

**OLD DOMINION BOAT CLUB
ALEXANDRIA, VIRGINIA**

CONSTITUTION

As Amended Through
January 3, 2011

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CONSTITUTION

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**OLD DOMINION BOAT CLUB
Alexandria, Virginia**

CONSTITUTION

ARTICLE I - NAME - OBJECT

Section 1. This organization shall be known as the OLD DOMINION BOAT CLUB.

Section 2. The Object of this Club shall be the promotion of charitable, community service, athletic, water-related activities, and fellowship among its members.

Section 3: The Old Dominion Boat Club (ODBC) is committed to the principle of equal opportunity in membership and employment. The ODBC does not discriminate against individuals on the basis of race, color, sex, sexual orientation, gender identity, religion, disability, age, veteran status, ancestry or national or ethnic origin in the administration of its constitution, bylaws, membership, employment policies, scholarship programs, charitable contributions and other ODBC-administered programs and activities, but may favor US citizens or residents in consideration for membership.

ARTICLE II - INTERPRETATION OF RULES

Section 1. Interpretation of all articles and sections in the Constitution and By-Laws, as adopted, shall be decided by the Board of Governors, and any written decision shall be reported to the membership at the next regular membership meeting. The Secretary is directed to establish and maintain a separate book containing this Constitution, the current By-Laws, any amendments thereto, any proposed but defeated amendments and any written interpretations. Any written interpretation of this Constitution by the Board is subject to amendment under Article X of this Constitution.

Section 2. All masculine references in this Constitution are intended to be sex neutral and to apply equally to both male and female members.

ARTICLE III - MEMBERSHIP

Section 1. The classes of membership shall be: (a) Active, (b) Retired, (c) Life, (d) Golden, (e) Non-resident, (f) Senior, (g) Veteran and (h) Limited.. At no time will the aggregate number of members contained in the Active category exceed 700. Retired, Life, Golden, Non-resident and Senior membership classes shall be excluded from the 700 cap.

Section 2. Any person of good character, twenty-one (21) years of age or older, shall be eligible for Active Membership and such members shall be entitled to all privileges of the Club. At no time shall the aggregate number of active members exceed 700. The fees payable for membership in the Old Dominion Boat Club shall total One Thousand Dollars (\$1,000.00) and shall consist of an application fee and an initiation fee. The application fee shall be in the amount of Five Hundred (\$500.00) Dollars, payable with the submission of the application. The initiation fee shall be in the amount of Five Hundred Dollars (\$500.00) payable at the time the applicant is interviewed. Dues for Active Membership shall be Two Hundred and Forty Six Dollars (\$246.00) payable in advance semi-annually. Upon written request to the Treasurer, member(s) will be billed and allowed to pay at a quarterly rate. When applicants are elected to membership, they will be given an electronic key card, a membership card, a club lapel button and a Club directory containing the Constitution, By-Laws and House and Ground Rules.

A spouse of a deceased member who applies for membership within six (6) months after the member's death shall be eligible to be placed at the top of the current waiting list for consideration. If the applicant is recommended for membership, the Membership Committee shall present a proposal with a Waiting List recommendation at a regular membership meeting. Pursuant to the requirements of Article III, Section 9, Procedure for Processing Membership, the application must be endorsed by two members in good standing and be accompanied by a non-refundable application fee of Five Hundred Dollars (\$500.00).

Section 3. Retirement Membership: Retirement Membership is available upon written request to and approval of the Board of Governors. Any retired Active Member in good standing for twenty (20) consecutive years or more may apply for Retirement Membership provided one (1) of the following circumstances exist:

- (a) The applicant is sixty-two (62) years of age or older.
- (b) The applicant is disabled.
- (c) The applicant is living outside a radius of seventy-five (75) miles from the Club.

Dues for Retirement Membership shall be an amount equal to seventy-five percent (75%) of the current Active Membership semi-annual dues payable in advance. Retired Members shall be entitled to all privileges of Active Membership. Upon written request to the Treasurer, member(s) will be billed and allowed to pay at a quarterly rate

Section 4. Life Membership: Life Membership may be conferred upon any member by at least ninety (90) percent vote of the members present at any regular membership meeting of the Club, providing notice of the proposed election of such person is given and published in the Newsletter immediately preceding the date of such meeting. Life Membership may be withdrawn by an affirmative vote of two-thirds (2/3) of the members present at any regular meeting of the Club providing a notice of proposed revocation is given and published in the Newsletter immediately preceding the date of such meeting. Life Members shall be entitled to all privileges of Active Membership. Dues and assessments for Life Membership shall be waived.

Section 5. Golden Membership: Any person who has been a member in good standing for fifty (50) consecutive years shall, upon application to the Board of Governors, be enrolled as a Golden member and as such be entitled to all privileges of Active Membership. Dues and assessments for Golden Members shall be waived.

Section 6. Non-Resident Membership: Any Member who does not currently maintain a residence within one hundred (100) road miles from the Club and has been a member of the Club for a minimum of one year may apply to the Membership Committee for Non-resident membership and the Membership Committee will present a recommendation to the Board of Governors for approval. Upon approval of the Board, Non-Resident Members shall pay twenty-five percent (25%) of the dues and Non-Resident Members will be limited to eighteen (18) visits to the Club per year and shall not be entitled to vote, hold office or berthing privileges. Non-resident members will be billed on a once-a-year basis. Non-Residents may, at any time, apply to the Membership Committee and be granted full membership without penalty, and must do so if they re-establish residence within one hundred (100) miles of the Club.

Section 7. Senior Membership: Any Member in good standing who has celebrated his seventieth (70) birthday and who has at least twenty-five (25) years continuous membership may apply in writing to the Board of Governors and will pay fifty percent (50%) of the dues. Senior Members shall be entitled to all privileges of Active Membership.

Section 8. Veteran and Limited Membership: Veteran members will pay seventy five percent (75%) of the current dues. Limited members will pay \$50.00 annually. Veteran and Limited status is no longer bestowed upon members.

Section 9. Procedure for Processing Applications for Membership:

(a) All applications must be received by the Membership Chairman by mail. Applications submitted to the Committee in any other manner will not be accepted. Applications shall be in writing, endorsed by two members in good standing, and accompanied by a non-refundable application fee as set forth in Article III, Section 2, with the exception of spousal applicants of deceased members whose total initiation fees shall be limited to Five Hundred (\$500.00).

(b) Applications for membership will be accepted and those persons will be placed on a waiting list even though the cap of 700 has been attained. At the time of a vacancy, applications will be processed in the order of their receipt, except for the surviving spouse under Section 2. The initiation fee as set forth in Article III, Section 2, will be required at the time of the interview by the Membership Committee.

(c) The Chairman of the Membership Committee or designated Committee member, shall report the names of the processed applicants for membership at the next succeeding regular monthly meeting of the general membership, along with the Committee recommendation for acceptance or rejection. At least one Sponsor must speak on behalf of the applicant at the membership meeting.

The general membership shall vote by ballot on acceptance or rejection of the applicant. Membership shall be conferred on the applicant upon receipt of a two-thirds affirmative vote from among a quorum of members present and eligible to vote. Ballots shall be counted and certified by three (3) members in good standing. The names of all newly-elected members and their sponsors will be published in the monthly Newsletter and on the Membership bulletin board. Applicants for membership shall have no Club privileges until the application has been voted upon by the Members.

(d) Applicants who are not elected to membership may submit a new application to the Membership Committee no sooner than ninety (90) days following the membership vote.

(e) Applicants elected to membership shall be notified in writing, and receive a magnetic card access key and a Club ID card. The Treasurer shall bill the new member for the balance of the remaining quarter. New members shall receive a personal invitation to attend and be introduced at the next regularly scheduled general membership meeting and shall be invited, along with one guest, to the next social function, free of charge.

Section 10. There shall be an annual assessment of \$132.00 paid by all Active members, payable in advance at \$66.00 semiannually, for the establishment of an emergency Legal Assessment Fund. With the exception of Life and Golden Members for whom dues and assessments are waived under Article III Sections 4 and 5 respectively, the other classes of membership shall pay the assessment as follows: Nonresident members shall pay 25% of the assessment at \$33 per year; Retired members shall pay 75% of the assessment at \$49.50 semi-annually; Senior members shall pay 50% of the assessment at \$33.00 semi-annually; Veteran members shall pay 75% of the assessment at \$49.50 semi-annually and; Limited members shall pay an assessment of \$25.00 annually. This Legal Assessment Fund may only be used to pay all legal expenses regarding both the existing Federal Government waterfront suit and pending actions by the city of Alexandria against the Club in regard to King Street, Strand Street, Wales Alley and the waterfront in general. Once the emergency Legal Assessment Fund has paid all legal fees, reimbursed the general fund for monies already spent since January 1, 2010, to protect the property of the Club, and both the Federal and City actions have been settled, the emergency Legal Assessment Fund will be terminated with any existing funds transferred to the Club general fund.

Section 11. A former member of the Club, who has not been expelled, may be re-elected to Active Membership without benefit of sponsors upon paying a re-entry fee of one-half of that for new Members. In addition, dues for six (6) months or the balance of the existing semi-annual dues payment in advance, must accompany the application for reinstatement. Effective May 1, 1999, reinstatement applications will be placed on the waiting list upon receipt of the application and reinstatement fees.

Section 12. Any person expelled from membership in the Club for non-payment of dues may re-apply for membership after ninety (90) days provided he shall pay all past indebtedness to the Club, plus those fees and dues applying to new members as set out in Article III, Section 2. The application shall be in writing, endorsed by two members in good standing both of whom must speak on behalf of the applicant before the Membership Committee. Upon receipt of the above, the applicant will be placed on the waiting list.

Section 13. Unless otherwise specifically provided for in the By-Laws, at every meeting of the members, each member in good standing who is present in person shall have the right to cast one vote on each question and never more than one vote on each question.

The vote of the majority of those so present in person and voting shall decide any question brought before such meeting, unless the question is one upon which, by express provision of statute, or the Certificate of Incorporation or the Constitution or the By-Laws, a different vote is required, in which case such express provision shall govern and control. No person may vote upon any question by proxy.

ARTICLE IV - DISCONTINUANCE OF MEMBERSHIP

Section 1. Any member resigning, or otherwise having his membership discontinued, relinquishes all rights and interest he may have in any and all property of the Club, including his magnetic access key and membership I.D. card, which must returned to the Secretary promptly. To be acceptable, a resignation from membership must: (a) be made by letter addressed and delivered to the Secretary, (b) the date for which the resignation is stipulated to be effective must not be earlier than the last day of the month preceding the meeting at which the resignation is or should be presented, and (c) the member tendering his resignation must be free of all debt to the Club.

Section 2. Any member whose semi-annual (January/July) or quarterly dues if applicable have not been paid within sixty (60) days from the beginning of the: semiannual or quarterly billing shall have their name submitted in writing by the Treasurer to the Board of Governors for expulsion. A copy of the Notice shall be provided to the delinquent member who shall have ten (10) days to reconcile the arrearage. Such delinquent member shall not be entitled to vote or hold office. Delinquent members will be required to pay the next semi-annual dues payment in advance, unless otherwise ordered by the Board. Any person delinquent a second time within a three year period will be immediately referred to the Board for appropriate action including expulsion and forfeiture of any right to reinstatement.

Section 3. Any member in good standing may apply for a Hardship discontinuance of membership for a period of up to one year, one time during the life of his membership. Such Hardship must be for reasons of health or reduction in earning power. To be acceptable, a Hardship discontinuance of membership must: (a) be applied for in writing to the Board of Governors, (b) the date for which the discontinuance is stipulated to be effective must not be earlier than the last day of the month preceding the meeting at which the Hardship discontinuance is or should be presented, (c) the member must be free of all debt to the Club, and relinquishes all rights and interest he may have in any and all property of the Club, including his magnetic access key and Club ID card, which must be returned to the Secretary promptly. To be reinstated, the member must apply in writing along with payment of the next quarter's dues after date of reinstatement. Such application must be made within one year of date of Hardship discontinuance.

ARTICLE V - BOARD OF GOVERNORS

Section 1. The government, management and operation of the Club shall be entrusted to a Board of Governors, as hereinafter provided for, subject to the approval of the members, except: (a) the Board shall not have the power or authority to sell, or contract to sell, mortgage or otherwise encumber the property of the Club by means of a note, or notes, or other evidence of debt, or to negotiate a loan, or loans whereby the property of the Club is used as collateral or security; nor shall the Board have power to make purchases or contracts for the Club in excess of Two Thousand Dollars (\$2000.00) without first securing the authority from the majority of members present and voting at a regular meeting of the members, or at a special meeting of the members convened for that particular purpose. In a case of an emergency (i.e. legal, building failure, life safety, etc.), or equipment breakdown requiring immediate replacement due to Club operations, the Board of Governors has authorization either at a regular Board of Governors meeting, special meeting or by polling of the Board to authorize a expenditure up to but not exceeding \$5,000.00.

Section 2. The Board of Governors shall be composed of Nine (9) members, including the President and Vice-President as members ex officio without voting privileges. The president shall be entitled to vote only in the case of a tie. The immediate Past President shall automatically be one of the Nine (9) members comprising the Board of Governors for the year immediately following his term of office. They shall be elected from Active, Life, Golden Anniversary or Senior membership of the Club, and nominations shall be made at the regular monthly meeting of members next preceding the annual meeting of members, and the names of all nominees shall be posted on the bulletin board. All members of the Board shall serve for a term of one (1) year, and shall be elected by the plurality vote of the members who are present and vote at such annual

meeting. They shall assume office at the next regular meeting of the Club.

The Board of Governors shall at their first meeting upon assuming office select a Chairman from among the six (6) elected Governors and the past year's President. This Chairman will preside at all meetings in the absence of the President and Vice-President and shall serve in this capacity in the event that the President or Vice-President is unable to perform their duties due to illness, transfer, or resignation. The Chairman of the Board of Governors will only serve in this dual capacity until an election is held to fill those positions. A new Chairman will be elected each year.

Section 3. The Board shall have power to make purchases and contracts for the Club, through properly- designated officers; engage and discharge employees; order the Treasurer to draw checks and drafts, and have the accounts of the Club examined and audited; rent to outside organizations making proper application for same, the auditorium and lower recreation rooms of the Club, and generally to transact all business of the Club, and to manage and control its property.

Section 4. A majority of the members of the Board shall constitute a quorum to transact any business which may properly be brought before it.

(a) If it becomes necessary to poll the Board at a time other than at a regularly-scheduled Board meeting, the findings of that poll must be presented at the next Board meeting, so that when recorded in the minutes it becomes a permanent part of the Club records. The entire Board should be a part of the poll and positive and negative votes reflected.

Section 5. If any member of the Board is absent from two consecutive regular meetings of the Board, unless prevented from attending on account of illness, the President shall, at the next regular meeting of the members, declare a vacancy on the Board and ask for nominations. Nominations will be held open until the next regular meeting of the members at which time further nominations and an election will be held to fill the vacancy. If a member of the Board tenders his resignation in writing to the Secretary, it may be accepted by a majority vote at any meeting of the members. Any member of the Board may be removed by a two-thirds vote of the members present and voting at a regular meeting of the Club upon conviction of any charges preferred against him by any member, provided notice thereof is given the reported member and he is given an opportunity for a hearing on the charges.

Section 6. The Board of Governors shall have the power to summon any member or members before any meeting of the Board to answer to any infraction of the Constitution and/or By-Laws or Rules of the Club which it, the Board, may have reasonable knowledge or belief has been committed by the member or members so summoned to appear.

Section 7. All charges preferred against a member for a violation of the Constitution and/or By-Laws, or for misconduct, shall be directed to the Board of Governors, which shall have the power to suspend the reported member from privileges of the Club after due investigation and pending trial on such charges. If a member is found guilty of any infraction of the Constitution and/or By-Laws or Rules of the Club, he shall be subject to suspension or expulsion from membership or such other punishment as the Board may decree. He shall, however, have the right to appeal to the members at any regular meeting thereof within thirty (30) days.

ARTICLE VI - OFFICERS

Section 1. The Officers of the Club shall consist of a President, Vice-President, Secretary, Treasurer and a Commodore. They shall be elected from the Active, Life, Golden, Retired and Senior memberships of the Club. All officers shall serve for a term of one year and they shall assume office at the next regular meeting of the Club following their election. A member shall accept only one office.

Section 2. The President shall preside at all meetings of the members and the Board of Governors, and shall enforce order and decorum and a strict observance of the Constitution and By-Laws and Rules of the Club. He shall appoint a Chair for all committees, except as otherwise provided and shall be a member ex officio (without voting privileges) of such committees. At the first regular meeting next following the annual meeting, the President shall make a report on the state of the Club for the preceding year. At the end of his term of office, the outgoing President shall make a report to the members of the condition of the Club during his tenure of office.

Section 3. The Vice-President shall assist the President in the discharge of his duties, and in the absence of the President shall officiate in his stead.

Section 4. The Secretary shall be present at each meeting of the members and the Board of Governors and shall keep a journal of the proceedings, recording all business transacted. The Secretary's records shall be maintained in the Club offices for a minimum period of five (5) years. This record shall be accessible to any member upon request. The Secretary shall issue, by mail, notices of all regular and special meetings of the members and shall file all letters written and received. The Secretary shall receive such salary as may be designated by the Board of Governors, and shall be exempted from the payment of all dues during the term of office. The Secretary's salary will be reported to the membership by the Board at the first meeting next following the annual meeting. The Secretary shall be the custodian of the Membership Cards and access keys and shall supply each new member with a Membership Card and access key to Club premises and recall and take charge of the Membership Cards and access keys of all suspended members, and of those who have discontinued their membership. The Secretary shall be responsible for publishing a monthly Newsletter and, after consultation with the President, may appoint an Editor and committee for purposes of preparing the Newsletter.

Section 5. The Treasurer shall be responsible for the collection of all monies due the Club, and to bank and to disburse the same for all legal debts of the Club. He shall keep an exact account of all receipts, expenditures and dues, recording the individual names connected therewith, keep on file all orders for payment of money and all receipts for money disbursed. The Treasurer's financial records shall be maintained in the Club offices. The Treasurer shall also maintain a membership roster to be kept in the Clubhouse. He shall make a written monthly report to the Board including dues payments received, delinquent dues, slip fees, storage fees and any other member financial obligations to the Club. At the end of any calendar year, the Treasurer shall make a written annual report for the preceding year to the Board. The Treasurer's annual report shall be available for membership review at the Club offices. The Treasurer shall also arrange for an annual financial review of the Club by either a qualified select committee appointed by the Board of Governors or by a qualified CPA firm. A report on the annual financial review shall be summarized at the meeting of the members next following its receipt. The written report shall be available for review by members upon request. The Treasurer shall, upon vacating the office, deliver to the Board of Governors all monies, books, papers and other property belonging to the Club. He shall receive such salary as may be designated by the Board of Governors, and shall

be exempted from payment of all dues during his term of office. The Treasurer's salary shall be reported to the membership by the Board at the first meeting next following the annual meeting.

Section 6. The Sergeant-at-Arms shall be appointed by the President and shall aid that Officer in maintaining order and decorum on Club premises as required.

Section 7. A Parliamentarian may be appointed by the President to provide advice to the President on application of Roberts Rules of Order, interpretation of the Constitution and By-Laws and the Order of Business at Membership meetings.

Section 8. If an officer tenders his resignation in writing to the Secretary, it may be accepted by a majority vote at any meeting of the members. Any officer may be removed from office by a two-thirds vote of the members present and entitled to vote, at a regular meeting of the Club, upon conviction of charges preferred against him by any member, provided notice thereof be given the reported officer and he be given an opportunity for a hearing on the charges. Such notice shall be published in the Newsletter preceding such meeting. Upon acceptance of a resignation from office or removal, the President shall declare the particular office as vacant and call for nominations. Nominations will be closed at the adjournment of the meeting. At the next regular meeting, the voting shall be by printed ballot to fill the vacancy. No member shall cast more than one vote.

Section 9. A Commodore shall be elected from among the boat owners, by the membership, at the annual meeting.

ARTICLE VII - MEETINGS

Section 1. The annual meeting of the members shall be held on the first Monday in December of each year. The monthly meeting of the members shall be held on the first Monday of each month, except when it falls on a U.S. Government holiday, when it shall be held on the following Monday.

Section 2. The monthly meeting of the Board of Governors shall be held on the Monday following the regular meeting of the members.

Section 3. Special meetings of the members may be called by the President at his discretion, or by the Board of Governors, or upon written request of seven percent (7%) of the active members. No business shall be transacted at a special meeting except that for which it has been called. Notice of special meetings shall be mailed to all members entitled to vote, and shall state, in general terms, the matter or matters to be acted upon. Notice of Special Meetings shall be mailed at least ten (10) days prior to the meeting unless shorter notice is required by exigent circumstances. Special meetings of the Board of Governors may be called by the President, or upon written request of three members on the Board.

Section 4. At any meeting of the members, regular or special, the presence of a minimum of seven percent (7%) of the Active membership as of January 1 of that year shall constitute a quorum to transact such business that may be properly brought before the meeting, with the exception that matters pertaining to the election of officers, ABC law or regulatory compliance and any exchange or sale of Club properties shall require the presence of ten (10%) percent of the members eligible to vote.

Section 5. Voting shall be in person by ballot, except as may otherwise be provided.

Section 6. All resolutions, except those of extreme briefness, must be presented in writing to the Secretary before they are offered for consideration.

Section 7. During the October regular meeting of the members, the President shall announce a “open call” for submission of proposed budget items to be entered into the budget for the following year. All submissions must be considered and, whether or not they are included in the proposed budget, it shall be prominently put on display during the November regular membership meeting.

ARTICLE VIII - COMMITTEES

Section 1. There shall be ten (10) permanent committees, each of which is subject to the direction of the Governing Board. The Standing Committees are:

- (a) Athletic Committee, which shall have general supervision over all athletic activities of the Club except aquatic sports.
- (b) Social Committee, which shall have supervision and responsibility for all matters pertaining to any social activity of the Club.
- (c) House Committee, which shall have supervision and responsibility for the Clubhouse. The House Committee shall have authority to contract debts between regular meetings of the Club to an amount not exceeding One Thousand Dollars (\$1000.00) for the preservation of Club property and the purchase of such articles as are necessary for the current month, but all such transactions must be reported to the regular meeting of the Board of Governors next following the expenditures.
- (d) Grounds Committee, which shall have supervision and responsibility for the Clubhouse grounds.
- (e) Rowing Committee, which shall promote and supervise rowing activities.
- (f) Finance Committee, which shall advise and assist the Board of Governors on all financial matters pertaining to the Club, and shall, in conjunction with the Treasurer, submit an annual budget to the Board of Governors two weeks prior to the annual meeting of the members.
- (g) Publicity Committee, which shall have responsibility for all publicity concerning the activities of the Club.
- (h) Bar Committee, which shall have supervision over and responsibility for the operation of the bar, in conjunction with the Club’s manager of operations.
- (i) Mooring and Berthing Committee, which shall regulate and control the mooring of all boats in Club waters, the ramp and the boat parking area, subject to the M&B Rules developed and approved by the membership and as amended from time-to-time. The Chairman shall maintain a current list of assigned berths, subleased berths and the waiting list for available berths. Any new slip assignments, or change in existing slip assignments must be submitted to and approved by the Board unless and until a different procedure is promulgated under the M&B Rules or Club By-Laws.

Upon assignment of a berth, the boat owner shall pay at the rate of Three Dollars (\$3.00) per foot, per month, with a minimum charge of Forty-five Dollars (\$45.00) for a small berth and Ninety Dollars (\$90.00) for a large berth, per month, billed semiannually.

Boat owners having a berth assigned, and upon written request as above, will be given first priority in the assignment of a dry parking space on the south lot for use of their registered boat and boat trailer at no additional cost. Members not having an assigned berth and desiring space to store or park a boat, canoe or boat trailer on the Club premises shall submit their request in writing as above and, upon approval, shall be billed at \$2.00 per foot per month, semi-annually, for an assigned space. Upon written request to the Treasurer, member(s) will be billed and allowed to pay at a quarterly rate.

Members not having an assigned berth and desiring space to store or park a boat and/trailer on the Club premises shall submit their request in writing as above and, upon approval, shall be billed at \$2.00 per foot per month, semi annually. Canoes, kayaks shall be billed at \$50.00 per year.

Upon written request to the Treasurer, member(s) will be billed and allowed to pay at a quarterly rate.

Fees for the storage and mooring of the boats belonging to members shall be charged to the accounts of such members and collected semiannually or quarterly by the Treasurer. Upon written request to the Treasurer, members(s) will be billed and allowed to pay at a quarterly rate. The Treasurer shall notify the Board of Governors when the account of any member or members has not been paid for mooring and storage fees within sixty (60) days from the beginning of a semiannual or quarterly billing for which the member(s) have been billed. The Board of Governors shall take such action as it deems fit regarding mooring and storage privileges.

Twenty-five percent (25%) of all fees collected by the Treasurer from M&B will be posted on a separate account until such balance reaches Five Thousand Dollars (\$5,000.00). Maximum balance for this account shall not exceed Five Thousand Dollars (\$5,000.00). If the balance should fall below, the twenty-five percent (25%) deposit shall be implemented automatically.

The Treasurer will submit a list of slip holders and members leaving the Club to the M&B Chairman by the third week of each month. The M&B Chairman shall promptly update the Treasurer's list and return it to the Treasurer each month. The M&B update will include: (1) a list of all new slip-holders, the date from which the slip-holder should be billed and the rate at which they should be billed; (2) delete old slip-holders and the last date through which they should be billed; (3) update dry storage users; and (4) update any upgrades or changes in boat size.

- (j) Membership Committee, composed of seven (7) members, all of whom are to be appointed by the Board of Governors from the Active, Life, or Retired membership, and one of whom shall be appointed by the President as Chairman. The tenure of office for the Membership Committee shall date from January 1 through December 31 of each year. The Membership Committee shall be empowered to receive and process any and all applications for Membership in the Club.

- (1) The Membership Committee shall meet at the Club on the fourth Monday of each month, at which time there must be five (5) committee members present in order to constitute a quorum. If any member of the Membership Committee is absent from two (2) consecutive meetings, unless prevented from attending because of illness or business, he shall be removed from this Committee and another member shall be appointed.
- (2) The sponsors of an applicant for membership should both appear before the Committee and the applicant must also be available for interview. In the event that one sponsor of an applicant is unable to meet with the Membership Committee, he must forward a letter of recommendation to the Chairman prior to the date on which the application is acted upon by the Committee. However, one sponsor must be physically present at the meeting of the Membership Committee to avoid tabling of the application. The Committee is empowered to table an application for not more than sixty (60) days if it deems it necessary to conduct further personal investigation of the applicant.

Section 2. Except as otherwise provided, the Chairman of the permanent committees shall be appointed by the President at the beginning of his term of office, to serve for a term of one (1) year, unless otherwise terminated. However, the Chairman of the Membership Committee shall be appointed on January 1st of each year to serve for a term of one (1) year. The Chairman of the permanent committees shall be named from the Active, Life, Veteran, Golden Anniversary, Retired and Senior Members. The Chairman shall be responsible for establishing and maintaining files on all committee activity during the year and transitioning those files to a successor Chairman. Committee files must be maintained for a period of no less than five (5) years.

Section 3. Except for the Membership Committee, which shall consist of not less than seven (7) members, all permanent committees shall consist of not less than three (3) members. The personnel on all permanent committees shall be posted on the bulletin board of the Club not later than the first regular meeting following the annual meeting of the Club. Personnel on the Membership Committee shall be posted immediately upon their appointment.

ARTICLE IX - ORDER OF BUSINESS

Section 1. At all meetings of the members, except special meetings, the order of business shall be as follows: (a) Announcement of quorum; (b) Reading and adoption of minutes of preceding meetings; (c) Reading of Treasurer's report; (d) Reports of Committees; (e) Election of Officers; (f) Reading and consideration of all communications; (g) Unfinished business; (h) New business; (l) Adjournment.

Section 2. The order of business may be changed at any meeting at the discretion of the President.

Section 3. All meetings, and business considered therein, shall be conducted generally in accordance with Roberts Rules of Order except where express provisions of the Constitution and By-Laws stipulate differently, in which instance the express provision shall take precedence.

ARTICLE X - AMENDMENTS

Section 1. Any changes or amendments to the Constitution shall be submitted in writing at a regular meeting of the members. A vote thereon shall not be taken before that regular meeting of the members which is held at least twenty (20) days after the date of written notification to members of the proposed changes or amendments. No alteration or amendment of this Constitution shall be made except at a regular meeting of the members, at which a quorum is present and two-thirds of those present vote in favor of same. All amendments or changes presented will be voted on individually by ballot and not grouped with other changes.

Section 2. This Constitution, and all amendments thereto, shall become effective immediately following their adoption, unless otherwise specified.

ARTICLE XI - ELECTIONS

Section 1. Election of officers and governors shall take place at the regular annual meeting. Not less than ninety (90) days prior to the annual meeting, the President shall appoint, with the approval of the Board of Governors, a Nomination Committee of not less than five (5) nor more than seven (7) members with voting privileges.

Section 2. The Nomination Committee shall, at the October meeting, present to the members, in writing, the names of at least two (2) members, if possible, as candidates for each office, and at least six (6) candidates for Governing Board vacancies.

Section 3. Additional nominations may be made from the floor at the November meeting by an Active, Life, Golden Anniversary, Retired or Senior member in good standing. A candidate's name may be placed on the printed ballot for one (1) office only, and at the adjournment of the November meeting, no further nominations will be accepted.

Section 4. Voting shall be by members entitled to vote who are present on the night of the annual meeting. Each candidate may address the membership for a period not to exceed three (3) minutes. After all speeches are concluded, the Nomination Committee, with the assistance of the Treasurer, shall pass out printed ballots, upon checking the Club records, to those members present and found to be in good standing. No member shall cast more than one (1) vote.

Section 5. A candidate for President must receive a majority of all votes cast in order to be elected in balloting. If, after the first ballot, no majority vote has been received, the name and number of votes received by each candidate will be announced by the presiding officer. If after two ballots, there is no election, the winner shall be selected by holding a third balloting between the two (2) candidates receiving the highest number of votes on the preceding ballot.

Section 6. Voting shall be by printed paper ballot with only a plurality vote of members present entitled to vote necessary for all offices except President as stated above.

Section 7. Special elections will be called by the President upon the designation of the vacancy. The special election and nominations will be governed by Article VI, Section 8 of the Constitution.