

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 as

ROYAL SAVAGE YACHT CLUB, INC.

1.2 The object of this Club is to encourage and foster the sport of yachting, including marine safety, education, lake stewardship, member camaraderie, and a supportive network of boating enthusiasts.

ARTICLE II

MEMBERSHIP AND ADMISSION PROCEDURE

2.1 The Club relies on member volunteerism for its successful operation. The Club expects Active and Life Members to participate in at least one volunteer activity each calendar year.

2.2 A Club Membership of any type may consist of (1) an individual; or (2) spouses; or (3) partners (maximum of two (2)); together with the Member's children that are both (a) under the age of eighteen (18), and (b) residents of the same household as an adult Member. Upon attaining the age of eighteen (18) an individual must obtain his/her own Membership.

2.3 There are three types of membership: Active Membership, Life Membership, and Honorary Membership.

2.4 Active Membership. A party or parties' Membership becomes active for a calendar year upon payment of Dues as described in Article III. Once effective, Active Membership remains in effect unless revoked to the end of the Club's fiscal year, as defined in Article 8.4. Every Active Member shall be entitled to a vote on Club matters; spouses and partners may cast one (1) vote each. Children under the age of eighteen (18) may not vote.

2.5 Life Membership. After a Member completes twenty five (25) consecutive years of Active Membership, the Board of Directors may designate such member an Active Member for life. Life Membership is perpetual unless revoked, and, as described in Article III, requires no payment of dues to remain active. Every Life Member shall

- be entitled to a vote on Club matters; spouses and partners may cast one (1) vote each. Children under the age of eighteen (18) may not vote.
- 2.6 Honorary Membership. The Board of Directors may bestow upon any individual an Honorary Membership at its sole discretion. Honorary Membership is perpetual unless revoked, and, as described in Article III, requires no payment of dues to remain active. Honorary Members may not vote on Club matters.
- 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.

ARTICLE III

MEMBERSHIP DUES

- 3.1 The Board of Directors, will establish the amount of Membership Dues applicable for each fiscal year, and shall notify members of such amount before December 1 of each fiscal year.
As of November 2020, the following Membership Dues Apply:
- (a) Active Membership- \$70.00
 - (b) Life Membership – None
 - (c) Honorary Membership – None
- 3.2 To attain or maintain Active Membership in a calendar year, a Member must pay Membership Dues to the Club by February 1 of that year. The Club offers a 28 day (29 on leap year) grace period, however, Active Membership Dues increases by ten dollars (\$10) for any Dues payments received on or after March 1.

ARTICLE IV

MEETINGS OF THE MEMBERS

- 4.1 The Club desires that the Annual Meeting of the Members be held during the month of October. The Board of Directors shall determine the actual meeting date, which, upon the Board of Director's determination of unusual or extraordinary circumstances, may be before or after October.
- 4.2 The Club shall provide notice to Members of Meetings of the Members by electronic mail, to the email address provided by each Member. Upon a Member's request to the Club Secretary, the Club may provide notice to such Member by mail through the U.S. Postal Service to an address provided by such Member. The Club shall email or postmark Membership Meeting notices no less than ten (10) days in advance of the meeting.

- 4.3 The Commodore or the Board of Directors may call for a Special Meeting of the Members whenever deemed necessary, or the Secretary shall at the written request of at least five Active Members. Notices of Special Meetings of the Members meetings must comply with the requirements of Article 4.2, and shall state the purpose of the Special Meeting of Members. At special meetings no other business shall be transacted except that stated in the notice.
- 4.4 Ten percent (10%) of the number of Active Memberships at the time of the Meeting of the Members shall constitute a quorum.
- 4.5 The Commodore shall preside at any Meeting of the Members. In the event the Commodore is unavailable, the Vice Commodore or Rear Commodore shall preside, as provided for in Article VI.

ARTICLE V

DIRECTORS

- 5.1 The Board of Directors consists of the Commodore, Vice- Commodore, Rear- Commodore, Secretary and Treasurer, all of whom shall be elected at the Annual Meeting of Members and shall serve ex-officio. and three (3) Active Members, all of whom shall be elected as provided for in Article 5.2..The Board of Directors shall not exceed nine (9) members.
- 5.2 At the Annual Meeting of Members in each year, attending Active and Life Members shall elect Directors to fill terms as Directors for one, two and three years. 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 Active or Life 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 Board of Directors is responsible for managing the affairs and the finances of the Club and shall have general control of all Club property. All rights and powers required to comply with such duties shall be vested in the Board of Directors.
- 5.4 The Board of Directors shall appoint all Standing Committees and may appoint Special Committees at its discretion. General authority and control over all Committees shall be vested in the Board of Directors.
- 5.5 All appropriations for the use of Committees shall be made by the Board of Directors.

- 5.6 The Board of Directors shall meet at least once during each month from May to September inclusive, and more often as the Commodore may determine. Five (5) Directors shall constitute a quorum at any meeting of the Board of Directors.
- 5.7 The Board of Directors shall have the authority to appoint any Active Member to fill a vacant Officer or Director position.
- 5.8 The Board of Directors may revoke the membership of any Active Member, Life Member, or Honorary Member deemed to have engaged in conduct injurious to the character or welfare of the Club.
- 5.9 The Board of Directors shall from time to time make such rules for the management of the Club as it deems advisable.
- 5.10 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 Members. The term "Flag Officers" refers to the Commodore, Vice- Commodore, and Rear-Commodore.
- 6.2 It is the duty of the Commodore to take command of the Club, preside at all meetings, and to enforce the By-Laws and regulations of the Club and 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.
- 6.3 It is 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 perform all duties required to be performed by the 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 or Vice-Commodore.
- 6.5 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 effective dates of their Membership.
 - c) 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.
 - d) To present a written report at the Annual Meeting.
 - e) To cause to be published for the Membership, if and when authorized by the Board of Directors, the By-laws, List of Members, and such other information as may be directed by the Board.
- 6.6 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, in January of each year, send email notification to every Active Member and Lifetime Member from the prior fiscal year of the current year Member Dues and payment schedule. The Treasurer may send addition subsequent notices to Members as he/she deems necessary.
 - c) The Treasurer will provide 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 The Board of Directors may annually appoint committees as it deems necessary. The Board of Directors will each year make available to the Membership a list of active committees.
- 7.2 The Commodore may appoint "Ad Hoc" Committees as deemed necessary.

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 Fiscal Year. The fiscal year shall be October 1 to September 30.

ARTICLE IX

AMENDMENTS OF BY-LAWS

- 9.1 These By-Laws may be amended by a two-thirds vote of the Membership at the Annual Meeting of the Membership or a special meeting of the Membership called for such purpose, provided that notice of any such proposed amendment shall be sent to all Active Members at least ten days prior to such meeting.