

BY-LAWS OF QUINSIPPI YACHT CLUB

I. Name, Office, And Purpose

- A. The name of the Corporation is Quinsippi Yacht Club
 - 1. The name Quinsippi Yacht Club shall be registered each year with Register of American Yacht Clubs', Yachting Club of America.
- B. The official address of the Club shall be P.O. Box 206, Quincy, IL. 62306 until otherwise established by the Board of Directors.

II. Purpose

- A. The primary purpose of the Club is to promote safe boating.
- B. To accomplish this purpose, the Club shall take appropriate steps to indoctrinate and train its members in boating laws and regulations, good seamanship, boating etiquette and protocol and boating safety.
- C. The Club will furnish guidance to members toward outfitting, maintenance and operation of their craft.
- D. Recognizing that good fellowship among boaters is conducive to safe boating, the Club will arrange and foster group activities which would tend to promote such fellowship.

III. Membership

- A. Qualification for Regular Membership
 - 1. A Regular Member must be a boat-owner when applying for membership and must be over 21 years of age.
 - 2. Definition of boat owner shall be determined by the board of directors until such time as a membership committee is appointed.
 - 3: The spouse of a Regular Member will, on application, be designated as an Associate Member.
- B. Application for Membership
 - 1. Application for Membership must be submitted, on and approved application form, to the Membership Committee and such application must be accompanied by a check for the current year's dues plus the initiation fee, and plus any special assessment which may have been levied after the amount of the initiation fee for the current year has been established, all subject to return if the application is disapproved.
 - 2. The Membership Committee shall review the application as provided in Sec./ VIII, Par. A2, and submit its recommendation to the Board of Directors for final approval or disapproval.

IV. Officers and Directors

- A. Qualifications

1. Any Regular Member in good standing shall be qualified for election as an Officer or as Director except that the Commodore, the Vice-Commodore and the Fleet Captain each shall also be a boat-owner or have a substantial financial interest in a boat at the time of his election.
- B. Officers: The following officers shall be elected at each Annual Meeting of the Club Membership:
1. Commodore: The Commodore shall be the Chief Executive Officer of the Club. He shall be an ex-officio member of all committees.
 2. Vice-Commodore: The Vice-Commodore shall have such power and perform such duties as may be assigned to them by the Board of Directors or by the Commodore. In case of absence or disability of the Commodore, the Vice-Commodore shall perform the duties of that office.
 - a. The Vice-Commodore shall be the Public Relations Officer

See Amendment November 13, 1982 as follows:

- b. The Vice Commodore shall be the Safety Officer, and will be the chairman of the safety committee.
3. Secretary: The Secretary shall keep the minutes of all proceedings of the Board of Directors and the minutes of meetings of the Club Membership in books provided for that purpose. They shall have custody of the Corporate Seal and of such books and paper as the duties incident to the Office of Secretary and such other duties as may be assigned to them by the Commodore or Board of Directors.
4. Treasurer: The Treasurer shall have custody of all of the funds of the Corporation. They shall collect promptly all moneys due the Club and shall pay such bills as are authorized by the Board of Directors and shall perform all other duties incident to the Office of Treasurer and subject to the control of the Board of Director.
5. Fleet Captain: The Fleet Captain shall be in charge of planning and executing all Club Cruises and other appropriate Club recreational and social activities. He shall be the Protocol Officer of the Club. He may appoint temporary committees from among the Regular and Associate Members from time to time as may be necessary to assist him in fulfilling the duties of his office.

See Amendment November 12, 1983 as follows:

- C. Appointed Officers:
1. Rear Commodore. The Commodore shall appoint a Rear Commodore whose duties shall be those as directed by the Commodore. He shall be prepared to assist any officer or committee chairman as required.

2. Surgeon, Measurer, Or Chaplain. The Commodore shall at his discretion appoint a Surgeon, Measurer, or Chaplain as he deems necessary for the purpose of performing any duty he sees necessary and to promote participation in the direction of the club. The Commodore may appoint any, all, or none of these officers.

D. Directors:

1. The five Officers described in paragraph B, Preceding, shall be Directors.
2. In addition, there shall be two Directors-at large, each of whom shall be elected for a two-year term, one being elected in even-numbered years, the other in odd-numbered years.

See Amendment November 1, 1986 changed as follows:

In addition, there shall be four Directors-at-large, each of whom shall be elected for a two-year term, two being elected in even-numbered years, the other two in odd- numbered years.

E. Board of Directors:

1. Composition: the Board of Directors shall consist of the seven Directors, as described in paragraph D, preceding, the Commodore shall be Chairman of the Board of Directors.
2. Quorum: Four Directors; at least one of whom shall be the Commodore, or the Vice- Commodore shall constitute a quorum of the Board of Directors.
3. Meetings: The Board of Directors shall meet twice each year; the first such meeting shall be not more than thirty days after the Annual Meeting of the Members, as described hereafter; the second such meeting shall be in the month of March.

F: Vacancies

1. If the office of Commodore becomes vacant, the Vice-Commodore shall succeed to the office of Commodore.
2. If the office of Vice-Commodore becomes vacant, the Fleet Captain shall succeed to the office of Vice-Commodore.
3. If the Office of any other Officer or Director becomes vacant, the office shall be filled from among eligible regular members by appointment by the commodore, subject to approval of the Board of Directors, for the remainder of the term of that office.

See amendment November 12, 1983 as follows:

Changes as underlined below.

G. Tenure of Office

1. The term of office for each elected Officer and Director shall be from the time of his election or appointment until his successor shall have been elected or appointed. The term of each appointed office shall terminate on the date of the annual meeting.

See amendment November 13,1982 as follows:

Add “The office of Commodore shall not be held for more than two consecutive terms by the same person.”

2. Any officer or Director may be removed from his office for lack of interest, for malfeasance in office, or for conduct prejudicial to the best interest of the Club, by a vote of four members of the Board of Directors.
 - a. Any Officer or Director so removed from office may be restored to office by a petition for such restoral signed by at least fifty percent of the Regular Members of the Club who were members as of the date of his removal. The aforesaid petition, to be effective, shall be received by the Secretary not more than sixty days after the date of removal.

V. Dues

- A. Annual dues shall be in an amount established by the Board of Directors.
 1. Any increase in annual dues over those established for the then current year shall be subject to approval by membership at the Annual Meeting.
- B. Annual dues shall be due and payable on the first day of each calendar year and shall become delinquent on the first day of March.
- C. Treasurer shall mail in the first day of March a final notice to all members whose annual dues are then delinquent, advising such members that failure to pay such dues by the first day of April will result in automatic disenrollment from Club Membership.

VI. Initiation Fee:

- A. Initiation Fee shall be a sum, determined by the Board of Directors, except that in no event shall the Initiation fee be less than \$10.00.

VII. Special Assessments:

- A. Procedures
 1. Proposals for special assessments shall be approved by a majority of the Board of Directors who shall then submit the proposal in writing to all Regular Members in ballot form with a return envelope marked “Ballot” addressed to the Secretary.
 2. The Board of Directors shall meet not less than fifteen days nor more than twenty days subsequent to the date on which the proposal was mailed to the Regular Members.

- a. At such meeting, the Secretary shall open all ‘Ballot’ envelopes then received, in presence of the Board of Directors. Votes “For” and “Against” the proposed special assessment shall then be tallied and verified by at least two Directors. .
- B. Authorization of Special Assessments
1. If at least two-thirds of the membership, as described in Par. A-I preceding, are “For” the proposal, the Special Assessment shall be deemed Authorized by the Membership.
 2. The Treasurer shall mail statements to Regular Members covering such special assessment on the assessment date specified by the Board of Directors.
 - a. Special assessments shall be due and payable within thirty days of the assessment date, and shall become delinquent thereafter.
 - b. On the thirtieth day after the assessment date, the Treasurer shall mail a final notice to all members whose special assessments are then delinquent. Advising them that failure to pay such special assessment prior to the sixtieth day after the assessment date, will result in automatic disenrollment from Club Membership:

VIII. Membership Meetings:

- A. Annual Meetings: The Annual Meeting of the Club Membership, for the purpose of electing Officers and Directors and for such other business as may properly come before the Meeting, shall be held, each year during the month of November at such place and time as may be set by the Board of Directors.
 1. At least fifteen days written notice of such Annual Meeting shall be mailed by the Secretary to the last known address of each Regular Member.
- B. Special Meetings: Special meetings of the members shall be held whenever called by the Board of Directors. Notice of each special meeting stating the time, place and in general terms the purpose thereof shall be sent by mail to the last known address of all members at least fifteen days prior to such meeting:
- C. Quorum: At any Membership Meeting, 25% of the number of Regular Members as of the date of that Meeting shall constitute a quorum.
- D. Voting: Only Regular Members are entitled to vote. A majority of the Regular Members present and voting shall prevail except as may be otherwise provided therein.
 1. Voting by proxy is not authorized.

IX. Standing Committees and Appointments

A. Membership Committee

1. On assuming office, the Commodore shall appoint a Membership Committee consisting of four Regular Members plus the Commodore.
 - a. At least one such committeeman shall not be a member of the Board of Directors.
 - b. The Chairman of the Membership Committee shall be designated by the Commodore.
2. The Membership Committee shall receive all applications for membership, shall make such investigation of the applicants as they deem necessary in order to determine whether or not the admission of such applicant may be in the best interests of the Club, and shall indicate on the application forms the initialed approval or disapproval of each committee-man, then submit such applications to the Board of Directors for final approval or disapproval.
 - a. At least three members of the Membership Committee shall act on each application.
 - b. If any Committeeman disapproves of an application, he may indicate his reasons thereof on the application form.

B. Auditing Committee

1. On assuming office, the Commodore shall appoint an Auditing Committee consisting of two Regular Members plus the Commodore.
 - a. The Treasurer shall not be appointed to the Auditing Committee.
 - b. The Chairman of the Auditing Committee shall be designated by the Commodore.
2. The Auditing committee shall audit the financial records of the Club at the following times:
 - a. Within ten days prior to the Annual Membership Meeting.
 - b. Immediately on the occasion of the office of Treasurer becoming vacant: and, c at any other time when so directed by the Board of Directors

C. Safety Committee

1. On assuming office, the Commodore shall appoint a Safety Committee consisting of three Regular Members plus the Fleet Captain who shall be Chairman of the Safety Committee.

See amendment November 13, 1982 as follows:

Change 'Fleet Captain' to "Vice Commodore"

2. The safety Committee shall:
 - a. Arrange for training Members in boat handling, piloting, seamanship and boating etiquette.
 - b. Arrange for inspection of Member's Craft by the Coast Guard.
 - c. Furnish guidance in outfitting, maintenance, and operation of their craft.
3. The Safety Committee shall be alert for unsafe practices and conditions and shall take appropriate steps toward remedy of such unsafe matters.
 - a. Cases of continuing violations of commonly accepted principles of safety shall be referred to the Board of Directors for appropriate action.

D. Judge Advocate

1. On assuming office, the Commodore may appoint a Judge Advocate who will render assistance and counsel to the Commodore and to the Board of Directors in matters affecting the Club.
 - a. Any Expense associated with or incident to such appointment shall require advance approval of The Board of Directors.

X. Resignation, Disenrollment, Reinstatement.

- A. Resignation in Good Standing: Any member wishing to resign shall submit his resignation in writing to the Secretary. He shall be considered to have resigned in good standing if dues for the current year, all current special assessments, and any other financial obligations to the Club have been paid.
 1. No refund of dues of special assessments shall be made, except that in hardship cases, an appropriate refund maybe authorized by the Board of Directors.
 2. Members who resigned in good standing shall be reinstated upon their submission of an application for membership. Such application being accompanied by a check for the current year's dues. Plus an amount which represents the excess, if any, of the current year's initiation fee in effect at the time of his prior resignation, and plus any special assessment which may have been levied after the amount of the initiation fee for the current year has been established.

- B. Disenrollment for Non-Payment of Dues, Special Assessments, or Other Financial Obligations to the Club:
1. Members may be disenrolled for non-payment of dues of special assessments as provided in Section VI and VII hereof, and for failure to meet any other financial obligation to the Club within sixty days after such obligation became due and payable.
 2. Any member so disenrolled may apply for readmission following the same procedure and monetary requirements set forth in Section II B, except that the application shall also be accompanied by a second check covering any unpaid financial obligations to the Club other than dues or special assessments.
- C. Disenrollment for Prejudicial Conduct.
1. A member may be disenrolled for conduct prejudicial to the purposes or to the best interest of the Club.
 2. Any Regular Member charging another member with pre-judicial conduct shall submit such charges to the Board of Directors in writing.
 3. On receipt of such charges, the Board of Directors shall constitute itself as a Court, the presiding Officer of which shall be the Commodore, and the Counsel for which shall be the Judge Advocate.
 4. The Court shall be guided by generally accepted procedures as to notifying the defendant member of such charges, receiving of evidence and conduct of proceedings so as to assure that the interests of the defendant member as well as those of the Club are fully protected.
 5. On an affirmative vote of at least six members of the Court a Member shall be found guilty of pre-judicial conduct and shall be disenrolled from Club membership.
 - a. A Member so disenrolled may be reinstated by a petition for such reinstatement signed by at least fifty percent of the regular Members of the Club who were members as of the date of his disenrollment. Such petition, to be effective, shall be received by the secretary not more than sixty days after the date of such disenrollment.
 - b. A Member so disenrolled, who is not reinstated by petition, may reapply for membership not less than one year after date of his disenrollment. Such application for readmission shall follow the same procedures and monetary requirements set forth in Section IX. B. 1. Hereof.

XI. Rules of Order

- A. Except as may otherwise be prescribed herein, conduct of meeting and procedures of boards and committees shall be in accordance with the latest revision of Robert's Rules of Order.

XII. Amendment of By Laws.

- A. These by Laws may be amended, modified, or repealed by the Board of Directors. Subject to the approval of a majority of the members at any meeting provided that, notice thereof shall be included in the notice of the meeting and a copy of the amendment, modification, or repeal shall accompany said notice.

XIII. Interim Committee

- A. The Board of Directors shall serve as all committees until such time as specific committees are appointed by the Commodore.

XIV. Honorary Lifetime Membership (amendment November 18, 2000)

- A. Purpose: to honor a member for exemplary service and support to the club through their dedication and years of membership to the club. Such elected member will become a lifetime member with no annual dues required to be paid by them for the rest of their lifetime.
- B. Nominations: A member may be nominated by any member of the club. The nomination must be provided in writing and presented to the board for their review, no later than, the board meeting the month prior to the annual membership meeting (i.e., as the annual meeting is typically held in November, nominations would need to be submitted by the October board meeting, or, if circumstances require, by a date as specified by the board). If no nominations have been received, the board itself may choose to nominate a member.
- C. Qualifications for the nominee are:
 - 1. Member must be in good standing as established by the by-laws of the club.
 - 2. Dues, and any other charges or fees, must be paid in full.
 - 3. Provided service and support above and beyond the call of duty (as seen in the eyes of the membership and the board).
- D. Voting of the board:
 - 1. The board may elect to, or not elect to, vote upon any nomination that has been submitted in writing, or a nominee that was submitted by the board. The board does not have to vote upon any nomination if the board feels the criteria set forth has not been met. If the board elects to take a vote on any nominee, the board members present at said meeting, must unanimously vote to elect the nominee as a lifetime member.