

OMENA-TRAVERSE YACHT CLUB

BY-LAWS
(Adopted 7/25/92)
(Revised 7/15/2000)
(Revised 7/15/2006)

ARTICLE I MEMBERSHIP

A. DEFINITION: “Age” means age as of December 31 of the relevant calendar year.

B. CLASSES OF MEMBERSHIP

1. Adult

- a. Family - a husband and wife, each of whom is an adult member, or a single adult with a child under age 14.
- b. Single adult - a person age 18 or over, who does not have either a spouse or a child under age 14.
- c. Lifetime - a person granted a lifetime membership by the Board.
- d. Honorary - a person awarded an honorary membership by the Board.

2. Junior - a child or grandchild of an adult member age 14 or older but under age 24.

3. Guest - a person granted a short-term membership under a policy adopted by the Board. A person may be a guest member for no more than two full seasons.

4. Associate – a person age 24-30, and his/her spouse, if any, who has been a junior member each year since eligible.

C. APPLICATION FOR MEMBERSHIP

1. Family or Single membership

- a. An applicant for family or single membership shall submit an application form, endorsed by two adult members not married to each other, and accompanied by the initiation fee and current dues.
- b. Each endorser shall inform the membership committee in writing of the endorser’s knowledge of the applicant including length of acquaintance, relationship and other relevant information.

- c. With approval of the Commodore, the chair of the membership committee shall give two weeks notice of the application to the members by posting in the clubhouse, publishing in the Breeze, or other means approved by the Board.
- d. The Board shall act on the application within two weeks of the end of the notice period to members.
- e. An applicant becomes a member upon approval by five members of the Board.
- f. The Board may from year to year determine the number of new memberships and/or, as needed, establish waiting lists "A" and "B". On the "A" list will be those applicants who have been approved, live within a described geographical boundary established by the Board of Directors or if, they do not live within this geographical boundary, have historical or familial ties to Omena or to the OTYC. On the "B" list will be all other applicants who have been approved for membership. Those applicants on the "B" list will become eligible for guest membership only when there are no applicants on the "A" list. All of the above is subject to the following provisions:
 - (1) The limitation, if any, shall be announced at the Annual Meeting, and will apply for the following 12-month period only or earlier if the Board of Directors has determined the membership quotas for the next year.
 - (2) No distinction shall be made between single adult and family membership units with respect to limitations on new memberships.
 - (3) Approved applicants shall be granted membership in the chronological order of receipt by the Board of their completed application for membership. Approved applicants who cannot be granted membership in a particular year will be notified of their placement on a waiting list and will retain such placement unless and until the Board receives written notice of their withdrawal of application.
 - (4) A sibling, child, grandchild, parent, or grandparent of a current member in good standing may apply for and be granted membership regardless of any limitation on the number of new memberships which may be in effect.
 - (5) A guest member in good standing shall receive preference for membership over new applicants.
 - (6) Establishment of, or changes in, geographical limits or historical or familial qualifications can be made at any time by the Board and communicated to the membership in the Breeze or at the annual meeting or by a general mailing.

2. Lifetime membership

Upon written request, the Board shall grant a lifetime membership to an adult member, age 82 or older who has been a member in good standing for the 20 years immediately preceding the request.

3. Junior membership

- a. A child or grandchild of an adult member age 14 or older but under age 24 may become a junior member by paying junior membership dues.
- b. A child or grandchild of an adult member age 18 or older becomes an adult member by paying adult membership dues.
- c. If child or grandchild is eligible to become a junior member but does not, the child may not use club facilities.

4. Associate membership

- a. A junior member at age 24, and his/her spouse, if any, becomes associate (non-voting) member by paying associate membership dues in the amount of 50% of current dues for single adult or family membership, as defined in these by-laws.
- b. An associate member and his/her spouse, if any, become single adult (voting) or family (voting) members by paying the current regular membership dues.

D. PRIVILEGES AND RESPONSIBILITIES OF MEMBERSHIP

1. Use of club property

- a. An adult member, a child or grandchild under age 14 of an adult member, a junior member, an associate member, a guest member, or a guest accompanied by a member may use club property in accordance with rules or policies adopted by the Board.
- b. A member who has not paid current or past annual dues or assessments when due may not use club facilities.

2. Voting

Only an adult member may vote at a membership meeting.

3. Responsibilities

A member is responsible for the conduct of a family member or guest.

E. TERMINATION OF MEMBERSHIP

1. Non-payment of Dues, Fee, or Assessment

A member who is in arrears for annual dues, a fee, or an assessment for two years after billing automatically loses his or her membership.

2. Other reasons

- a. The Board may terminate the membership of a member for failure to abide by the charter, by-laws, rules, or policies of the club.
- b. Procedure

The Board shall consider the termination at a meeting at which the member may appear to contest the charges. The vote of at least five members of the Board is necessary to terminate a membership.

ARTICLE II DUES AND OTHER CHARGES

1. The Board shall establish an initiation fee and annual dues. It shall set the annual dues of a family membership as double the dues of a single adult membership.
2. By a 2/3 vote, the Board may increase the annual dues up to 10% a year and the initiation fee up to 20% a year. An increase of more than the 10% or 20% requires the approval of an Annual or Special Membership meeting.
3. A lifetime or honorary member or the spouse of a lifetime or honorary member is not liable for annual dues or assessments.
4. The Board may assess the members for the maintenance, repair or replacement of Club property or facilities up to the annual adult dues per year for an adult member.
5. The Board may assess the members for any amount in excess of that provided in paragraph 4 for maintenance or replacement of Club property or facilities and for any additions to Club property or facilities after due notice and approval at an Annual Meeting in the manner provided for the amendment of the By-laws in article VII hereof. Special assessments will be waived for Junior and Associate members.

ARTICLE III BOARD OF DIRECTORS

A. COMPOSITION AND TERMS

The Board of Directors (Board) is composed of nine adult members. A Board member serves for a 3-year term, beginning August 15, but may not serve more than two consecutive 3- year terms.

B. ELECTION

The nominating committee shall recommend to the membership one or more adult members for a vacancy on the Board. The Board shall nominate one adult member to fill the vacancy and shall notify the members in the Breeze or by other means selected by the Board at least two weeks prior to the annual meeting. At the Annual Meeting, the commodore shall invite additional nominations from the floor. The adult members shall choose from among the nominees by ballot or acclamation.

C. TEMPORARY VACANCY

With approval of the Board, the commodore may fill a vacancy on the Board until the next annual meeting.

D. DUTIES

1. The Board is responsible for the operation and protection of the club and its property. It shall: (a) carry out the duties assigned to it by these bylaws; (b) regulate the use of club property by members and non-members, including the use of alcohol on club property or at club events.
2. Any proposal to acquire or sell by mortgage or any other instrument any real property of the club shall require the approval of a majority of the membership of the club, in person or by proxy, at an annual or special meeting, following 60 days notice.

E. ACTIONS BY BOARD

1. A quorum of five members is required for the Board to take action.
2. The Board may take action at a meeting by mail, telephone, or other means approved by the Board.

ARTICLE IV OFFICERS

A. ELECTION

By August 1, the Board consisting of the six carryover members and the three new members elected at the most recent Annual Meeting shall elect from among its members, a commodore, vice commodore, rear commodore, secretary, and treasurer. An officer takes office on August 15 and serves one year. An officer may serve more than one term but a commodore may not serve more than two consecutive terms.

B. COMMODORE

The commodore shall:

1. Preside at meetings of the Board and of the members.
2. Supervise the chairs of the committees.
3. Carry into effect the actions of the Board and of the Membership meeting.
4. Perform other duties assigned by the by-laws

B. VICE-COMMODORE

The vice-commodore shall act in place of the commodore in the absence or disability of the commodore, and shall carry out duties assigned by the commodore.

C. REAR COMMODORE

The rear commodore shall act in place of the commodore in the absence or disability of the commodore and vice-commodore, and shall carry out duties assigned by the commodore.

D. SECRETARY

The secretary shall:

1. Have charge and custody of the club records and correspondence.
2. Keep a record of the minutes of the meetings of the members and of the Board.
3. Furnish copies of minutes of meetings of the members and the Board to the members of the Board.

E. TREASURER

The treasurer shall:

1. Receive, record, and safeguard the funds of the club.
2. Keep a bank account of the club's funds.
3. Pay the club's bills as authorized by the commodore.
4. Account for all income and expenditures of the club funds so the books may be readily audited.

ARTICLE V COMMITTEES

A. The board may create or discontinue a committee as appropriate for the operation of the club. Unless otherwise provided by the Board, the club has the following committees:

1. Membership
2. Nominating
3. House and Grounds
4. Waterfront
5. Youth
6. Social
7. Breeze
8. Safety & Preservation

B. With approval of the Board, the commodore-elect shall appoint the chair and members of each committee. The commodore shall give notice to the members of the

chairmanship of committees by posting in the club, publication in the December Breeze, or other means approved by the Board.

ARTICLE VI FOUNDERS FUND

The Board shall establish a Founders Fund with a separate board of trustees. The purpose of the fund is to provide financial support for the activities of the club.

ARTICLE VII MEMBERSHIP MEETINGS

A. RULES

Robert's Rules of Order govern a membership meeting unless otherwise provided in these bylaws or voted at the meeting.

B. ANNUAL MEETING

The Board shall call the annual meeting between July 1 and August 15. It shall give notice of the time of the meeting in the May Breeze or in a written notice mailed to each member at least 30 days prior to the meeting.

C. SPECIAL MEETINGS

Upon approval of 2/3rds of the Board and not less than 14 days written notice to the members, the Board may call a special meeting of the members. The meeting may consider only business specified in the notice.

D. VOTING

1. Each adult member has one vote.
2. A member may vote by written proxy.
3. Except to amend the articles of incorporation or these bylaws, a quorum is the number of members present.
4. A majority of those present may take an action.

ARTICLE VIII AMENDMENT OF ARTICLES OF INCORPORATION OR BYLAWS

A. PROPOSAL

Either the Board by a 2/3^{rds} vote, or an adult member, may propose an amendment to the articles of incorporation or bylaws.

B. NOTICE

Between 30 and 60 days before an annual meeting the Board shall publish in the Breeze or mail to each adult member a copy of a proposed amendment and notice that the proposal will be on the agenda at the meeting.

C. AMENDMENT OR PROPOSAL

At the meeting a proposed amendment may be further amended by voting so long as the subject matter of the proposed amendment remains unchanged.

D. QUORUM

A quorum to vote on a proposed amendment is one-half of the adult members in person or by proxy.

E. MAJORITY REQUIRED

An amendment of the articles of incorporation or bylaws requires approval of two-thirds of the members voting on the amendment.