

HARBOR CLUB NORTH & SOUTH YACHT CLUB

Constitution and By Laws

ARTICLE I - NAME

Section 1. The name of this Club is "HARBOR CLUB NORTH & SOUTH YACHT CLUB",
Incorporated under the Laws of the State of Michigan, as a non-profit corporation.

ARTICLE II - PURPOSE

Section 1. The purpose of the Club is to promote the improvement and advancement of pleasure boating by members of the community and to this end provide the opportunity and means for members to share their mutual interests and goals in achieving this objective.

ARTICLE III-MEMBERSHIP

Section 1. (a) Any person over eighteen years of age and of good character who is interested in boating is eligible for membership.
(b) Member: The term shall be deemed to include both spouses, if the applicants are married.
(c) Upon the marriage of a member, the membership status shall be amended to include the member's spouse.
(d) Seniority: Seniority shall be defined as a period of membership in the Club and seniority shall be deemed to accrue in accordance with the rules promulgated by the Executive Board of Directors from time to time.

Section 2. There shall be three (3) classes of membership.

- (a) Staff of Harbor Club North and South.
- (b) Boater Lessees of Harbor Club North and South.
- (c) Social Members.

Section 3. Only active members of this Club shall be permitted to vote or to hold office. Active members are those members who are current in all membership fees, dues, assessments and who regularly attend Club meetings. Any disputes will be resolved by the Executive Board of Directors.

Section 4. Except for spouses of established members, candidates for membership in the Club shall be proposed by two members in any class who are members in good standing. Such proposals shall be made in writing on blank forms furnished for that purpose. A proposal letter shall be addressed to the Committee on Admissions recommending the candidate and giving as fully as possible from their own personal knowledge the qualifications of the candidate for

membership, and until this information has been received, the name of the candidate for membership shall not be considered by the Committee. The Committee of Admissions shall submit all applications of candidates for membership together with their recommendations, to the Officers of the Club and shall at that time cause to be posted on the bulletin board of the Club and circulated to all members the name and residence of every candidate so submitted for admissions together with the name of the proposers. Members shall have the right to address comments on such candidates to the officers. The officers, not earlier than 10 days after receiving the report of the Committee on Admissions, shall vote upon the applications submitted. Two negative ballots in person or in writing shall be sufficient for the candidate. In the event of rejection by the Officers of any candidate for membership, the Officers at its next meeting shall consult with the proposers of said candidate. Consultation shall take place prior to notification of said candidate of his rejection of membership.

Section 5. Spouses of established members shall become members upon written notification to the Officers of their desire to acquire membership status, and the date of the marriage.

Section 6. Applications for membership shall be accompanied by such amount as the Executive Board of Directors shall determine. A member-elect, who fails to pay the required membership fees and dues within thirty (30) days of the date of his election, thereby forfeits his/her right to membership unless the Executive Board of Directors shall permit payment of such fees and dues subsequent to the time specified herein.

Section 7. (a) Charges may be preferred against a member by the Directors, Officers or by any member of the Club. In all such cases, before taking disciplinary action, the Executive Board of Directors shall conduct a hearing on such charges and a notice in writing signed by the Secretary or other Officer of the Club, stating the time and place of such meeting at which such charges are to be heard, together with a copy of the charges preferred against such member, shall be mailed to him and the Directors at least 10 days before such a meeting, at which such member may appear in person to be heard or present a written statement.

(b) After a hearing in accordance with the preceding subsection any member may be suspended for a period not exceeding ninety (90) days for cause including any conduct which in the judgment of the Executive Board of Directors;

- (1) improper, prejudicial, or detrimental to the Club, or
- (2) in violation of any provisions of the By Laws of the Club,
- (3) in violation of any rule or regulation of the Club.

A hearing held at any meeting of the Executive Board any by a vote of three-fourths of the Directors present; provided however, that no member shall be suspended pursuant to this By Law unless majority of all the Directors shall vote in favor of the suspension.

(c) If a member shall be suspended or expelled, a notice to such effect shall be posted on the bulletin board of the Club for a period as the Directors may direct, and a written notice sent to said member.

- Section 8. (a) The quota of members in any class shall be set from time to time by the Board of Directors and notice posted on the bulletin board of the Club, provided however, that the total number of members shall not exceed 500.
- (b) In the event membership shall be filled, applications for such membership shall be considered by the Committee of Admissions and Officers and passed upon in accordance with the provisions of the Article and thereafter placed upon a list. As openings appear in memberships, persons upon the list shall be admitted to membership in the order their applications have been approved.
- (c) Preference shall be given to sons, daughters, son or daughter-in-laws of members. Applications admitted will not be accepted until membership drops below 500.

ARTICLE IV – EXECUTIVE BOARD, OFFICERS, COMITTEES and DELEGATES

Section 1. The **EXECUTIVE BOARD** OF Harbor Club North & South Yacht Club shall consist of the owners of Harbor Club North and Harbor Club South, current Club Officers consisting of Commodore, Vice Commodore, Rear Commodore, Secretary, Treasurer and two Past Commodores, a total of nine positions.

- (a) They shall be the legislative committee having full authority over club matters of a legislative nature.
- (b) They will also serve as the Nomination Committee whose duties shall be the selection of candidates for the annual election of officers.

Section 2. The Harbor Club North & South Yacht Club shall consist of **6 Officers**. The following officers shall be known as **Executive Board of Directors or Flag Officers**:
Commodore – Vice Commodore – Rear Commodore – Secretary – Treasurer – Fleet Captain
They will be responsible for conducting the normal operation affairs of the Club.

- (a) **Commodore – Agent** - It shall be the duty of the Commodore to preside at all meetings of the Club. He/she shall have the authority to designate any member to serve as an appointed official or committee member. Appointed officials or committee members shall serve at the pleasure of the Executive Board of Directors who may terminate such appointments at any time.
- (b) In the absence or disability of the **Commodore**, his/her duties shall be performed by the **Vice Commodore**. The **Vice Commodore** will assist the **Commodore** in the discharge of his/her duties and assist the running of normal Club operations as assigned by the **Commodore**.
- (c) In the absence or disability of the **Vice Commodore**, his/her duties shall be performed by the **Rear Commodore**; or, in his/her absence or disability by one of the Officers designated by the Executive Board of Directors for that purpose. The **Rear Commodore** will assist the **Commodore**, and **Vice Commodore** in the discharge of their duties and will be responsible for social activities of the Club in the absence a social or entertainment chairperson.

- (d) The **Secretary** shall keep the minutes of all the meetings of the Club and the Executive Board and shall notify members of elections, issue mailings, newsletters and/or notices of all Meetings. The **Secretary** will also be responsible for maintaining current membership rosters and perform various duties that may be assigned by the Officers that pertain to this office. The records shall be open to inspection of the Directors at all times.
- (e) The **Treasurer** shall collect all Club membership fees and dues and shall deposit the same in the name of the Club in such institution or institutions as may be authorized by the Executive Board of Directors. The **Treasurer** shall pay all bills which have been approved by the Officers, Directors or by authorized committees, and shall issue a monthly written Treasurers Report at club meetings. The **Treasurer** will make available upon request a current report to each member of the Club and at least three days prior to the Annual Meeting shall present this report to the membership at such meeting. Copies of an Annual Report of the financial condition of the Club examined and certified by an independent Certified Public Accountant, shall be mailed to members as soon as the same is available.
- (f) The **Fleet Captain** will be responsible for planning all fleet operations, rendezvous and special boating activities and to assist the **Rear Commodore** in the discharge of his/her duties.
- (g) **Delegates and Alternates** will be appointed by the **Commodore** to represent and attend all required meetings and functions that require Club attendance and/or voting representation and to assist in other duties that may be assigned by the **Commodore**.
- (h) **Committees** – The **Commodore** may appoint members to serve on various committees as needed. They will be Chair Persons of the **committees** and will serve at the pleasure and control of the **Commodore** and the **Executive Board of Directors**.

ARTICLE V – ELECTIONS, MEETINGS and VOTING

Section 1. (a) The **Annual Meeting** of the **Club** for **Elections of New Officers** and transaction of other business shall be held in November of each year on a date selected by the current **Executive Board of Directors** but not earlier than the 14th day following the mailing of written notice of the time, date and place thereof to all members at the addresses shown by **Club** records.

- (b) The nominating or election committee will be the **Executive Board of Directors**. Nominations for the open positions of Officers must go through and be approved by the Election Nominating Committee. The Nomination Committee shall meet for the selection of candidates during September but not prior thereto and shall present to the **Secretary** on or before September 21st the report of nominees and the **Secretary** shall forthwith send to all members the report of the Nominating Committee on or before October 1st. The names of all persons so nominated shall be printed on ballots. These ballots shall be furnished to all members in good standing at the annual meeting. Only

these ballots and the absentee ballots received from the **Secretary** shall be honored. The ballots shall be counted by three tellers appointed by the **Commodore**. A report of the results shall be made prior to the adjournment of the annual meeting. In case of a tie vote, the members present at the annual meeting shall decide between candidates by secret ballot and shall further proceed to fill any vacancies which may exist due to death, resignation, refusal or inability to serve as the elected candidates.

(c) Officers to be elected each year shall be: (1) Rear Commodore (2) Secretary (3) Treasurer and (4) Fleet Captain. Term of office shall be for one (1) year.

(d) Succession of Officers: The incumbent Vice Commodore shall automatically succeed to the office of Commodore upon completion of his/her normal term of office. If for any reason he/she is unable to succeed, the Rear Commodore shall succeed to the office of Commodore.

The incumbent Rear Commodore shall automatically succeed to the office of Vice Commodore upon completion of his/her normal term of office. If for any reason he/she is unable to succeed, the position shall be filled by appointment and nomination by the new Commodore and Executive Board of Directors and voted on at the annual election.

All successions to these offices shall be approved by the Executive Board of Directors.

(e) Any officer who shall be absent for three regularly scheduled monthly meetings unless with prior written consent from the Executive Board of Directors shall automatically cease to be an Officer of the Club.

Section 2. Special Meetings of the Club shall be held at the call of the **Commodore**, or the **Executive Board of Directors**, or upon the written request of fifty active members in good standing addressed to the **Secretary**. The object for which the special meeting is to be held shall be transacted. Notice of such **Meeting** shall be mailed to each member at the address shown by the **Club** records at least seven days before the meeting.

Section 3. (a) A quorum shall consist of the vote of the majority of the members present at any general meeting or at any duly called special meeting.

(b) Members shall be entitled to one vote. In case of husband and wife membership they shall together, be entitled to one vote.

Section 4. The latest edition to Roberts Rules of Order shall be used to determine Parliamentary procedure at all meetings.

ARTICLE VI – FEES AND DUES

SECTION 1. Membership fees shall be paid by newly elected members in such amounts and in accordance with the schedules as such fixed from time to time by the **Executive Board of Directors**. The fees are in no way connected to or applied to slip rentals.

SECTION 2. The annual dues of active and social members shall be fixed by the **Executive Board of Directors** in amounts not to exceed One Hundred Dollars (\$100.00) per year. Dues are in no way connected to or applied to slip rentals.

SECTION 3. Dues are payable upon presentation of the bill. When a member is in arrears for payment of these charges or special assessments to the **Club** for sixty (60) days, the **Executive Board of Directors** may suspend or terminate hi/her membership. Dues notice of such suspension or termination shall be sent in writing to the member, and upon mailing of such notice he/she shall no longer have any right, title or interest in the **Club**.

ARTICLE VII – SPECIAL ASSESSMENT

SECTION 1. Special assessments may be levied on all members to meet financial obligations owed by the **Club** or for the purpose of improving or acquiring boats or property necessary for the welfare of the **Club**.

SECTION 2. Special assessments must be approved by the **Executive Board of Directors** prior to sending all the membership complete details regarding such assessments at least two (2) weeks before a special meeting to consider such assessments by the membership. Special assessments must be approved by a vote of two thirds of the members present.

ARTICLE VIII – AMENDMENTS

SECTION 1. (a) These **Constitution and By Laws** may be amended at any meeting of the **Club** by a vote of two thirds of the members present provided that

(1) The proposed amendment shall have been first submitted in writing to the **Executive Board of Directors** and shall have been approved by them and

(2) That notice of the proposed amendment so approved shall have been posted and mailed to every member in good standing at least two (2) weeks before the meeting at which it is to be considered.

(3) Whenever forty (40) members in good standing shall propose an amendment as herein before provided, they shall file the same with the **Secretary**, and the **Commodore** shall call a meeting of the **Club** within thirty (30) days thereof to consider said amendment, and the **Secretary** shall forthwith give the required notice as provided in the preceding subsection of the section.

Amended 04/01/2010