

# **THE CHARLESTON BOAT CLUB, INC. BY-LAWS**

## **ARTICLE 1**

### **Name**

This corporation shall be known as "The Charleson Boat Club, Inc." ("Club"), of the City of Charleston, West Virginia.

## **ARTICLE II**

### **Object**

The object of this Club shall be to encourage the sport of boating and to provide and maintain a suitable Club House and dockage facilities for the recreation and use of its members and guests.

## **ARTICLE III**

### **Officers**

Section 1. The officers shall be a Commodore, Vice-Commodore, Rear Commodore (one of whom shall be a boat owner at the time of election), Secretary and a Treasurer. The Secretary and Treasurer may be a combined office.

## **ARTICLE IV**

### **Duties of Officers**

Section 1. The Commodore shall preside at all meeting of the Club and the Board. The Commodore shall have a general charge of the operation of the Club, subject to the direction of the Board. The Commodore shall appoint a Board of Governors (the "Board") of seven members, which Board shall serve during his term of office subject to his will and pleasure. The Commodore shall appoint all committee chairs.

Section 2. It shall be the duty of the Vice-Commodore to assist the Commodore in the discharge of his duties, and to officiate in his absence.

Section 3. It shall be the duty of the Secretary:

- 1) To keep minutes of the meetings of the Club and of the Board in books provided for that purpose, and to have the custody of all reports and documents connected with the proceedings of the Club.
- 2) To keep a correct role of the members together with dates of their election.
- 3) To notify each potential member of their election or rejection.
- 4) To render a statement of the affairs of the Club at each stated meeting of the Club.
- 5) To conduct the correspondence of the Club; to give notice of all meeting of the Club, and in case of special meetings to state the business intended; to notify member of their election to office, and of their appointment to serve on Committee, and to perform such other service as may be required by the Commodore or by the Board

Section 4. It shall be the duty of the Treasurer:

- 1) To have charge of the funds of the Club and to keep a correct account of all moneys received and paid out in book provided for that purpose, and under the direction of the Board, to disperse the funds.
- 2) To collect all moneys dure.
- 3) To deposit the funds in the name of the Clube in a depository or depositories approved by the Board.
- 4) To present, at each stated meeting and whenever so requested by the Board a detailed account showing the financial condition of the Club.

## ARTICLE V

### Governors

Section 1. There shall be a Board of Governors, which shall consist of the Commodore, Vice-Commodore, Rear-Commodore, Secretary, and Treasurer, **immediate past Commodore**, and seven other members appointed by the Commodore. ~~The secretary, Treasurer and immediate past Commodore shall be ex-officio members.~~

Section 2. Regular meetings of the Board shall be held once each month on a date and at a place fixed by the Commodore and at such other times and places as the Board may from time to time designate by resolution. A properly scheduled assembly of ~~four (4)~~ **7 (seven)** members of the Board shall constitute a quorum.

Section 3. The Board shall have entire authority to make such rules and regulations it deems necessary in the management of the affairs and finances of the Club. All rights and powers connected therewith shall be vested in them.

Section 4. The Board shall make such rules as they deem proper respecting the use of the Club house and grounds; prescribe rules for the admission of strangers; fix penalties for offenses against the rules, and make rules for their own government and for the government of the Committees appointed by them.

Section 5. The Board shall approve an annual budget for the appropriation of the funds of the Club. The Board shall have the authority to amend said budget.

Section 6. The Board shall have power to limit indebtedness of a member to the Club, including dues.

Section 7. The Board shall elect to membership in the Club, as hereinafter provided, such candidates as they consider desirable. Such election must be at a regular meeting of the Board, and two negative votes shall reject the application. No rejected candidate shall be eligible to membership within six months after rejection.

Section 8. The Board shall have power to suspend or expel any member for violation of the rules or by-laws, or for conduct which they shall deem improper or prejudicial to the Club.

Section 9. The Board may, as hereinafter provided, drop from the roll any delinquent member, and also may reinstate such members, as hereinafter provided.

Section 10. The Board shall approve all standing committees, and shall have full authority over them, except as hereinafter provided, and shall appoint such other Committees as shall seem to them necessary.

Section 11. The Board shall have authority to make, in their discretion, appropriations for the clerical or technical assistance of the Secretary and Treasurer.

## ARTICLE VI

### Standing Committees

Section 1. The standing committees shall be a House Committee, Gunnel Maintenance Committee, Grounds Committee, Membership Committee, Moring Committee, Electric Power Consumption Committee, Member Education Committee, Social Committee and a Website Committee. The Commodores committee appointment shall be approved annually by the Board at the first regular meeting after the annual election.

Section 2. The House Committee shall have the general management and control of the Harbor House and Harbor House employees. They shall receive and redress complaints.

Section 3. The Gunnel maintenance committee shall have the responsibility of making the necessary repairs and improvements to the property and facilities of the Club. This committee shall have the authority to hire and fire

temporary non-member employees as their staff to perform such repairs and improvements. This committee shall also have the authority to employ such contractors as deemed necessary. The expenditures of this committee shall be controlled by the annual budget.

Section 4. The grounds committee shall be responsible for any maintenance and upgrading of the grounds occupied by the Club. Such maintenance shall include mowing of the grass and maintenance of the roadway and parking areas.

Sections 5. The Mooring Committee shall be responsible for the advertising of and assignments of moorings of the boats owned by the members in good standing in the Club as such slips become available. Slip assignments shall be made based on seniority of the member who apply for and qualify for the space available.

Section 6. The Electric Power Consumption Committee shall consist of two (2) MEMBERS WHO SHALL BE RESPONSIBLE FOR THE READING of the electric meter on a quarterly basis. This committee shall report their findings to the Treasurer.

Section 7. The Member Education Committee shall be responsible for providing information for newsletters, meeting and general over data to improve the knowledge and safety for the Clube members.

Section 8, The Social Committee shall proceed and take care of all social functions given by the Club. This committee shall be responsible for the quarterly production and distribution of a newsletter regarding the actions of the Club. The expenditures of this committee shall be controlled by the annual budget.

Section 9. The Website Committee shall consist of one (1) member who shall be responsible for the development and maintenance of the website, charlestonboatClub.com. This committee shall also be responsible for maintaining an electronic mailing list and electronically distributing documents to those members who have such capabilities. The expenditures of the committee shall be controlled by the annual budget.

Section 10. The Membership Committee shall receive and review all applications for membership and report their recommendations to the Board.

## **ARTICLE VII**

### **Elections**

Section 1. The Commodore, Vice-Commodore, Rear Commodore, Secretary and Treasurer shall be elected at the Annual Meeting of the Club, and shall hold office for one year, or until their successors are elected. The currently sitting Commodore, Vice Commodore and Rear Commodore, (all of whom have served their tow year term), shall be permitted to serve a second two year consecutive term and at the end of that period the By-Law would revert to the previous By-Law as it is currently stat3d, This will be effective from the annual meeting on January 30, 2018 and will terminate at the annual meeting in January, 2019. The terms of the Secretary and Treasurer are not required to be limited.

Section 2. All vacancies in elective offices shall be filled by the Board at their next regularly scheduled meeting.

## **ARTICLE VIII**

### **Membership**

Section 1. The Clube shall be composed of active members only, the number of active members, however, may be limited by a majority vote of the members or a two-thirds (2/3) vote margin of those members of the Board present at the meeting when such motions are made.

Section 2. Each candidate for active membership must be proposed in writing. The applicant may be sponsored by a current Boat Club member to whom the applicant is known or by the Charleston Boat Club Board of Governors. All members on the application shall be members in good standing. Application for membership must be subscribed by the candidate, must state their name, occupation, and address, and include an agreement to comply with the rules and By-Laws of the Club. The names and addresses of all candidates, with the names of their proposers, may be posted in the Harbor House for at least one week before action is taken thereon. The Membership Committee shall review all applications and bring the applications deemed acceptable to the next regular scheduled meeting of the Board for action. All proceedings of the Board upon any proposal for membership, except final action thereon, and all communications to them, shall be treated as confidential.

Section 3. Any member that has not paid for dues, mooring, special service or any other charges after forty five (45) days from billing date, shall be deemed delinquent. The delinquent members shall be charged a Twenty-five Dollar (\$25.00) delinquent penalty. The member shall be notified by mail by the Treasurer at his last known address that he is delinquent and of the amount due. The member's name may be posted at the Harbor House bulletin board as delinquent. If the amount posted and the delinquency penalty are not paid in full within 60 days after the posting date, the name of the delinquent member shall be reported by the Treasurer to the Board. The Board may thereafter terminate the membership of a delinquent member who shall be notified of such action by certified mail, and then shall thereafter be excluded from access to the Harbor House and the Boat Club Facilities. A member who is terminated for nonpayment of dues or other indebtedness may, at the discretion of the Board, be reinstated to full membership upon payment of the full indebtedness and the \$25 delinquency penalty.

Section 4. A member not in arrears for dues, or other indebtedness, shall tender a written resignation of his membership and/or slip assignment to the secretary, who shall report the same to the Board at their next meeting. At such time as the written resignation is presented, a member not in arrears for dues or other indebtedness shall be entitled to receive a semi-annual prorated share of any slip fees that have been paid. The resigning member shall not receive a rebate on any portion of the annual dues.

Section 5. Member shall be responsible for the conduct and indebtedness of all persons admitted to the Club House or grounds at their request.

## **ARTICLE IX**

### **Membership meetings**

Section 1. The annual meeting of the Club shall be held on the last Tuesday in January. This meeting may be held in conjunction with the Charleston Boat Corporation annual meeting.

Section 2. The Secretary shall call special meetings at the direction of the Commodore or upon the written request of ten members.

Section 3. Ten members shall constitute a quorum for the transaction of business at a membership meeting.

Section 4. Notices of stated and special meetings shall be mailed to every member at least five days in advance thereof and shall be posted on the Club House Bulletin Board by the Secretary. This notice shall be posted on the same date as the notices are mailed to the membership.

Section 5. No business shall be transacted at special meetings except that of which notice was given.

## **ARTICLE X**

### **Discipline**

Any member or members having a complaint against another member for the infraction of any law or rule, or for conduct injurious to the welfare of the Club may report the same in writing, to the Board. Such complaint shall set forth the facts of the case, together with the names of witnesses, if any. After receiving such complaint, a meeting of the Board shall be held as soon as practicable to investigate the same. Of such meeting, the complainant or complainants, and the member complained of, shall receive at least five (5) days notice prior to the meeting date, The Board shall have power to suspend or expel a member thus complained of, or impose other penalty. The decision of the Board shall be filed with the Secretary, and he shall mail copies thereof to the complainant or complainants, and to the member complained of.

## **ARTICLE XI**

### **Fees and Dues**

Section 1. There may be an initiation fee, the amount of which fee may be determined by a two-thirds vote of the members of the Board.

Section 2. The annual membership dues shall become due and payable July 1<sup>st</sup> of each calendar year. The annual membership dues shall be \$300.00 for the year beginning July 1, 2002. Beginning July 1, 2009, the annual membership dues may be raised as deemed necessary by the Board of Governors. In no event shall the dues increase be in excess of \$50.00 from those charged for the preceding year until the annual dues reach \$500.00. From that time forward, the dues increase shall be no more than (10) percent in any fiscal year. The intention of the Board of Governors shall be announced at least two (2) months in advance of the increase and this decision may be overridden at a meeting called in accordance with Article IX Section 2.

## **ARTICLE XII**

### **Miscellaneous**

Section 1. No intoxicating drinks shall, under any circumstances whatsoever, be sold or given to any minor in the Club House or on the grounds of the Club.

## **ARTICLE XIII**

### **Amendments**

The By-Laws may be amended at any meeting of the Club, by two-thirds (2/3) vote of all present, provided the proposed amendment has been recommended by the Board or approved in writing by fifteen members in good standing, and a copy thereof has been mailed to every member at least ten days in advance of such meeting.