

Bylaws for the Swinomish Yacht Club

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ARTICLE I

Name

Section 1. The name of the Club is the Swinomish Yacht Club of La Conner, Washington. In this document, referred to as “SYC” or the “Club”.

ARTICLE II

Objective

Section 1. The objective for which this Club is formed shall be to promote yachting and marine events designed to stimulate public interest in yachting; to acquire, to sell, lease, mortgage, transfer or dispose of real property, including clubhouse, moorage, facilities and anchorages for the use of its members and guests.

ARTICLE III

Membership

Section 1. Memberships shall be classified as individual or family.

- Any person twenty-one (21) years of age or older and of good moral character shall be eligible for individual membership.
- Any family consisting of a married couple or domestic partners and their children, if any, under the age of twenty-one (21), or a parent and his or her children under twenty-one (21) shall be eligible for a family membership. Such membership shall be in the name of both spouses or domestic partners. In the event of a dissolution, the membership shall belong to only one of the parties, as determined by the dissolution action and subject to approval of the Board of Trustees.

Section 2. A lifetime membership shall be granted to any Past Commodore with twenty (20) years of membership.

Section 3. All members will receive a membership card, be considered active and in good standing, and will appear in the annual yearbook.

ARTICLE IV

Application for Membership

Section 1. Applications for membership must be proposed in writing on a form approved by the Board of Trustees and provided by the Membership Director. This application form is to be posted on the SYC website, available to fill out as required. It is highly recommended that the membership application bears the name of one SYC member in good standing, such to be known as the sponsor. If no sponsor is known by this applicant, the Board of Trustees shall assign a SYC member as their sponsor, upon approval vote by the board.

Section 2. Upon receipt of an application for membership, the Membership Director shall refer such application to the Board of Trustees and mark as pending and shall be acted upon. With two-

thirds (2/3) acceptance vote and no dissenting vote from the Board of Trustees, the applicant shall be accepted as a member of SYC; provided initiation fee and current years dues are received by the Treasurer with-in 15 days or the Treasurer's exception. The Membership Director shall contact the new member, with a membership acceptance letter and to request initiation fee & dues payment.

ARTICLE

V

Dues and Initiation Fees

Section 1. Dues shall be payable annually in advance. The initiation fee and dues shall be in such amount as may be established from time to time by the Board of Trustees and approved by the membership at either General Membership meeting. All members with dues paid in full are referred to as active members in good standing. Dues will be waived for Commodore, Treasurer, Lifetime Members, and Boating Family of the Year.

Section 2. Dues are due and payable on January 1 of each calendar year and thirty (30) Days thereafter. The members that choose to pay their dues after February 15th, shall not be listed in the current yearbook. Those not paying their dues prior to March 1st, shall be automatically terminated from membership and the Treasurer shall notify them accordingly. If necessary, a member can contact the Treasurer to work out a payment plan for that current year's dues. If a payment plan is agreed to before February 15th, that member will remain in the yearbook and an active member in good standing.

Section 3. The same procedure as outlined in the preceding section shall be followed for indebtedness other than for dues owing to SYC by any member and it shall be mandatory for the Board of Trustees to institute proceedings for the collection of any debts owing by a member and remaining unpaid for period of six (6) months.

ARTICLE VI

Voluntary Resignation / Renewal of Membership

Section 1. Voluntary Resignation: Members may voluntarily resign from this Club by filing a written notice with the Treasurer or an Officer, provided that all such member's obligations to the Club be first discharged in full. Upon the acceptance of resignation by the Club, all interest of the member in the Club or Club's property shall revert to the Club without compensation therefor and all Club property held by the member shall be returned to an Officer.

Section 2. Renewal of Voluntary Resignation Membership: Any active member of the Club who has resigned in good standing per Section 1 of this Article, wishing to renew membership, must pay a reinstatement fee of thirty-five dollars (\$35.00) and the current prorated year's dues which accompany the application of membership.

ARTICLE VII

Expulsion of Membership

Section 1. Members may be censured, suspended, or expelled for violation of these Bylaws, or for action unbecoming a member or actions injurious or prejudicial to the welfare of the Club.

Section 2. Any person having a complaint against a member seeking such member's expulsion from the Club shall file a written statement of the grounds therefor with the Commodore, which shall include, at a minimum, the factual allegations and the names and contact information for other persons having relevant firsthand knowledge thereof.

Section 3. Upon receipt of the statement, the Commodore shall appoint a committee composed of three past Commodores, who shall investigate the matter and make a written, confidential report to the Board of Trustees as to its conclusions.

Section 4. The Board shall thereupon consider the committee's report, at a regular or special Board meeting. If the Board of Trustees decides that further action is warranted, it shall direct the Commodore to notify the member who is the subject of the complaint of the nature thereof, and advise him / her of their right to a hearing before the Board. Such notice shall include a copy of the written complaint.

Section 5. The Board of Trustees shall then conduct a closed hearing, within 14 days of the date the notice is given to the member, at which the accused member may provide whatever information such member deems relevant, whether in person, in writing, or a combination of both. The accused member may provide witness statements, which must be in writing and based on firsthand knowledge. There shall be no right to counsel. The person making the accusation shall not be present at the hearing. The 3 past Commodores who conducted the initial investigation shall be present.

Section 6. At the conclusion of the hearing, the Board of Trustees shall vote on whether expulsion is warranted. At least 2/3 of the votes being cast in the affirmative shall be required to expel the member. The votes shall not be by secret ballot, and shall be taken in the absence of both the accused member and the complaining party. The Commodore will then immediately notify both the accused member and the complaining party of the results of the vote, and shall take such further action as may be necessary and proper to carry out the Board's decision. Upon expulsion of membership, all member's rights and interest in the Club shall revert to the Club without compensation, therefor.

Section 7. If any Board member is the accused, or if he or she is otherwise directly involved in the circumstances giving rise to the complaint, then he or she shall be disqualified from participating in the proceeding. The contents of the complaint and the information provided at the hearing shall be kept confidential by the persons involved and the Board of Trustees, unless the

accused member and the person making the complaint both agree to the formal disclosure of the complaint.

ARTICLE VIII

Death Of A Member

Section 1. There shall be no succession of membership, provided that the death of a spouse or domestic partner shall not terminate a family membership, which shall continue as a family membership so long as any child of the living spouse or partner is under twenty-one (21) years of age. A family membership shall be converted to an individual membership, without payment of any fee, at such time as there is no child under twenty-one (21) years of age. Upon death of both parents, a family membership shall terminate. Upon termination of membership by death, member's rights and interest in the Club shall revert to the Club without compensation, therefor.

ARTICLE IX

Membership Meetings

Section 1. The General Membership meetings of the Club shall be held each March and November of each year at a time of day fixed by the Board of Trustees. A notice of the time and place of said meeting shall be emailed and / or USPS mailed by the Secretary to each member at least ten (10) days prior to said meeting.

Section 2. Officers and Directors are voted on at the November Membership Meeting. All other club business requiring a vote of the membership may be conducted at either General Membership Meeting.

Section 3. Special meetings may be called at any time by the Commodore upon fifteen (15) days written notice. No business other than as indicated in the call shall be presented at a special meeting.

Section 4. All members will be eligible to vote if they are present and considered active and in good standing. Each family membership (husband, wife and underaged children) count as one (1) vote.

Section 5. In the event there is a nomination from the floor, the ballots shall be taken and counted by a committee of three (3) members appointed by the Commodore. In the event of a paper ballot, the Commodore will instruct the members of one (1) vote per family. There shall be no votes by proxy.

Section 6. In addition, to the presiding officer, ten percent (10%) in number of the voting members, shall be necessary for a quorum in order to transact business at any meeting.

Section 7. Robert's Rules of Order shall govern all meetings, unless in conflict with these Bylaws.

ARTICLE X

Officers and Board of Trustees

Section 1. The Flag Officers shall be Commodore, Vice-Commodore, and Rear-Commodore.

Section 2. The Officers of the club shall consist of Commodore, Vice-Commodore, Rear-Commodore, Port Captain, Secretary, Treasurer, and Fleet Medical Officer.

Section 3. The Board of Trustees shall consist of fourteen (14) members: the Officers (Commodore, Vice-Commodore, Rear-Commodore, Port Captain, Secretary, Treasurer, Fleet Medical Officer), the Immediate Past Commodore, and six (6) Directors (Dockmaster, Facilities, Membership, Communications, Reciprocity, and Web Content Director). Each Officer (except Flag Officers) and Director shall serve a three (3) year term. The Immediate Past Commodore shall serve for one (1) year following his / her term of office, as Commodore.

Section 4. The Board of Trustees shall constitute the governing body of the Club and shall have the power to carry out and fulfill the objects and purposes prescribed in these Bylaws.

Section 5. The Board of Trustees shall be the legal custodians of the property of the Club and shall have the active business management and control of the affairs and funds of the Club, including the right to borrow money and make contracts binding upon the organization. The signing of legal documents pertaining to contracts and insurance must be done by the Commodore and another Officer at the direction of the Board of Trustees. The signing of legal documents pertaining to Club banking must be done by the Commodore and the Treasurer at the direction of the Board of Trustees, except for checks which can be signed solely by the Treasurer.

Section 6. The Board of Trustees may employ a clubhouse manager who may be required to furnish a surety bond for the Board's approval, guaranteeing the faithful performance of his / her duties, but the Club shall bear the expense of such bond. The clubhouse manager shall be responsible to the Board of Trustees for the care and management of the Club and its affairs. This employee position will fall under the guidelines stated in Article XIV.

ARTICLE XI

Election of Officers and Directors

Section 1. The election of Officers and Directors shall be held at the November meeting.

Section 2. A Nomination Committee of five (5) members shall be appointed by the Commodore no later than September 1. The Nomination committee shall consist of members, each with at least five (5) years of service to the Club as a member in good standing. The nominating Committee,

when appointed, will be made known to the Board of Trustees and membership no later than October 1, by email to the membership.

Section 3. A Nominating Committee shall nominate at least one (1) member for each office to be filled, and a report of this committee shall be made at the November meeting. The slate of officers suggested by the Nominating Committee shall be included in the notice of the meeting emailed and / or USPS mailing to the membership at least ten (10) days prior to the meeting. The Commodore, at the November meeting, must call for additional nominations from the floor.

Section 4. The offices to be filled are the Rear-Commodore and any vacant positions of Port Captain, Secretary, Treasurer, Fleet Medical Officer, and Directors. No Officer or Director shall serve more than two (2) consecutive three (3) year terms (excluding Commodore, Vice-Commodore, Rear-Commodore, and Past Commodore, which are consecutive chair positions). The Board of Trustees is allowed to approve an Officer or Director to serve a third (3rd) three (3) year term, if best for the operation of the Club.

Section 5. Election to the office of Rear-Commodore shall automatically include the duties and obligations to serve progressively the office of Rear-Commodore, Vice-Commodore, and Commodore.

Section 6. Any Officer or Director position, other than Flag Officers, which shall become vacant for any reason shall be filled by appointment by the Commodore and an unanimous vote by the remaining members of the Board of Trustees. Such appointees shall serve until the next regular annual election.

Section 7. The elected Officers and Directors shall take office on January 1 and be installed at the annual Commodore's Ball.

Section 8. No member of the Club shall hold two (2) elected positions at the same time.

ARTICLE XII

Duties of Officers and Directors

Section 1. Commodore: It shall be the duty of the Commodore to take command of the fleet, and with the cooperation of the Board of Trustees, to enforce all rules and regulations. He / She shall preside at all meetings (unless he / she is unable to attend, then the Vice Commodore shall preside over that meeting) and shall act as Chairman of the Board of Trustees and shall enforce all provisions for the welfare of the Club. The Commodore shall be an ex-officio member of all committees and shall perform all responsibilities as described in the Commodore's job description.

Section 2. Vice-Commodore: It shall be the duty of the Vice-Commodore to assist the Commodore in the discharge of their duties, and in the Commodore's absence officiate in his / her stead. In the event of a vacancy occurring in the office of Commodore, the Vice-Commodore shall succeed to the office. The Vice-Commodore shall perform all responsibilities as described in the Vice-Commodore's job description.

Section 3. Rear-Commodore: It shall be the duty of the Rear-Commodore to assist the Commodore and Vice-Commodore in the discharge of their duties, and in their absence to officiate in their stead. In the event of a vacancy occurring in the office of Vice-Commodore, the Rear-Commodore shall succeed the office. The Rear-Commodore shall perform all responsibilities as described in the Rear-Commodore's job description.

Section 4. Port Captain: The Port Captain shall oversee the port facilities and assist in the berthing at Yacht Club cruises. The Port Captain shall perform all responsibilities as described in the Port Captain's job description.

Section 5. Secretary: It shall be the duty of the Secretary to keep a full and complete record of the proceedings at all regular meetings of the Club and Board of Trustees. The same to be kept in a comprehensive and legible form and shall be the permanent property of the Club. The Secretary shall perform all responsibilities as described in the Secretary's job description.

Section 6. Treasurer: The Treasurer shall be the custodian of all funds of the Club and shall give necessary receipts for all money paid to the Club and shall deposit Club monies in the bank or banks approved by the Board of Trustees in the name of Swinomish Yacht Club. The Treasurer shall maintain such special funds as may be authorized by the Board of Trustees. Disbursement shall be made by the Treasurer upon authority of the Board of Trustees. The Treasurer shall keep suitable books of accounts, make reports to the Board, make reports to the general membership at meetings and perform such other duties as are usually incumbent upon a Treasurer or as may be authorized by the Board of Trustees. The Treasurer shall be bonded at the discretion of the Board of Trustees. The Treasurer shall perform all responsibilities as described in the Treasurer's job description.

Section 7. Fleet Medical Officer: It shall be the duty of the Fleet Medical Officer to oversee the welfare of all members as needed. The Fleet Medical Officer shall perform all responsibilities as described in the Fleet Medical Officer's job description.

Section 8. Directors: It shall be the duty of all Directors to assist the Officers in the discharge of their duties. The Directors shall perform all the responsibilities as described in their job description.

ARTICLE XIII

Board of Trustees Meeting

Section 1. The Board of Trustees shall meet for a minimum of ten (10) meetings per year (including the Spring and Fall Membership meetings). Also, at such other times as the Commodore may direct or upon a request in writing to the Commodore by any two (2) members of the Board of Trustees. Each member of the Board shall receive notice of the meetings at least three (3) days prior to the meeting date.

Section 2. In the event any member of the Board of Trustees is absent for three (3) consecutive meetings without good and sufficient cause, of which the Board shall be the judge, the Board shall declare the position vacant.

ARTICLE

XIV

Committees and Their Duties

Section 1. The Commodore may appoint any committee and designate the duties of said committees as he / she deems necessary with the approval of the Board of Trustees.

Section 2. The membership of the committee shall be appointed by the Commodore and approved by the Board of Trustees.

Section 3. Committees approved by the Board of Trustees, are welcome to attend all monthly board meetings, to provide their committee reports and / or comments. They are not a voting member of the Board of Trustees. These committees are (not limited to or required as such):

1. Clubhouse Manager / Rentals
2. Advertising
3. Yearbook
4. Ship Stores
5. Photographer

ARTICLE XV

Fiscal Year

Section 1. The fiscal Year of the Club shall be January 1, through December 31.

ARTICLE XVI

Pennants

Section 1. The Club pennant shall be triangular in outline and shall consist of a white background with a red Indian head and three (3) blue stars.

ARTICLE XVII

Bylaws and Amendments

Section 1. These Bylaws shall be transcribed into a book by the Secretary, which shall be the permanent record book and property of the Club.

Section 2. These Bylaws may be amended by a three-fourths (3/4) majority vote of the members present at any regular meeting of the Club or a special meeting called for that purpose, provided, however, that any proposed amendment shall be emailed and / or USPS mailed to the membership, by the Secretary and posted on the SYC's Website, for at least thirty (30) days prior to the vote.

Section 3. These Bylaws shall not be suspended at any time except by a three-quarters (3/4) majority vote of all members present at a regular meeting.

Approved.

Amended / Revised – March 2024 General Business Meeting