

BY-LAWS  
OF  
ROYAL SAVAGE YACHT CLUB, INC.

ARTICLE I

ORGANIZATION AND OBJECTIVES

1.1. This Club is a corporation organized under the laws of the State of Vermont, by same,

ROYAL SAVAGE YACHT CLUB, INC.

1.2. The object of this Club is to encourage and foster marine safety and the sport of yachting, the art of yacht designing and building and the science of seamanship and navigation.

ARTICLE II

MEMBERSHIP AND ADMISSION PROCEDURE

2.1. The classes of membership shall be: Active, Honorary, and Life.

2.2. Candidates for all classes of membership must be proposed and seconded in writing by Active or Life Members.

2.3. Election to membership shall be by majority vote of the Directors. The Directors shall report the names of members so elected to the Secretary.

2.4. Active Membership. Candidates for this class of membership shall be not less than eighteen years of age when elected. Every active member shall be entitled to a vote on all questions.

2.5. Life Membership. Any member who shall have been an active member of twenty-five consecutive years shall be entitled to become a life member

2.6. Honorary Membership. Any person proposed in the usual manner and approved by the Directors as qualified for such distinction may, at any meeting of the Club, by a unanimous vote, be elected an honorary member for such term as may be approved by the Board of Directors. The name of such candidate, together with his/her qualifications for honorary membership, shall be stated in the notice of said meeting. They shall be entitled to all the privileges of the Club, except voting and being eligible for office.

- 2.7. The rights and interests of any member in the property and privileges of the Club shall cease with the termination of their membership.
- 2.8. The children of a member, as long as they reside in the member's house, shall be entitled to the full use of the Club and its facilities without taking out membership in their own names.

### ARTICLE III

#### FEES AND DUES

3.1 Dues: To be set annually by the Board, not to exceed an increase of \$10 in any one year without a special members meeting.

Active - \$60.00 (9/2010)

- a) Life – None
- b) Honorary – None

The full amount of the annual dues of each member shall accrue and become a debt to the Club on the 1st day of October (7/83) of each year.

### ARTICLE IV

#### MEETINGS OF THE MEMBERSHIP

- 4.1 The Annual Meeting is to be held during the month of September or October
- 4.2 E-mail shall be considered the official method for contacting members. Notices of regular meetings shall be E-mailed (postage mail will be used as a courtesy for those without E-mail) to members of the Club at least ten days in advance of the meeting.
- 4.3 Special meetings may be called by the Commodore or the Board of Directors whenever they may think necessary, or by the Secretary at the written request of at least five members. Notices of special meetings shall state the object thereof, and shall be sent at least ten days previous thereto. At special meetings no other business shall be transacted except that stated in the notice of the meetings.
- 4.4 Seven members shall constitute a quorum at any membership meeting, and in the Absence of the Flag Officers, the senior yacht owner shall preside.

## ARTICLE V

### DIRECTORS

- 5.1 There shall be not more than nine Directors consisting of the Commodore, Vice-Commodore, Rear-Commodore, Secretary and Treasurer, all of whom shall be elected at the Annual Meeting and shall serve ex-officio, and four other members.
- 5.2 At the Annual Meeting in each year there shall be elected at least enough Directors to fill terms as Directors for one, two and three years, and until the election of their successors. In the case of a failure to elect at any meeting, the election shall be held at the next regular meeting, or at a special meeting called for the purpose. At the annual election, no member of the Club shall be elected an officer of Director thereof unless he/she shall have been nominated in writing by the Nominating Committee, or by at least seven members of the Club, and such nominee's name and designation of the office for which nominated, and the names of the members making the nomination shall have been transmitted to the Secretary at least ten days before the date of the meeting at which the election is to be held. The Secretary shall, at least five days before such meeting is to be held, send to each member of the Club, a list of the persons so nominated, with a statement of the respective offices for which they have been nominated.
- 5.3 The Directors shall have entire authority in the management of the affairs and of the finances of the Club and shall have general control of all its property. All rights and powers connected therewith shall be vested in them.
- 5.4 The Board of Directors shall appoint all Standing Committees and they shall likewise have the power to appoint Special Committees. General authority and control over all Committees shall be vested in them.
- 5.5 All appropriations for the use of Committees shall be made by them.
- 5.6 They shall meet at least once during each month from May to September inclusive, and more often as the necessities of the Club may require. Three Directors shall constitute a quorum at any meeting of the Board.
- 5.7 They shall have the power to fill vacancies occurring in their number, including vacancies in the officers of the Club.
- 5.8 The Board of Directors may, by a two-thirds vote of its members, suspend any member who, in their judgment, shall have been guilty of conduct injurious to the character or welfare of the Club. Such suspension shall continue until the next meeting of the Club, when, unless the same be revoked by a vote of a majority of the members present, such suspended person shall cease to be a member of the Club. Three days' notice in writing of the ground of such proposed suspension shall be

given the member who shall have an opportunity to be heard by the Board of Directors, before suspension, and by the Club at its next meeting.

- 5.9 The Board of Directors shall have the power to suspend or terminate the membership of any member who shall fail to pay any indebtedness to the Club.
- 5.10 They shall from time to time make such rules for the management of the Club as they deem advisable.
- 5.11 The interpretation of the By-Laws by the Board of Directors shall be final and conclusive.

## ARTICLE VI

### OFFICERS

- 6.1 The officers of the Club shall consist of the Commodore -- who shall also serve as President, Vice-Commodore -- who shall also serve as Vice-President, Rear-Commodore, Secretary, and Treasurer, all of whom shall be elected at the Annual Meeting of the membership. The Commodore may appoint such other officers as necessary. The term "Flag Officers" shall refer to the Commodore, Vice-Commodore, and Rear-Commodore.
- 6.2 It shall be the duty of the Commodore to take command of the squadron, preside at all meetings, and to enforce the By-Laws and regulations of the Club.
- 6.3 It shall be the duty of the Vice-Commodore to assist the Commodore in the discharge of duty, and in the absence or in the case of a vacancy in the office of Commodore, to act as Commodore.
- 6.4 It shall be the duty of the Rear-Commodore to assist the Commodore and Vice-Commodore in the discharge of duty, and in the absence or in the case of a vacancy in the offices of Commodore and Vice-Commodore to act as Commodore.
- 6.5 In case of the absence of all Flag Officers, the senior yacht owner present shall be the acting Commodore.
- 6.6 It shall be the duty of the President to perform such acts and duties on behalf of the Corporation as the laws of the State and By-Laws of the Corporation may authorize and require. It shall be the duty of the Vice President, in the absence of the President, to perform all duties required to be performed by the President.
- 6.7 It shall be the duty of the Secretary:

- a) To keep minutes of the meetings in a computer data-base that will be available to members and to save the custody of all reports and documents connected with the proceedings of the Club.
  - b) To keep a correct roll of the members, together with the dates of their election.
  - c) To notify each member-elect of his/her election.
  - d) To keep a correct list of the yachts enrolled in the Club.
  - e) To conduct the correspondence of the Club, to give notice of all meetings of the Club, and in case of special meetings, to designate the business intended to notify members of their election to the office and their appointment to serve on Committees.
  - f) To present a written report at the Annual Meeting.
  - g) To cause to be printed, if and when authorized by the Board of Directors, a year-book containing the By-laws, List of Members, and such other information as may be directed by the Board.
- 6.8 It shall be the duty of the Treasurer:

- a) to have charge of the funds of the Club, and of the collection and disbursements of all moneys.
- b) The treasurer shall send by E-mail, or land mail if necessary, a bill for annual membership in September of each year and again the following February to delinquent members.
- c) The treasurer will give the names of new members as they join with all pertinent member information to the secretary and any changes as reported by current members when annual dues are paid.
- d) The Treasurer shall present at the Annual Meeting a detailed account showing the financial condition of the Club.

## ARTICLE VII

### COMMITTEES

- 7.1 Executive Committee. There shall be an Executive Committee consisting of the Commodore, Vice-Commodore, and Rear-Commodore. Such Committee shall exercise all of the powers and authority of the Board of Directors of the Corporation when the Board is not in session to the extent permitted under the laws of the State of Vermont, the By-Laws of the Corporation, and by resolution of the Board of Directors. All action by the Executive Committee shall be reported to the Board of Directors at the next meeting thereof, and insofar as rights of third-parties shall not be affected thereby, shall be subject to revision and alteration by the Board of Directors.
- 7.2 Standing Committees. At the first meeting of the Board of Directors subsequent to the Annual Meeting of the Club, the Board shall appoint the following additional standing positions and committees to serve until their successors be appointed, to wit: Marine Committee, Committee on Admissions, Finance Committee, Audit Committee, and Nominating Committee.
- 7.3 Marine Committee. The Marine Committee shall consist of not less than three members. They shall have direction and control of all matters pertaining to any Club premises, grounds, floats, launches, and anchorages and their personnel shall draw up rules for the government of same.
- 7.4 Committee on Admissions. The Committee on Admissions shall consist of not less than three nor more than five members. They shall investigate persons proposed for membership in the Club and report upon the same to the Board of Directors.
- 7.5 Finance Committee. The Finance Committee shall consist of at least three members whose duty it shall be to advise with respect to the finances of the Club and to furnish such other information and perform such other duties as the Board of Directors may direct.
- 7.6 Audit Committee. The Audit Committee shall consist of one non ex-officio member of the Board of Directors and two non-members of the Board of Directors. They shall review the accounts of the Club during the year with the Treasurer and such others as they may see fit, and should report from time to time to the Board of Directors.
- 7.7 Nominating Committee. The nominating Committee shall consist of three members. They shall formulate a slate of officers and Directors, for approval of the Board of Directors, and to be voted for at the ensuing regular meeting of the membership – by custom, three previous Commodores.
- 7.8 Activities Committee. The activities committee and chair will be appointed by the Commodore to assist in the planning and implementation of club events for the year.
- 7.9 Fleet Captain. The fleet captain will be appointed by the Commodore and will be responsible for planning the annual club cruise and other events on the water.

- 7.10 Coffee Captain. The coffee captain will be appointed by the Commodore and will plan and implement coffee and desert events for the club.
- 7.11 Commodore can appoint “Ad Hoc Committees as needed.

## ARTICLE VIII

### GENERAL PROVISIONS

- 8.1 Corporate Seal: There shall be no corporate seal of the Club.
- 8.2 Club Burgee: The Club Burgee shall be a swallow-tailed flag, the hoist being two-thirds of the length. The design being a gold silhouette of the vessel “ROYAL SAVAGE” under which are gold block letters “R.S.Y.C.” on a royal blue field. There shall be a gold border along the hoist.
- 8.3 Registration of Yachts: Every member buying or selling a yacht, or changing its private signal, shall notify the Secretary at once. A yacht must be registered on the Club record to be entitled to representation.
- 8.4 Fiscal Year. The fiscal year shall be September 30 to October 1.

## ARTICLE IX

### AMENDMENTS OF BY-LAWS

- 9.1 These By-Laws may be amended by a two-thirds vote of the Board of Directors at a special meeting of the Directors called for such purpose, provided that notice of any such proposed amendment shall be sent to members of the Club at least ten days prior to such meeting.