

CONSTITUTION AND BY-LAWS
FIFTH STREET YACHT CLUB of RACINE, INC.
(January 2002)

ARTICLE 1 NAME

SEC. 1 The name of this organization shall be the FIFTH STREET YACHT CLUB OF RACINE, INCORPORATED.

ARTICLE 2 OBJECT

SEC. 1 The object of this organization is the encouragement and promotion of boating and the creation of a spirit of good fellowship among its members and fellow boaters.

SEC. 2 The object of this organization shall be furthered whenever possible by the individual members and by the Club as a whole in assisting in the enforcement of the "Pilot Rules", and the support of such laws as may increase the safety and welfare of it's members and fellow boaters.

ARTICLE 3 MEMBERS

SEC. 1 Prospective members must have two (2) members in good standing for sponsors. The members of this organization shall be card bearing members and twenty-one (21) years of age or over. They shall be of good moral character and interested in boating.

Any member's son upon reaching the age of twenty-one (21) to continue use of the facilities must become a member of the club. Further requirements for membership shall be set forth in the By-Laws (Article 1, Sec. 1 to 6).

SEC. 2 In the event of the death of a member, the widow may continue a Social Membership in the club. This membership entitles the holder to all club privileges with the exception of voting and attending meetings. This membership will terminate upon the remarriage of the widow.

ARTICLE 4 OFFICERS

SEC. 1 The elected officers of this organization shall be the Commodore, Vice Commodore, Rear Commodore, Treasurer, Recording Secretary, Financial Secretary. Their duties shall be those relative to such affairs as particularly set forth in the By-Laws (ARTICLE 2), and they shall serve for a term of one year or until their successors have been duly elected and take office.

SEC. 2 The officers shall be elected by written ballot at the annual meeting held in the first week in December.

SEC. 3 The Fleet Captain shall be appointed by the Commodore. The Fleet Captain shall appoint the Boatswain.

ARTICLE 5 DIRECTORS

SEC. 1 There shall be a board of twelve (12) directors of the organization, consisting of the Commodore, Vice Commodore, Rear Commodore, Recording Secretary, Financial Secretary, Treasurer, and five (5) members as directors along with the Commodore from the preceding year.

SEC. 2 Candidates for director shall be elected by written ballot at the annual meeting, (held in December), for a term of three (3) years.

ARTICLE 6 ELECTION OF OFFICERS AND DIRECTORS

SEC. 1 The Commodore shall appoint a nominating committee of three (3) members in good standing at the regular October meeting, which committee shall select a slate of proposed officers, interviewing each person selected so as to determine his willingness to serve if elected. The nominating committee will then submit a written report in the form of a nominating acceptance statement from each of the

persons selected for each office at the November meeting.

- SEC. 2 Nominations will be accepted from the floor at the November and December meeting for all vacating offices after which that office will be voted upon. Nominations for each following office will be handled similarly. Any member not elected can be renominated for a following office. All members nominated from the floor in November and December must be in attendance and agree to accept the office, or have on file with the Recording Secretary a written signed notification of willingness to serve if elected.
- SEC. 3 A majority vote of the members present shall elect a member to office. Proxies shall not be voted in the election of officers or directors.
- SEC. 4 Any officer or director who leaves the club for any reason shall be replaced at a special election. This excludes the first three ranks of Commodore, Vice Commodore, and Rear Commodore, who in the event of a vacancy shall move up one position, and a replacement shall be nominated from the floor and elected by majority vote of the members present for the unexpired term of the office. All members shall be notified prior to this election, which should be held at the first regular meeting following the termination of the officer.

ARTICLE 7 QUALIFICATIONS OF OFFICERS AND DIRECTORS

- SEC. 1 The Officers and Directors of this club shall be members who have been in good standing for one (1) or more years at the time of the election.
- SEC. 2 A member in good standing shall mean one whose dues and financial obligations to the Club are paid in full.
- SEC. 3 The regular officers and directors shall, if possible, attend every meeting and Club function and shall act in the best interest of this organization.
- SEC. 4 The absence of an officer or director for three (3) consecutive regularly scheduled board or regular meetings, without a valid reason, shall indicate that such a member is not in a position to fill his respective office properly. In the event of such absences, the Board of Directors shall determine if there is a valid reason and whether his office should be vacated. In the event the office is vacated, it shall be filled by an election according to the constitution.
- SEC. 5 No officer or director of this organization shall be a member of any other yacht or boating club, with the exception of a Regional or National Association such as the L.M.Y.A., O.B.C., P.S., W.B.A., etc. Due to the possibility of conflict of interest any officer or director in this position must immediately terminate his office.

ARTICLE 8 MEETINGS

- SEC. 1 Regular meetings of this organization will be held on the first Tuesday of every month at 7:30 P.M. at designated place. In the event that this date falls upon a Holiday, that date will then be projected to the following Tuesday.
- SEC. 2 A regular meeting may be postponed by a notice signed by the Commodore and six (6) elected officers or directors, providing written notice is given in the club paper or by special mailing to all members.
- SEC. 3 A special meeting may be called for by a written notice signed by the Commodore and six (6) elected officers or directors. Notice must be distributed to all members a minimum of one week prior to the special meeting.

ARTICLE 9 STANDING COMMITTEES

- SEC. 1 There shall be the following committees: Membership, Entertainment, Auditing, House, Welfare, Cruise, Finance, Building, Dock Master, and Grounds. The Commodore shall appoint a Chairman for each committee with the exception of the House, which will be appointed by the Board and

Membership Chairman will be the Vice Commodore. The Chairman will then select his own committee members.

- SEC. 2 The Entertainment Committee will have charge of all social functions of this club.
- SEC. 3 The Auditing Committee shall audit the accounts of the Treasurer and Financial Secretary annually.
- SEC. 4 The House Committee shall be responsible for proper operation of the clubhouse and the department of members while on Club property
- SEC. 5 The Building Committee shall be in charge of the supervision of all construction and maintenance of all Club property.
- SEC. 6 The Welfare Committee's duties shall be that of extending the Club's sentiments to members and their immediate families in distress. In the event of a death of a member or his spouse, a floral piece of a Club Anchor will be sent.
- SEC. 7 The membership Committee shall visit and interview all new applicants, and will fill out application blanks. All applications will then be forwarded to the Board of Directors with their recommendations.
- SEC. 8 The Fleet Captain is in charge of all cruises and the distribution of prizes to awarded where applicable.
- SEC. 9 The Finance Committee's duty shall be to project the Club's expenses and income.
- SEC.10 The Grounds Committee will be in charge of maintenance and upkeep of all grounds.
- SEC. 11 The Dock Master will be in charge of all things concerning mooring and docking of vessels and installation, removal and maintenance of all piers.
- SEC. 12 All Club Committee Chairman will submit to the editor of the Club newspaper a monthly report of their committee's activities for publication in the "Spray" where applicable. Such reports will be submitted by the 10th of every month.

ARTICLE 10 CLUB EQUITY

- SEC. 1 In the event the Club is terminated for any reason, the remainders after all obligations have been fulfilled will be equally divided between all members having five (5) or more consecutive years membership in good standing.

ARTICLE 11 CLUB FACILITIES

- SEC. 1 Club House facilities are available to all club members and their guests under the rules and regulations of the Club.
- SEC. 2 The Club launching ramps are for the use of all Club members and personally accompanied guests on board or another Yacht Club affiliate upon written request for approval from the Board. (2)
- SEC. 3. Piers and water frontage will be available only for Club members and bonafide guests. No pier or water frontage shall be occupied more than 96 hours at a time, unless designated for lease. Only slips west of the launch ramp and up to 8 slips on the east end of the property will be available for lease by Club members on a seasonal basis only, under rules and regulations of the club. (6) (10)
- SEC. 3A No piers or water frontage will be used for commercial purposes by Club members. Approved functions will be exempt from this restriction. (7)
- SEC. 4 All Club grounds are for the use of Club members and bonafide guests under the rules and regulations of the Club.

- SEC. 5 A bonafide guest shall be a guest personally accompanied by a member of this Club, or a member of any other club. (3)

ARTICLE 12 AMENDING THE CONSTITUTION

- SEC 1 A proposed amendment to the constitution may be brought up at any regular meeting, with approval of a 2/3 vote of the members present. It will then be turned over to the Board. The Board will bring back a recommendation to the next regular meeting. If the Board approves the proposed amendment, the Recording Secretary will mail a notice to all members on the proposed amendment to be voted on at the next regular meeting. A 2/3 vote of the members present will be required to pass the proposed amendment. If the Board's recommendation is to reject the proposed amendment, a 3/4 vote of the members present may overrule the Board and in case of such action, the Recording Secretary will mail a notice to all members on the proposed amendment and a 3/4 vote of the members present at the next regular meeting will be required to pass the proposed amendment and overrule the Board.

BY-LAWS TO THE CONSTITUTION

ARTICLE 1 RIGHTS AND DUTIES OF MEMBERS

- SEC. 1 Upon being admitted to membership, a new member shall be immediately invited to attend the meeting, and informally introduced to the members present.
- SEC. 2 Members in good standing may vote upon all business brought before the Club.
- SEC. 3 Dues are payable on or before January 1, for the coming year. To be in good standing, dues must be paid on or before the regular membership meeting in February. Anyone not paid by that time, will be automatically dropped from the Club roster. Any person approved for membership after the July membership meeting shall pay one half dues for the remainder of the year. (4)
- SEC. 4 There shall be a written notice in the November and December issues of the "Spray" by the Financial Secretary stating that your dues are due at the January meeting.
- In the event that a member shall fail to pay his obligation by the January regular meeting, the Financial Secretary shall send him a written notice stating that said obligation must be paid by the February regular meeting or his membership shall expire absolutely.
- SEC. 5 Any complaint against the management of the Club or against the conduct of any member or officer shall be made in writing to the Recording Secretary, signed by the complainant. The Secretary shall refer the complaint to the Board of Directors at their next meeting. After the Board has investigated the merits of such complaint, and provided a hearing to the accused member (s), and finds it valid and serious, it shall then report it's findings to the members present at the next regular meeting for action. A majority vote in agreement with the complaint shall constitute sufficient grounds for suspension of the accused member (s).
- SEC. 6 A member suspended for indecent behavior, misconduct or indebtedness to the Club shall not be eligible for reinstatement for a period of six (6) months from the date of suspension, at which time an application for reinstatement in writing, signed by two (2) members in good standing, must be presented to the Board of Directors. The Board shall review the application and report it's recommendations to the members present at the next regular meeting for action.

ARTICLE 2 DUTIES OF OFFICERS

- SEC. 1 The Commodore shall preside at all meetings, appoint the Fleet Captain and the Chairmen of the various committees, as stated in the Constitution. He shall countersign all checks issued by the Treasurer.

The Commodore shall preside at all meetings of the Board of Directors, but shall have no vote, except in the case of a tie. At the end of each term in that office, he shall receive a trophy, not to exceed the cost of twenty-five (25) dollars. He shall also receive for his services, dues free for each

term in office.

- SEC. 1A The Commodore is compelled to vote to break a tie vote.
- SEC. 2 The Vice Commodore shall officiate in the absence of the Commodore and shall be the Chairman of the Membership Committee
- SEC. 3 The Rear Commodore shall officiate in the absence of the above officers and be the liaison between the Board and the Entertainment Chairman.
- SEC. 4 The Fleet Captain shall act as executive officer to the Commodore on Club cruises and related events.
- SEC. 5 The Boatswain shall act as assistant executive officer to the Commodore and Fleet Captain.
- SEC. 6 The Recording Secretary will keep an exact record of all proceedings of every meeting, and any other functions of the Club where applicable. These recordings will be kept in a file for that purpose. He shall issue all notices. He shall conduct all club correspondence. He shall receive free membership in the Club each year he is in office.
- SEC. 7 The Financial Secretary shall keep a permanent financial record, which shall be open to inspection by the Board of Directors, or the Auditing Committee at all times. This record shall be composed of all membership dues paid him, and all other money that may come into his hands, and he shall account to the Treasurer for all money collected and at the expiration of his term, he shall deliver all records, Club Seal, and Club property in his possession to his successor. He shall receive free membership for each year he is in office.
- SEC. 8 The Treasurer shall receive and disburse all funds upon proper orders and shall keep accurate books of account which shall be open to the inspection of the Board of Directors and/or the Auditing Committee at all times. All Club funds shall be deposited in a proper savings institution, and all disbursements shall be made by the Commodore. He shall make a written report of the financial status of the Club at each regular meeting, and a written report detailed for the preceding year at the membership meeting held in the month of February. He shall receive for his services free membership in the Club for each year he is in office.

ARTICLE 3 DUTIES OF THE BOARD OF DIRECTORS

- SEC. 1 The Board of Directors shall have general control and management of the affairs, property, and funds of the Club; but unless authorized by a 2/3 vote of the Club membership present at any regular or special meeting, shall not make Club liable for any debts beyond 50% of the amount of funds on hand at the time the debt is to be incurred.
- SEC. 2 The Board of Directors shall meet two (2) weeks after the regular meeting of the membership, and at any other time as the Commodore may direct, or upon written notice of any six (6) members. Advance notice of every meeting shall be given by summons or otherwise to each member of the Board.
- SEC. 3 Seven (7) Directors and the Commodore shall constitute a quorum for the transaction of business.
- SEC. 4 A report of the Board of Directors shall be read at every regular meeting of the Club members.
- SEC. 5 The membership of the Club shall consist of two hundred (200) members. The Board of Directors shall have the authority to close membership at any time deemed necessary for the welfare of the Club

ARTICLE 4 DUES AND INITIATION FEES

- SEC. 1 Initiation fee shall be two hundred (\$200) dollars.
Dues shall be one hundred fifty (\$150) dollars, or as outlined in Article 1 Section 3 of the by-laws.
Chits shall be one hundred (\$100) dollars.
Dues and chits are payable in advance as stipulated in ARTICLE 1 of these By-Laws. (4)

SEC. 2 Any member who reaches the age of sixty-five (65), is retired, and has (5) years seniority in the Club will be required to pay one half the yearly dues.

SEC. 3 Dues may be changed at any regular meeting according to **ARTICLE 12** of Section 1 of the Constitution.

ARTICLE 5 ORDER OF BUSINESS AT ALL CLUB MEETINGS SHALL BE.

1. Opening statement by Commodore in the following form: “This meeting is now open for business”.
2. Appointment of a Sergeant of Arms.
3. Roll Call of Officers.
4. Applications for new membership.
5. Introduction of new members.
6. Reading of the minutes of the previous meeting.
7. Balloting of Candidates.
8. Reports of Officers.
9. Report of Committees.
10. Unfinished Business.
11. Report of Treasurer.
12. Communications.
13. Bills
14. New Business.
15. Elections of Officers and Directors.
16. Suggestions for the good of the club.
17. Adjournment.

ARTICLE 6 PARLIAMENTARY AUTHORITY

SEC. 1 “Roberts Rules of Orders” shall be the Club’s final authority on all questions of procedures and parliamentary law not covered by the Constitution and By-Laws.

ARTICLE 7 AMENDING THE BY-LAWS

SEC. 1 The By-Laws may be amended using the same procedure as stated for changing the Constitution.

SEC. 2 A copy of the amendment to the Constitution or By-Laws shall be available to each member.

ARTICLE 8 QUORUM

SEC. 1 Fifteen (15) members on the roll of the Club and seven (7) officers and / or directors shall constitute a quorum. (9)

ARTICLE 9 ASSESSMENTS

SEC. 1 A proposed assessment may be brought up at any regular meeting with approval of a 2/3 vote of the members present. It will then be turned over to the Board. The Board will bring back it’s recommendation to the next regular meeting. If 3/4 of the total Board approves the proposed assessment, the Recording Secretary will mail a notice to all members on the proposed assessments to be voted on at the next regular meeting. A 2/3 vote of the members present will be required to pass the proposed assessment.

If the Board’s recommendation is to reject the proposed assessment, a 3/4 vote of the members present may overrule the Board and in case of such action, the Recording Secretary will mail a notice to all members on the proposed assessment and a 3/4 vote of the members present at the next regular meeting will be required to pass the proposed assessment and overrule the Board.

FOOTNOTES:

- (I) Effective May 5, 1981, the phrase “not to exceed twenty (\$20.00) dollars” was deleted from Article 9, Section 6

of the Constitution.

- (2) Wording was changed from Bonafide guest to current phrasing on April 6, 1976.
 - (3) Effective April 6, 1976 the phrase "that is affiliated with the LMYA, WBA, or ABC was deleted from Article II, Section 5 of the Constitution.
 - (4) Effective October 6, 1987 dues were raised to the current amount. On September 3, 1991 Article 1 Section 3 of the by-laws was changed to allow for 1/2 dues for members accepted for membership after the July membership meeting.
 - (5) This addition to By-Laws approved September 3, 1991.
 - (6) Amended at the January 7, 1992 Membership meeting, This rule was then modified by the membership in accordance with rules, to extend the docking time in Article 11, section 3 from 48 hours to 96 hours during the February 1996 regular membership meeting. Pier occupancy rules will also be modified to reflect change. Then in August 1998 the membership further amends this section to allow for leasing of six (6) slips on the east end of the property under rules and regulations set forth by the club.
 - (7) Approved at 2/18/92 Membership Meeting.
 - (8) On June 15th, 1993 at the regular membership meeting, Article 4 Section 2 of the Club By-Laws was amended to its present state.
 - (9) On April 5th 1994 regular membership meeting Article 8 Section 1 was changed from 6 to 7 officers or directors, from just 6 officers. Reasoning being someone in role of commodore needed to be present at such a meeting.
- During the November 6th 2001 membership meeting, Article 11, Sec. 3 was changed to allow for the leasing of (8) instead of (6) slips on the east end of the property.

FIFTH STREET YACHT CLUB HONORARY MEMBERSHIP

Board of Directors

At the January Board meeting the Board will compose a list of the Honorary Membership for the present calendar year. When approved, an Honorary Membership Card will be issued. The card will be for the present calendar year only. On December 31st of that year the card will be void. The card will be good for one year unless revoked by action of the Board of Directors.

Recording Secretary

The Recording Secretary will keep records of all Honorary Members. The Recording Secretary will send a letter with issued card to each Honorary Member explaining the privileges and duties of an Honorary Member.

Privileges include:

1. Admission to the Clubhouse when open to members.
2. Ability to purchase tickets to all entertainment events.

Duties Include:

1. Adherence to Club rules.
2. Presentation, on request, of Honorary Membership Card when on Club property.

Exclusions Include:

1. Use of all boating and grounds facilities.
2. Attendance at regular board meetings.
3. Attendance at regular membership meetings.
4. Any claim to club equity.