

GLADSTONE YACHT CLUB CHARTER

Revised and accepted June 8, 2006

Article 1

Name

- Section 1. The name of this organization shall be the Gladstone Yacht Club, and its place of business shall be Gladstone, Michigan.
- Section 2. This organization shall be incorporated under Act 327 P.A. Michigan, 1931 entitled "AN ACT" to provide for the incorporation of societies, commencing June 14, 1983.

Article 2

Objectives

- Section 1. To promote the interest of yachting on Little Bay de Noc and adjacent waters; to cooperate with the City and private management of all aquatic activities to the best of our ability; and to encourage the safety, on and near the water, of crafts and people.

Article 3

Officers

- Section 1. The officers shall consist of a Commodore, Vice-Commodore, Rear-Commodore, Corresponding and Recording Secretary, and Financial Treasurer. The Commodore shall not hold more than two successive terms of office. All officers shall reside within a 5 mile radius of the city limits of Gladstone.
- Section 2. These officers, three elected directors, and an officer of the Club Auxiliary shall constitute the Board of Directors and shall hold office until their respective successors have been duly elected and qualified.
- Section 3. The Board of Directors shall be elected at the annual meeting of the Club to be held in January each year. All members voting at this election and all members nominated for position shall be in good standing at the time of election.

Article 4

Membership and Dues

- Section 1 Any person of good moral character who upon recommendation by a member shall be eligible to become a regular member of the club by submitting his/her application and annual dues. The Secretary will present the application before the Board of Directors

for action. A majority vote of said Board shall be considered necessary for acceptance of membership.

- Section 2. Membership shall be divided into four grades: 1. Active; 2. Non-resident; 3. Honorary; 4. Auxiliary.
- Section 3. Active members shall have attained the age of twenty-one years and shall pay the Club at the time of acceptance to that grade the requisite dues, and otherwise have complied with all the regulations governing the admission to membership.
- Section 4. Non-resident members shall be at least twenty-one years of age, residing at a greater distance than five miles from the city limits of Gladstone, and shall have paid the Club the requisite dues for this grade, and have complied with all regulations governing the admission to membership.
- Section 5. Honorary members who receive the unanimous vote of all members present at a regular meeting of the Club for a one year term, or such term designated by the members present at such a meeting.
- Section 6. Auxiliary membership shall be granted to an individual who has qualified for membership in the Gladstone Yacht Club Auxiliary.
- Section 7. A single membership shall be granted to an individual who has qualified for membership in one of the four grades. He/she shall be entitled to the full privileges designated in said grade.
- Section 8. If a voting member should pass away while he/she is a member, the spouse shall have the option to maintain a non-voting membership with dues set by the Board of Directors.
- Section 9. Special consideration for annual dues shall be given members who qualify as senior citizens. The amount of the dues shall be set by the Board of Directors.
- Section 10. Resignation may be received from any member who is in good standing, is not indebted to the club in any way, and has no charges pending against him/her. His/her resignation must be in writing and filed with the Secretary to be effective.
- Section 11. The Commodore may for cause suspend any member without previous notice from active participation in Club privileges, until he can call a meeting of the Board of Directors. Such charges shall be in writing and the member against whom the charges are made shall receive a copy of the charges before the Board can take any action thereon. The accused member shall have the right to be heard before the Board, either in person or by counsel, with the full right to answer thereto in writing. The hearing thereon shall be no later than the next regular meeting of the Board of Directors.

Any member may be suspended, expelled, or declared to have forfeited his/her membership by the Board of Directors, if he/she shall be delinquent in the payment of dues or other accounts.

Any member who has resigned or who has been expelled as provided by these by-laws forfeits all rights and privileges in this organization, and ceases to have any interest or claims of any nature in its property or assets.

Article 5

Operation and Control

- Section 1. All business of major importance regarding all matters within the jurisdiction of this organization shall rest with a majority vote of the members present.
- Section 2. Any amendment to the Constitution or By-Laws must be submitted in writing to the Board of Directors and read at any regular meeting to the club, but held in abeyance thirty days after the first reading before being passed by two-thirds majority vote of the Board of Directors and members present.

BY-LAWS

- Section 3. These by-laws shall be the organic law of the Gladstone Yacht Club. Their acceptance, adoption and observance shall consist of a Commodore, Vice-Commodore, Rear-Commodore, Secretary, and Treasurer and shall each be elected by a majority vote of all members present at the annual meeting of the club to be held in January of each year and shall hold office until their respective successors have been duly elected and qualified. These officers and three elected members of the club shall meet each month at the Clubhouse or at any time the Commodore may designate. They shall have the sole authority to incur indebtedness to grant permission to committees to do the same, provided however, that any item shall not exceed the sum of five hundred dollars. The Board of Directors shall first obtain consent of the Club before engaging in any enterprise requiring a larger amount than the above specified. Any committee or officer requiring money in the discharges of their duties must first obtain from the Board of Directors an appropriation or authority to make such expenditures or incur such indebtedness.

The Board may create additional or special committees at any time for special purpose or definite period, all subject to their general authority, and with power to abolish the same or remove any member of any committee. The Board shall have the power to suspend or expel, or otherwise prescribe punishment of members, officers, or employees for cause as provided by this constitution and by-laws.

- Section 4. Five members of the board shall constitute a quorum for the transaction of business at

all meetings. Individual members collectively or singly shall have the right to appear before the Board of Directors at any time to state any grievance or urge the special action upon any matter pertaining to the welfare of the club. The resignation of any officer of this board shall be in writing and acted upon at the next regular meeting of the Board.

Any elective officer who willfully absents himself/herself from three successive regular meetings or who neglects the duties of his/her office shall show sufficient cause why he/she should not be removed from office. His removal shall require the unanimous vote of the Board.

- Section 5. Duties of the Commodore: The Commodore shall be executive head of the Club; shall execute the instructions of the Club or the Board of Directors; see that the Constitution, by-laws, and governing rules and regulations are enforced; and perform all such other and further duties usual and incidental and pertaining to his/her office. He/she shall preside at all meetings of the Club and the Board of Directors and shall have a vote on all questions at any such meetings. He/she shall appoint the members of the three standing committees; namely a Racing Committee, consisting of five members; a House Committee, consisting of five members; and an Entertainment Committee, consisting of five members. He/she shall also appoint a Fleet Captain, a Sergeant at Arms, and a Flag Lieutenant. These officers are to be known as the Commodore's Staff. The Commodore shall have the power, at his/her pleasure and without cause shown, to suspend from office any officer or committee person appointed by him/her, pending action by the Board of Directors.
- Section 6. Duties of the Vice-Commodore: The Vice-Commodore shall assist the Commodore and perform all of the Commodore's duties during his/her absence or disability from office and perform all other duties required of him/her by the Board of Directors.
- Section 7. Duties of the Corresponding and Recording Secretary: The Secretary shall attend and keep true records of all meetings of the Club in books provided for that purpose. He/she shall keep correct roll of all members showing their names, addresses, grades, and any other necessary information. He/she documents, records, proxies, reports, communication, etc., connected with the business of the Club. He/she shall issue notices of meetings to the members and Directors as provided by the by-laws. He/she shall further notify those members who have been suspended or expelled. In case he/she is unable to attend any meeting of the Club or the Board of Directors, he/she shall have the necessary books, reports and papers to be conveyed to the place of said meeting.
- Section 8. Duties of the Rear Commodore: The Rear Commodore shall assist the Commodore and Vice-Commodore and shall perform all their duties during their absence or disability. In case of vacancy of the office of the Vice-Commodore, he/she shall assume the title, occupy the position for the unexpired term, and discharge the duties of same, thereby vacating the office of Rear-Commodore.

Section 9. Duties of the Financial Treasure: The Financial Treasure shall collect all moneys due to the Club and on payment thereon furnish receipt. He/she shall deposit all money received belonging to the Club in some financial institution to be designated by the Board of Directors.

He/she shall keep proper books of accounts for the complete record of receipts and disbursements; such books being capable of subsequent audit, check, and balance. He/she shall pay all bills contracted by the Club, only when properly audited and vouched for correctness by the committee or officer who contracted the same and that have been submitted to the Board of Directors for their approval. He/she shall present a complete statement of the financial condition of the Club and of the receipts and expenditures of the preceding year and shall submit these books to the Board of Directors for audit during January each year.

Section 10. Duties of the Racing Committee: It shall be their duty to arrange all races and regattas and make all regulations for government of same. They shall prescribe all racing courses and draft all racing schedules or season programs for yachting and boating. They shall have custody of all cups, prizes, trophies, etc. offered for races; all property used by them such as moorings, marks, flags, etc.; and be responsible for their care and upkeep.

Section 11. Duties of the House Committee: It shall be their duty to prescribe and publish such rules and regulations as they shall deem necessary for proper care and government of the Clubhouse, subject to the approval of the Board of Directors, and to post copies of the same on the Club's bulletin board. It shall be their duty to look after the care of the building, furnishings, and other Club property, other than committee paraphernalia. The Committee must first secure authority from the Board of Directors to incur indebtedness or make expenditures for repairs, alterations, improvements, and for the care and maintenance of all such property and equipment. They shall be empowered to employ outside personnel for repairs, maintenance, or installation of equipment with the permission of the Board, and shall have the power to discharge any or all such employees, subject to the approval of the Board. They shall prescribe and regulate the prices of food and refreshments and charges of all kinds at the Clubhouse. They shall have the supervision of guests and visitors, with the power to eject persons not holding proper conduct, or for other good and sufficient reasons, they shall keep an accurate account of all cash receipts, and bills of indebtedness incurred by the Committee, having first audited same and vouched for their correctness. They shall keep suitable books being capable of subsequent audit and check balance.

Section 12. Duties of the Entertainment Committee: It shall be their duty to provide suitable entertainment during the year. They shall prepare a program of proposed entertainment in advance for the month following, setting forth the dates and nature of each, submit them to the Commodore for approval. It shall be their duty to look after the entertainment, comfort, and welfare of guests and visitors. They shall submit a report at the annual meeting, reviewing the season, its successes, failures, and reasons for such, with suitable suggestions, recommendations, etc.

- Section 13. Duties of the Fleet Captain: It shall be his/her duty to assume charge of all boating activities, including: club cruises, races, joint activities with other yacht clubs and social activities related to boating. He/she shall act as adviser to the Board of Directors on all the club's boating activities.
- Section 14. Duties of the Flag Lieutenant: It shall be his/her duty to provide and keep available at all times at the Clubhouse a United States flag, Club pennants, pennants of other clubs on Green Bay and adjacent waters. He/she shall familiarize himself/herself with customary rules to be observed in displaying flags on the holidays.
- Section 15. Club Pennant: This shall be of triangular shape, white boat wheel design with the letters GYC" attached to wheel on a blue background.
- Section 16. Club Meetings: These shall be held each month. Special meetings of the Club may be called by the Board of Directors, the Commodore, or when requested in writing by not less than ten members in good standing, stating the purpose for which the meeting shall be convened.
- Section 17. Voting: All members who are in good standing at any time of voting shall be entitled to vote at any regular meeting of the Club. The Auxiliary shall be entitled to one vote.
- Section 18. Membership Dues: The Board of Directors will review the dues structure each year and determine the amount of the dues to be levied for the following year. Their recommendations will be presented to the membership for approval at the October meeting. All dues shall be paid annually in advance.
- Section 20. Dissolution: Should the Gladstone Yacht Club dissolve, all assets, and real and personal property of the Club will revert to the City of Gladstone.
- Section 21. Non-Profit Status: The Gladstone Yacht Club will remain non-profit forever.