

PRESQUE ISLE YACHT CLUB

BY-LAWS
June 14, 2016

SECTION 1.

These By-Laws shall be the organic law of the Presque Isle Yacht Club. Their acceptance, adoption and observance shall be a necessary condition to membership in this organization.

SECTION 2. INTERPRETATION

In these By-Laws when a pronoun expresses or implies a gender it shall be read as including both genders.

SECTION 3. OFFICERS & DIRECTORS

Paragraph 1. The Officers of the Presque Isle Yacht Club shall be the members of the Board of Directors, which shall consist of six members; each shall serve for a three-year term, the terms being staggered so that the terms of two Directors shall expire each year. Replacements for such two Directors shall be elected at the Annual Meeting of the general membership of the Club that shall be held in July of each year. Vacancies in the Board of Directors, caused by death, disability, or resignation shall be filled for the unexpired terms under the provisions of Paragraph 9, Section 3 below.

Paragraph 2. The fiscal year of the Presque Isle Yacht Club will begin on January first of each year. Newly elected Officers shall take office immediately following the July annual meeting.

Paragraph 3. The Board of Directors shall meet at the time and place appointed by the Commodore, who shall be in charge of all such meetings. Election of the Commodore and Vice-Commodore and selection of the Secretary and Treasurer shall be done at a Directors' Meeting following the Annual Meeting. In such actions the newly elected Directors shall each have one vote as shall each of the retiring Directors.

Paragraph 4. The Commodore and Vice-Commodore shall each hold one year terms; they shall be elected from the membership of the Board of Directors by the Board of Directors following the July Annual Meeting of the Presque Isle Yacht Club.

Paragraph 5. The Secretary and the Treasurer shall be selected and appointed by the Board of Directors at the First Directors' meeting following the Annual Meeting of the general membership of the Presque Isle Yacht Club. Such Staff Officers must be members in good standing; they may be Directors, if not they shall be Staff Officers to the Board of Directors and as such shall attend all meetings of the Board of Directors and of the Yacht Club. There is no set term for the Secretary or Treasurer, other than the minimum term is one year, and either or both may serve for more than one year at the discretion of the Board of Directors. However, continued service of each appointee shall be confirmed by the Board of Directors annually following the Annual Meeting of the Presque Isle Yacht Club.

Paragraph 6. The Board of Directors shall have the sole authority to incur indebtedness or to grant permission of committees to incur indebtedness, provided, however, that no single item shall exceed the sum of One Thousand dollars (\$1000.00). Larger sums may be expended or contracted for only upon the majority consent of the general membership of the Presque Isle Yacht Club as shown by formal vote at the next regular or special meeting of the Yacht Club. Any officer or committee requiring money for the discharge of prescribed duties must first obtain an appropriation of authority from the Board of Directors for such expenditures or to incur such indebtedness.

Paragraph 7. The Board of Directors may create additional or special committees at any time for special purposes or definite periods, all subject to their general authority. The Board is also invoked with the power to abolish the same or to suspend or expel, or otherwise prescribe punishment of members, Officers or employees for cause as provided by this Charter and by these By-Laws.

Paragraph 8. Any Director shall resign upon written request to the Board of Directors. This request must be acted upon at the next regular meeting of the Board of Directors. Any vacancy in the Board of Directors shall be filled for the unexpired term from the general membership by majority vote of the Board of Directors. A vacancy may (in the discretion of the Board of Directors) be allowed to exist until the next Annual election.

Paragraph 9. Any Director or other Senior Officer who willfully absents himself from three successive meetings of the Board of Directors, or who neglects the duties of his office, shall be brought to trial by the Board of Directors in closed session at which he must show sufficient cause why he should not be removed from office. Such removal from office shall require a majority vote of the Board of Directors.

SECTION 4. MEETINGS

Paragraph 1. Meetings of the Board of Directors shall be held during the months of January, May, July, August, September, and October of each year. The July meeting shall be held immediately following the annual meeting. Any meeting change shall be announced via an appropriate means to all members. Telephone meetings for the months of January, May, September and October are permissible. Members other than Directors and other Officers may not take part except in a formal manner, and then only upon the permission and invitation of the presiding Officer.

Paragraph 2. Four members of the Board of Directors shall constitute a quorum for the transaction of business at all meetings. Written proxies shall be accepted as voted in only those matters specifically specified in such proxies.

Paragraph 3. A meeting of the general membership of the Presque Isle Yacht Club shall be held during the third week (or as specified by the Board of Directors) of July of each year. The July meeting shall be known as the "Annual Meeting" and at that time elections shall be held to fill the vacancies on the Board of Directors. The positions of Commodore and Vice-Commodore shall be filled at a meeting of the Board of Directors following the Annual Meeting. Notice of the Annual Meetings shall be sent through the U.S. Mail or via email to all members in good standing.

Paragraph 4. Special meetings of the Yacht Club may be called by the Commodore, either with or without order from the Board of Directors; and may be called by him upon receipt of written request of ten or more members in good standing, such request to state the purpose or purposes for which the meetings are to be held. marks

SECTION 5. DUTIES OF OFFICERS

Paragraph 1. Duties of the Commodore. The Commodore shall be in charge of all the boating, yachting and social activities of the Yacht Club and shall be vested with those other duties usual and incident to his office. He shall preside at all meetings of the Yacht Club and shall have a vote on all questions at such meetings. He shall appoint the members of any standing committees as required. Each committee shall include one member of the Board of Directors. All such appointees may be subject to suspension without cause by a majority vote of the Board of Directors upon recommendation by the Commodore.

Paragraph 2. Duties of the Vice-Commodore. The Vice-Commodore shall assist the Commodore and perform all the Commodore's duties during his absence or disability from office, and perform all other duties required of him by the Board of Directors.

Paragraph 3. Duties of the Secretary. The Secretary shall attend and keep true records of all meetings of the Club in books provided for that purpose; a correct roll of all members

showing their names, addresses, and any other necessary information. He/She shall file and keep in convenient manner for reference all documents, records, proxies, reports, communications, etc., connected with the business of the Club He/She shall issue notices of meetings to the members and Directors as provided by these BY-LAWS. He/She shall further notify those members who have been suspended or expelled. In case He/She is unable to attend any meeting of the Club or the Board of Directors, He/She shall have the necessary books, reports and papers conveyed to the place of said meeting and shall provide a substitute to serve in His/Her stead.

Paragraph 4. Duties of the Treasurer. The Treasurer shall collect all monies due the Club, and on payment thereof, furnish receipt. He/She shall deposit all money received belonging to the Club in some financial institution to be designated by the Board of Directors, and shall indemnify the Club against loss by furnishing surety bond for not less than five thousand dollars (\$5000), the expense of same being paid by the Club, however this requirement may also be waived by the Board. He/She shall keep proper books of account for the complete record of receipts and disbursements, such books being capable of subsequent audit, check and balance. He/She shall pay all bills contracted by the Club, only when properly audited and vouchered for correctness by the committee or officers who contracted the same, and after they have been submitted to the Board of Directors for their approval. He/She shall present a complete statement of financial condition of the Club and of the receipts and expenditures of the prior year and shall submit His/Her books to the Board of directors for audit during June of each year. All reports of the Treasurer shall become part of the Club meeting minutes.

SECTION 6. MEMBERSHIP

Paragraph 1. Any person of good moral character may upon the recommendation by a member of the Presque Isle yacht Club, be eligible to become a member of such Club by submitting his application accompanied by prepayment of annual dues and fees for one year.

Paragraph 2. Resignations may be received from any member who is in good standing, who is not indebted to the Club in any way, and who has no charges pending against him. Such resignations must be in writing and filed with the Secretary to be effective.

Paragraph 3. Any member may be suspended, expelled, or declared to have forfeited his membership by the Board of Directors if he shall be delinquent in the payment of dues or of other accounts upon 30 days notice to such member.

Paragraph 4. Any member who has resigned or who has been expelled or has been suspended or who is in arrears in payment of dues, as provided in the BY-LAWS, forfeits all rights and privileges in this organization, and ceases to have any interest or claims of any nature, including a refund of any dues.

Paragraph 5. Annual dues of members shall be in such amounts as may, from time to time, be determined by a majority vote of the membership attending and voting at a regular monthly meeting. Annual dues shall be due on or before the first day of March of each year. If dues are not received by the last day of April, membership may be terminated. For reinstatement, annual dues must be paid.

Paragraph 6. Members in good standing shall each be entitled to one vote on matters requiring a vote of the membership. However, a family unit consisting of the voting member and a spouse residing in the same household shall be entitled to a maximum of two votes, individually and separately voted by the member and his or her spouse.

Paragraph 7. At all Club meetings, all votes shall be by voice vote or a show of hands as called for by the Commodore, except that for the election of Officers in which case ballots may be provided. An exception will be made for an election of Officers when the entire slate of candidates are running unopposed. In this case the Commodore will conduct a voice vote for each unopposed candidate.

Paragraph 8. Any and all funds collected by the Presque Isle Yacht Club through membership dues, special assessments, retail sales of merchandise, or of equipment belonging to the Club, or through gifts to the Club, shall be deposited to the General Account of the Presque Isle Yacht Club (or to specific funds if such exist) for disbursement in the discretion of the Board of Directors.

SECTION 7. OPERATION AND CONTROL

Paragraph 1. All decisions pertaining to the conduct of routine business of the Presque Isle Yacht Club shall be made by the Board of Directors, such decisions being reached by majority vote of those Directors.

Paragraph 2. All matters of major importance pertaining to the Presque Isle Yacht Club shall be first studied by the Board of Directors who shall then submit such matters and their recommendations to the membership at the next regular meeting or special meeting of the Club for decision; such decision to be a majority of the voting members present or presented by proxies.

Paragraph 3. Any member in good standing may submit a proposed amendment to the BY-LAWS. Each proposal must contain an explanation as to why the proposed change is necessary. Any such proposed amendment to the BY-LAWS must be submitted to the

Board of Directors in writing for their study and recommendations; following which the proposed amendment and the recommendation of the Directors shall be presented to the next regular meeting of the Presque Isle yacht Club for general study and discussion. Ratification of the proposed amendment shall require 2/3 majority of the members voting is required to approve the amendment. The Secretary shall read the proposed amendment(s) to the membership. The Commodore will first call for a motion to consider the amendment after which He/She will open the floor for discussion by the membership. The Commodore shall then call for a vote. Proposed amendments become effective as soon as passed with the exception of those which stipulate an effective date.

END OF BYLAWS