.

Section Seven: In the event a Board Member is unable to complete his/her term, the vacancy shall be filled by appointment of the Commodore, with the approval of the Board, for the remainder of the un-expired term.

Section Eight: A majority of the Board shall constitute a quorum for the transaction of any business.

Section Nine: A Board Member shall be considered to have resigned his/her Board position, and any office he/she might hold if, (1) he/she does not attend three (3) consecutive meetings of the Board of Directors, or (2) he/she does not attend five (5) meetings of the Board of Directors whether consecutive or not, or (3) he/she does not pay dues to qualify as a member in good standing.

Section Ten: Board Members may be recalled by a majority vote of two thirds (2/3) of the Active Membership.

## **Article Four – Officers**

### Section One: Officers of the organization shall be:

- A. Commodore. The Commodore shall call and preside at all meetings, shall vote only in event of a tie vote, shall have supervision over all activities of the organization, shall be an ex-officio member of all committees, and shall see that the By-Laws are enforced.
- B. Vice Commodore. In the absence of the Commodore, the Vice Commodore shall assume his/her authority and responsibility. The Vice Commodore shall promote interaction with outside groups and organizations. At the end of his/her term, the Vice Commodore shall become Commodore if he/she has no less than one year of term remaining as member of the Board of directors.
- C. Rear Commodore. The Rear Commodore shall plan and organize boating and non-boating social activities within the Club and, as such, shall act as Fleet Captain in the absence of member volunteers to act as same, and assisting any members who volunteer to act as Fleet Captains for any specific event.
- D. Purser. The Purser shall be responsible for maintaining documentation of all receipts and expenditures, and for filing an annual non-profit corporation status report with the Secretary of State of the State of Washington. All expenditures shall be evidenced by a check signed by the Purser and shall be made only with prior written approval from either the Commodore or Vice Commodore (approval by majority of the Board of Directors). The Purser shall perform other duties associated with the position of Treasurer.
- E. Yeoman. The Yeoman shall keep official records of all Board and Membership meetings, have custody of all such records, and perform other duties usually associated with the position of Secretary.

### Section Two:

- A. Officers of the organization shall be elected by the Board of Directors.
- B. The Commodore, Vice Commodore, and Rear Commodore must be members of the Board of Directors. Purser and Yeoman can be elected from the Board of Directors or Active Members. If they are elected from the

Active Members, they shall not have the powers of position of a Board Member.

Section Three: Officers shall be elected to a term of one year and shall be eligible for re-election if their remaining term as a Board Member is no less than one (1) year.

Section Four: The election of Officers shall be made by the Board of Directors within thirty (30) days following election of Board Members by the Active Membership. If more than two people are nominated for an office, the voting must be by ballot.

Section Five: Any Officer may be removed from office by an affirmation vote of five (5) Board Members.

#### **Article Five – Committees**

Section One: Standing or special committees needed to conduct the business and programs of the organization shall be formed by the Board of Directors as needed.

Section Two: The Commodore shall appoint the Chair of each committee who shall serve at the pleasure of, and during the term of, the Commodore. The members of a committee shall be appointed by the Chair.

Section Three: Chairs of committees shall report activities of their committees at meetings of the Board of Directors when requested by the Commodore or other presiding Officer.

#### **Article Six - Dues**

Section One: The annual dues for Active Members shall be in an amount determined by the Board of Directors. (Charter)

Section Two: Dues shall be used to pay the expense of forming and conducting the business of the organization, including cost of producing a newsletter. Dues will not be used for the purchase of alcoholic beverages.

Section Three: Initiation Fee. The Initiation Fee shall be established by the Board of Directors and the amount can be changed from time to time. It shall be used to defray the cost of supplying a Club burgee and a copy of the By-Laws and a Roster to new Members as well as to help pay the costs of business by the organization.

Section Four: Payment.

- A. New Members. Payment of annual dues and the Initiation Fee must accompany application for membership. Money will be refunded if applicant is not approved for membership.
- B. Renewal. Dues are payable on or before December 31 of each calendar year. Members whose dues are not paid shall be considered not in good standing and shall not have privilege of holding office or voting. A former member may be reinstated by payment of current annual dues and with the approval of the Board. Dues are not refundable.
- C. Proration. Applicants for new membership placed in nomination after July 1 shall receive credit of the annual dues of the subsequent membership year beginning on the date of the annual meeting in November.

## **Article Seven – Money and Expenditure**

Section One: Bank Account

- A. Money received by the organization will be deposited within 10 business days into an account in the name of the Olympic Yacht Club.
- B. Withdrawal of any money from the account requires the signature of the Purser and prior approval of the Board of Directors.
- C. The Clubs Checkbook shall be balanced prior to each monthly meeting and said reconciliation provided to the Board.

Section Two: The Purser, or designated representative, shall report on the income and expenditures from all Club accounts at each meeting of the board, and each regular meeting.

Section Three: All expenditures shall be authorized by the Board at each regular meeting.

Section Four: The Commodore shall request a biennial review of the Club finances by a qualified person other than a member of the Board of Directors.

### **Article Eight – Amendment and Review**

Section One: Proposed amendments to the By-Laws shall be submitted in written form to the Board of Directors at least 30 days prior to consideration by the Board.

Section Two: These By-Laws may be adopted or amended by the affirmative vote of two-thirds (2/3) of the Board of Directors at any meeting.

Section Three: The Board shall be required to provide for a review of these By-Laws every three (3) years, beginning in 1983, and shall reaffirm or amend the document as appropriate.