

# NORTH EAST RIVER YACHT CLUB Inc.



## BY-LAWS OF THE NORTH EAST RIVER YACHT CLUB

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By-Laws Committees	Immediate Past Commodore
Authors	Operational Committee Chairperson

## Revision History

Revision	Date	Author	Reason for Change	Nature of Change (Major/Minor)
V-001	1939	Board of Governors	Original By-Laws Creation	New
V-002	Various	By-Laws Committees	Revisions as necessary	Minor
V-003	October 2009	VC, By-Laws Committee, Committee on Loose Ends (COLE)	Recommendations for additions and changes made to then current (2007 version) of By-Laws	Major
V-004	10/3/2010	By-Laws Committee	AGM approved revisions to existing By-Laws	Minor
V-004	10/3/2010	Club Administrator	AGM approved addition of Sail Camp Trial Membership	Major
V-005	12/17/2010	Club Administrator	Correction of omission in Article V11, 2 <sup>nd</sup> paragraph	Minor
V-006	10/7/2012	Club Administrator	AGM approved revision to Section 2 & 3	Minor
V-007	10/6/2013	Board of Governors	Committee name changes. Membership year to twelve (12) calendar months following the applicant's approval for membership. Allow for notices, etc. to be sent to members electronically and for telephonic meetings. Typos & other minor.	Major
V-008	10/6/2014	Board of Governors	AGM approved changes to existing By-Laws	Minor
V-009	10/4/2015	Board of Governors	Uniform reimbursement reduced to \$200. Jr. Membership age increased to 21. Honorary Membership excluded from having an interest in the Club's assets. Associate Membership dues set at 50% of Full Membership.	Minor

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The information contained in this manual is subject to change. Revisions and updates will be issued from time to time to document changes and/or additions.

North East River Yacht Club Inc.  
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North East, Maryland 21901

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1 BY - LAWS  
2 of the  
3 NORTH EAST RIVER YACHT CLUB  
4 ADOPTED 1930  
5 REVISED OCTOBER 6, 2014  
6

7 **ARTICLE I**  
8

9 Section 1. The name of the corporation shall be the NORTH EAST RIVER YACHT CLUB, INC. All  
10 subsequent references to the "North East River Yacht Club, Inc." or "Club" mean the North East  
11 River Yacht Club, Inc. and any other corporate entities owned or controlled by the North East  
12 River Yacht Club, Inc. The North East River Yacht Club, Inc. is a Maryland non-stock  
13 corporation currently operating as a 501(c)(7) not-for-profit corporation.  
14

15 Section 2. The corporate seal of the club is one and one-half inches (1-1/2") in diameter with the words  
16 "NORTH EAST RIVER YACHT CLUB, INC." in one-eighth (1/8") letters around the periphery,  
17 while in the center, in the form of arcs, are the words "CORPORATE" in three-thirty-second inch  
18 (3/32") letters and "SEAL" in five-thirty-second inch (5/32") letters.  
19

20 Section 3. Whenever the masculine gender is used throughout this document, it shall be deemed to  
21 include the feminine gender, and whenever the feminine gender is used, it shall be deemed to  
22 include the masculine gender. [\(RTOC\)](#)  
23  
24

25 **ARTICLE II**  
26 **OBJECT**  
27

28 Section 1. The object of the Club shall be to encourage the sport of yachting, to promote the science of  
29 seamanship and navigation, to provide a suitable Clubhouse, Anchorage and Piers for the use of  
30 its boating members and to provide facilities for the recreation and social activities of all its  
31 members, both boaters and non-boaters. [\(RTOC\)](#)  
32  
33

34 **ARTICLE III**  
35 **OFFICERS**  
36

37 Section 1. The Bridge Officers of the Club shall be the Commodore, Vice Commodore, Rear  
38 Commodore and Fleet Captain, with the Treasurer and Secretary being Flag Officers. Each shall  
39 be elected at the Annual Meeting from the Full and Life Members in good standing. The  
40 Commodore, Vice Commodore, Rear Commodore and Fleet Captain shall be eligible for their  
41 respective offices for not more than two consecutive years. Any Full or Life Member in good  
42 standing is eligible to be elected to any of the offices. Each Committee Chair shall be responsible  
43 to and report to a Bridge Officer as outlined herein. Officers are expected to support Club  
44 Activities by their presence.

1  
2 A member, when first elected to a bridge office, is entitled to an 80% one-time reimbursement  
3 from the Club (up to a maximum of \$200) for the cost of his uniforms. That officer is expected to  
4 pay the costs involved in upgrading such uniforms as he proceeds up the chain of command. If,  
5 for any reason, he does not complete the chain through Commodore, he shall return the  
6 uniforms in good repair to the Club. [\(RTOC\)](#)  
7

8  
9 **ARTICLE IV**  
10 **DUTIES OF OFFICERS**

11  
12 **Commodore**  
13

14 Section 1. It shall be the duty of the Commodore to take command of the squadron and to preside at all  
15 meetings of the Club and the Board of Governors. He shall, with the Board of Governors,  
16 supervise the overall operation of the Club.  
17

18 The Commodore shall select and submit to the Board of Governors for approval by the January  
19 meeting the Chairperson of the Publicity Committee and shall provide guidance, direction  
20 and support to the Chairpersons of the Administration Committee, the Finance Committee, the  
21 Membership Committee, the Restaurant Committee, and the Publicity Committee. He shall  
22 have the authority to establish other committees that, in his judgment, may be required, and to  
23 select the Chairpersons of such Committees, submitting them to the Board of Governors for  
24 approval. He shall be an ex officio member of all committees, except the Nominating  
25 Committee.  
26

27 He shall submit to the Finance Committee a detailed annual budget forecast for the Office of  
28 Commodore covering anticipated expenses and planned additional funding requirements. He shall  
29 also forward to the Finance Committee the budget forecasts from the Administration, Restaurant,  
30 Membership, Publicity & or Marketing Committees.  
31

32 He shall also appoint and provide advice and guidance to the CBYCA Delegate, the Club  
33 Chaplain, the Email Net Coordinator, the Internet Web Master, the Club Safety Officer and the  
34 Club Parliamentarian, submitting their names to the Board of Governors for their information.  
35

36 The Commodore shall, with the Secretary, sign all contracts and other legal obligations for the  
37 Club, and is authorized to sign checks in the absence of the Treasurer.  
38

39 He may call a special meeting of the Board of Governors, in which case notice of such meeting  
40 shall be emailed to all members of the Board at least (5) days in advance. He shall call a special  
41 meeting of the General Membership at the request of thirty (30) or more members, with notice  
42 emailed to all members at least thirty (30) days in advance. If a member does not have an email  
43 address on file with the club, such notice will be sent via First Class Mail. Members are  
44 responsible for providing the club Secretary with a current email address. The club will not be  
45 responsible for emails that are undeliverable due to an out of date address.  
46

47 Four weeks prior to the Annual Meeting, the Commodore shall send an email to the general  
48 voting membership announcing the date, time, and location of the meeting. Attached to this

1 email will be the meeting agenda, the selections of the Nominating Committee for the Officers  
2 and Board members to be elected, along with a short biography of each candidate, and a copy  
3 of any and all By-laws changes approved by the Board of Governors. If a member does not  
4 have an email address on file with the club, such notice will be sent via First Class Mail.  
5 Members are responsible for providing the club secretary with a current email address. The club  
6 will not be responsible for emails that are undeliverable due to an out of date address.

7  
8 The Commodore shall be responsible for reporting to the membership, at each Annual Meeting,  
9 the current estimated value of a “membership year” (see Distribution Plan) as determined by the  
10 Finance function.

11  
12 For consistency, the following formula will be used for this estimate:

13  
14 Annual Maryland real estate tax value of land and improvements + (plus) The book value of all  
15 other assets (as reported on the current tax return) + (plus) Cash and cash equivalents – (minus) all  
16 outstanding liabilities.

17  
18 In the event of dissolution of the Club, a more formal method of calculating the residual value of  
19 a membership year is described in the Distribution Plan.

20  
21 The Commodore shall be the editor of the Club newsletter, The Waterline, and may request the  
22 assistance of the Chairperson of the Publicity & or Marketing Committee or appoint an assistant  
23 Editor in accomplishing this duty. [\(RTOC\)](#)

#### 24 25 Vice Commodore

26  
27 Section 2. It shall be the duty of the Vice Commodore to assist the Commodore in the discharge of his  
28 duties and in his absence to officiate in his stead. He shall have the authority to sign checks in the  
29 absence of the Treasurer and the Commodore.

30  
31 The Vice Commodore shall be Chairperson of the House Committee and the Legal Committee  
32 and shall select other members of these committees, submitting them to the Board of Governors  
33 for their information. He shall select and submit to the Board of Governors for approval by the  
34 January meeting the name of the Legal Resident Agent, who shall be responsible for accepting  
35 on behalf of the North East River Yacht Club the Service of Process of any legal documents  
36 submitted to the Club. The Vice Commodore shall provide guidance, direction and support to  
37 the Chairpersons of the Buildings and Grounds Committee, the Insurance Committee and the  
38 Legal Resident Agent. He shall annually review and update as necessary the House Rules,  
39 submitting recommended changes to the Board of Governors for approval.

40  
41 He shall submit to the Finance Committee a detailed annual budget forecast for the Office of  
42 Vice Commodore covering anticipated expenses and planned additional funding requirements.  
43 He shall also forward to the Finance Committee the budget forecasts from the Buildings and  
44 Grounds, House, Insurance and Legal Committees.

45  
46 He may be assigned additional specific duties by the Commodore. [\(RTOC\)](#)  
47



1 Rear Commodore

2  
3 Section 3. It shall be the duty of the Rear Commodore to assist the Commodore and Vice Commodore in  
4 the discharge of their duties, and in their absence officiate in their stead. The Rear Commodore  
5 shall be Chairperson of the Activities Committee and shall select other members of the  
6 Committee, submitting them to the Board of Governors for their information. He shall provide  
7 guidance, direction and support to the Chairpersons of the Entertainment Committee, Sail  
8 Program Committee, the Roster Committee, and the Ship's Store Supply Officer.

9  
10 He shall submit to the Finance Committee a detailed annual budget forecast for the Office of  
11 Rear Commodore covering anticipated expenses and planned additional funding requirements.  
12 He shall also forward to the Finance Committee the budget forecasts from the Activities,  
13 Entertainment, Roster, and Ship's Store.

14  
15 He may be assigned additional specific duties by the Commodore. [\(RTOC\)](#)

16  
17 Fleet Captain

18  
19 Section 4. It shall be the duty of the Fleet Captain to organize, plan and direct the boating activities that  
20 are under the auspices of the Club. During Club cruises, he shall assist Club boats with slip  
21 assignments, help take lines of Club boats as they enter slips and organize activities for each port  
22 of call.

23  
24 The Fleet Captain shall provide guidance, direction and support to the Dockmaster (Piers and  
25 Moorings Committee).

26  
27 He shall submit to the Finance Committee a detailed annual budget forecast for the Office of  
28 Fleet Captain covering anticipated expenses and planned additional funding requirements. He  
29 shall also forward to the Finance Committee the budget forecasts from the Dockmaster (Piers  
30 and Moorings Committee).

31  
32 He shall be responsible for the reception of, and providing assistance to, visiting fleets or  
33 representatives of other yacht clubs.

34  
35 The Fleet Captain shall select an Assistant Fleet Captain, submitting his name to the Board of  
36 Governors for approval. If the Fleet Captain is a member of the power boat fleet, he shall  
37 preferably select a member of the sail boat fleet to serve as Assistant Fleet Captain. Conversely, if  
38 the Fleet Captain is a member of the sail boat fleet, he shall preferably select a member of the  
39 power boat fleet to serve as Assistant Fleet Captain.

40  
41 The Fleet Captain may select an Assistant Fleet Captain submitting his name to the Board of  
42 Governors for approval.

43  
44 He may be assigned additional specific duties by the Commodore. [\(RTOC\)](#)

45  
46 Secretary

1 Section 5. It shall be the duty of the Secretary to prepare the minutes of the meetings of the Club and the  
2 Board of Governors; to maintain the current By-Laws, Rules and other written Club policies,  
3 practices and procedures; to have custody of the Club Seal, of all trophies, and of all reports and  
4 documents connected with the business of the Club. He shall post a copy of all Board meeting  
5 minutes on the Club Bulletin Board. All records shall be maintained in the Club offices. The  
6 minutes of all Board of Governors meetings shall include a listing of those Board members  
7 present as well as those absent.

8  
9 He shall execute all papers, along with the Commodore, or in his absence the Vice Commodore,  
10 or in their absence the Rear Commodore, required to be executed by the Corporation, when  
11 authorized to do so by the Board of Governors. When necessary, the Secretary shall affix the  
12 Seal of the Corporation to such papers.

13  
14 The Secretary shall be responsible for notifying members in writing, of any breach or impending  
15 breach of any portion of their Member Agreement, as reported by the Chair of the Finance  
16 Committee and/or as agreed by the Board.

17  
18 Further, he shall provide the Chairperson of the Restaurant Committee with a written list of the  
19 names and members numbers of all new members and all suspended or expelled members  
20 immediately upon action of the Board, such that coordination can be made with the Restaurant  
21 Committee Chairperson.

22  
23 He shall submit to the Finance Committee a detailed annual budget forecast for the Office of  
24 Secretary covering anticipated expenses and planned additional funding requirements.

25  
26 The Secretary shall be responsible for the administration of the Club's Document Retention  
27 Policy. He will also be responsible for an annual review, and certification, of the Club's  
28 compliance with all relevant corporate regulatory requirements for the recording and maintenance  
29 of corporate records and filings.

30  
31 He may be assigned additional specific duties by the Commodore. [\(RTOC\)](#)

32  
33 Treasurer

34  
35 Section 6. It shall be the duty of the Treasurer to have charge of the funds of the Club and to keep  
36 accurate records of all receipts and disbursements, to receive all moneys collected for the Club by  
37 any agent of the Club, to give receipt therefore, and to render a monthly financial statement, at all  
38 regular meetings of the Board of Governors and at the Annual Meeting. These financial  
39 statements shall detail assets, liabilities, income and expenses. The Treasurer shall serve as a  
40 member of the Finance Committee.

41  
42 It shall be the responsibility of the Treasurer to open all bank accounts in the name of the North  
43 East River Yacht Club, Inc., and to close those accounts no longer necessary, subject to the  
44 approval of the Board of Governors. He shall be the custodian of those funds and be the primary  
45 person authorized to disburse funds for properly approved bills.

46  
47 All checks issued by the Treasurer may be signed by the Commodore in his absence or by the  
48 Vice Commodore in their absence. The Treasurer, along with the Commodore, Vice

1 Commodore and others designated to handle Club funds, shall be bonded in such sum as the  
2 Board of Governors may elect, but not less than \$50,000, with the expense borne by the Club.

3  
4 The Treasurer shall be responsible for seeing that all dues invoices are sent to members of record  
5 no later than the first day of the month preceding their anniversary month. A notice shall  
6 accompany all invoices stating that dues are due and payable on the first day of the members'  
7 anniversary month. He shall be responsible for the receipt of and accurate recording of all dues  
8 and other payments made to club by members.

9  
10 The Treasurer shall report monthly to the Secretary and to the Board of Governors the names of  
11 all members whose dues or other indebtedness to the Club are delinquent over 60 days, 90 days  
12 and 120 days from the date of first billing, together with the amounts owed.

13  
14 He shall submit to the Finance Committee a detailed annual budget forecast for the Office of  
15 Treasurer covering anticipated expenses and planned additional funding requirements.

16  
17 He may be assigned additional specific duties by the Commodore. [\(RTOC\)](#)

#### 18 19 Immediate Past Commodore

20  
21 Section 7. The Immediate Past Commodore shall be a voting member of the Board of Governors.

22  
23 It shall be the responsibility of the Immediate Past Commodore to serve as the Chairperson of the  
24 Long Range Planning Committee, the By-Laws Committee, the Procedures Committee and the  
25 Nominating Committee.

26  
27 Based upon his many years of experience as a Bridge Officer, the Immediate Past Commodore  
28 shall provide advice and guidance to the current Officers and Board Members as requested.

29  
30 He shall submit to the Finance Committee a detailed annual budget forecast for the Office of  
31 Immediate Past Commodore covering anticipated expenses and planned additional funding  
32 requirements. He shall also forward to the Finance Committee the budget forecasts from the By-  
33 Laws, Long Range Planning and Nominating Committees. [\(RTOC\)](#)

### 34 35 36 37 **ARTICLE V** 38 **BOARD OF GOVERNORS**

39  
40 Section 1. The affairs of the Corporation shall be managed by the Board of Governors consisting of  
41 Fourteen Voting Members. Nine members of the Board are elected each year at the Annual  
42 Meeting and shall serve for one year, or until their successors are duly elected. They are: the  
43 Commodore, Vice Commodore, Rear Commodore, Fleet Captain, Treasurer, Secretary, and the  
44 Chairpersons of the Finance Committee, the Membership Committee and the Sail Program  
45 Committee. These Board Members shall stand election each year. Four additional Members shall  
46 be the Chairpersons of the Administration Committee, the Buildings and Grounds Committee, the  
47 Restaurant Committee, and the Dockmaster (Piers and Moorings Committee). These four

1 comprise the Management Team and shall be elected at the Annual Meeting to serve two year  
2 terms, staggered so that two are elected each year. The other member of the Board shall be the  
3 Immediate Past Commodore. All other Past Commodores shall retain a non-voting Membership  
4 on the Board. Any Full or Life Member in good standing is eligible to serve on the Board.  
5

6 The Board shall have the power to replace any Officer or Board Member who is not actively  
7 performing their responsibilities as stated in these By-Laws. The Board shall also have the  
8 power to fill any vacancy that may occur in its membership. Both actions require a majority vote  
9 of the entire Board.  
10

11 Section 2. Nine (9) voting members of the entire Board of Governors shall be sufficient to constitute a  
12 quorum to transact the business of the Corporation at any meeting of said Board. Proxies are not  
13 allowed. In the event a quorum cannot be established, or in the opinion of the Commodore, there  
14 is pending business of the Corporation that requires urgent attention, members may attend the  
15 meeting via electronic communication. A speakerphone or other such device that permits all  
16 members to hear everything that is communicated at the same time shall be utilized. The  
17 requirement of nine (9) voting members participating remains.  
18

19 Section 3. Consistent with the Member Agreement, the Board of Governors shall at all times have full  
20 power to suspend or expel any member for good cause by a vote of nine (9) members of the entire  
21 Board after written charges shall have been presented and a reasonable opportunity given the  
22 member to present his defense, unless waived by his or her absence. The Board of Governors shall  
23 have the right to reconsider the suspension or expulsion of any member for any cause at any time  
24 and may, with a nine (9) member vote of the entire Board of Governors, reinstate such member  
25 upon such terms and conditions as said Board of Governors may prescribe. Both resignation,  
26 revocation and/or expulsion from the Club shall result in forfeiture of the member's share in the  
27 Club's net assets (see Distribution Plan), unless the member rejoins or is re-instated within a  
28 calendar year. When a member is so re-instated, the temporary resignation or expulsion shall have  
29 no effect on the calculation of the member's years of continuous membership.  
30

31 Section 4. The Board of Governors shall hold regular monthly meetings. Special Board meetings may be  
32 called by the Commodore or may be called at the request of three (3) Members of the Board.  
33 Notice of such meetings, made and received at least five (5) days in advance, shall be sent to all  
34 Board Members and shall state the purpose, time and place of such meeting. The Secretary shall  
35 prepare the minutes of all Board meetings. The minutes of all meetings shall include a listing of  
36 those Board members present as well as those absent.  
37

38 Section 5. The Board shall have the power to adopt such rules and regulations governing the Club and  
39 its members, as may be found necessary from time to time, not in conflict with these By-Laws.  
40 When so adopted, said rules shall have the same force and effect as if herein contained.  
41

42 All rules heretofore adopted by the Board shall be recorded verbatim by the Secretary in the  
43 Minutes of the Corporation. They shall also be recorded in an appropriate document and  
44 properly displayed.  
45

46 The Board shall also have the power to rescind any rules or regulations governing the Club and  
47 its members, which in its judgment is in the best interest of the Club, providing such rescission is

1 not in conflict with these By-Laws.  
2

3 Section 6. The Commodore, or in his absence, the Vice Commodore, or in their absence, the Rear  
4 Commodore, and the Secretary shall execute all papers required to be executed by this  
5 Corporation when authorized to do so by the vote of the Board of Governors. Whenever  
6 necessary, the Secretary shall affix the Seal of the Corporation to any such papers. [\(RTOC\)](#)  
7  
8

9 **ARTICLE VI**  
10 **MEMBERSHIP**  
11

12 Section 1. The membership shall consist of the following classes of Members:  
13

- 14 a. Full Member
- 15 b. Junior Member
- 16 c. Legacy Member
- 17 d. Life Member
- 18 e. Honorary Member
- 19 f. Winter Dining Member
- 20 g. Associate Membership  
21

22 All members, regardless of class, shall be assigned a membership number and account. The  
23 Board of Governors shall establish dues and fees for each class of membership and slip and  
24 mooring rental rates for the coming year no later than the September BOG meeting. The  
25 membership year shall run for 12 consecutive months from the month the membership is approved  
26 by the Board. Dues delinquency shall be calculated from the first day of the members'  
27 anniversary month. This provision shall be retroactive for all new memberships effective on or  
28 after January 1, 2013. All members of record on December 31, 2012 will retain a January to  
29 December membership year. [\(RTOC\)](#)  
30

31 Section 2. Full Member  
32

33 Any person of good moral character age 21 or over, who shall agree in writing upon the regular  
34 Application Form of the Club, to abide by its By-Laws, Rules and Regulations as then in force,  
35 or later amended, who shall accompany such Application with the required fees and dues, shall  
36 be eligible for Full Membership. When such Application is properly signed by the applicant,  
37 sponsor and interviewer, it will be submitted to the Board by the Membership Chairperson for its  
38 action.  
39

40 The privileges of Full Membership are extended equally to both spouses of a married couple (*or*  
41 *to a couple who share a bank account and common address*) including the use of any and all  
42 facilities, the participation in any and all Club social functions, the privilege of holding office in  
43 the Club, except that the membership may cast only one vote at meetings of the corporation on  
44 matters requiring member approval, may hold only one share in the net assets of the corporation  
45 (subject to the limits and conditions set forth in the Member Agreement and Distribution Plan,  
46 may have only one representative on the Club's Board of Governors, and may rent only one slip  
47 in the Club Marina unless authorized by the board of governors.

1  
2 Upon approval, such Membership shall extend all privileges of membership to any dependent  
3 children up to and including those age 25 and who are claimed by their parent as dependent on  
4 their Federal Tax Return. At age 26 Legacy Membership Category is applicable. Voting  
5 privileges at all meetings of the Corporation on all matters requiring member approval, and the  
6 privilege of holding office in the Club are excluded privileges.

7  
8 It is also provided that any unmarried Full Member in good standing may upon marriage inform  
9 the Club in writing and thereby extend the privileges detailed above to his new spouse and  
10 dependent children under the age of twenty-one (21). [\(RTOC\)](#)

11  
12 Section 3. Junior Member

13  
14 Any person of good moral character within the ages of seven (7) through twenty one (21), who  
15 shall agree in writing, upon the regular Application Form of the Club, to abide by its By-Laws,  
16 Rules and Regulations as then in force, or later amended, and who shall accompany such  
17 Application with the required fees and dues, shall be eligible for Junior Membership. When such  
18 Application is properly signed by the applicant and their parent/guardian, it will be submitted to  
19 the Board by the Membership Chairperson for its action.

20  
21 The privileges of a Junior Member allow participation in NERYC Junior Sailing races and other  
22 select youth appropriate Club activities, including the use of a Club boat if they don't have one of  
23 their own, Travel Team participation (if qualified), access to the Restaurant and Club bathroom  
24 facilities by the Junior Member and their family during Junior Sailing events and other youth-  
25 specific activities, member pricing for activities such as Sail Camp, clinics, etc., and other Club  
26 privileges as determined by the Junior Sailing Committee and Board of Governors.

27  
28 The privileges of a Junior membership do not include a share or interest in the Club assets or any  
29 voting privileges at any meetings of the Corporation on matters requiring member approval. The  
30 membership is not subject to special assessments or other fees that may be approved by the Board  
31 of Governors for other classes of membership.

32  
33 Section 4. Legacy Member

34  
35 Any person of good moral character within the ages of twenty-six (26) through thirty (30), who  
36 is the child or grandchild of a Full Member in good standing, who shall agree in writing, upon  
37 the Legacy Member Application Form of the Club, to abide by its By-Laws, Rules and  
38 Regulations as then in force, or later amended, and who shall accompany such Application with  
39 50% of the current full membership prorated dues shall be eligible for Legacy Membership.  
40 When such Application is properly signed by the applicant, it will be submitted to the Board by  
41 the Membership Chairperson for its action.

42  
43 The privileges of a Legacy Membership are extended equally to both spouses of a married  
44 couple (*or to a couple who share a bank account and common address*) and include all Club  
45 privileges covered under Full Membership with the exception of: (1) voting privileges at all  
46 meetings of the Corporation on all matters requiring member approval, and (2) the privilege of  
47 holding office in the Club. The Membership is not subject to special assessments or other fees

1 that may be approved by the Board of Governors for other classes of membership. A Legacy  
2 Membership must convert to a Full Membership in the following calendar year that the member  
3 attains the age of 30. Upon approval, such Membership shall extend all privileges of membership  
4 detailed above to any dependent children under the age of twenty-six (26).

5  
6 The privileges of Legacy membership also do not include a share or interest in the club assets  
7 until and when the Legacy Membership is converted to a Full Membership in the year following  
8 the calendar year in which the Legacy Member reaches the age of 30. At that time, each calendar  
9 year of Legacy Membership shall be counted the equivalent of one- half year of Full  
10 Membership (provided that all years were consecutive) for the purposes of determining the  
11 years of “continuous membership,; as defined in the Distribution Plan.”

12  
13 It is also provided that any unmarried Legacy Member in good standing may upon marriage  
14 inform the Club in writing and thereby extend the privileges detailed above to his/her new  
15 spouse and dependent children under the age of twenty-six (26). [\(RTOC\)](#)

#### 16 17 Section 5. Life Member

18  
19 There are two types of Life Members in the Club: All Past Commodores and their spouses who  
20 were awarded individual Life Memberships prior to the 1985 Annual Meeting; and those  
21 members who have maintained twenty-five (25) years of continuous membership through the  
22 prompt payment of each year’s dues. The clock shall start over for a member who rejoins after  
23 expulsion or resignation (either in writing or through nonpayment of renewal dues).

24  
25 The privileges of a Life Member are extended equally to both spouses of a married couple (*or to*  
26 *a couple who share a bank account and common address*) and include all Club privileges and  
27 exceptions covered under Full Membership. Upon the demise of either spouse, the Lifetime  
28 Membership Number applies to the surviving spouse. This does not apply to Past Commodores  
29 and their spouses who were both awarded individual Life Memberships prior to 1985.

30  
31 Life Members are not required to pay dues. However, in order to maintain their Life Member  
32 status, they must pay special assessments or other fees that may be approved by the Board of  
33 Governors for all members. [\(RTOC\)](#)

#### 34 35 Section 6. Honorary Member

36  
37 The Board of Governors, by a vote of nine (9) members, may elect to Honorary Membership, on  
38 an annual basis, such persons as they deem to have rendered important service or benefits to the  
39 Club, or who for any reason, they may see fit to thus honor. Any member in good standing may  
40 submit in writing to the Board of Governors at the December meeting the names of persons  
41 proposed for Honorary Membership. Such proposal shall include the reason or justification. The  
42 Chairperson of the Membership Committee shall present to the Board of Governors at the  
43 December meeting the names of any Honorary Members elected the previous year for review  
44 and consideration for the coming year.

45  
46 Honorary Members are extended all Club privileges covered under Full Membership. However,  
47 Honorary Members:



- a. pay no dues or fees
- b. have no voting privileges at meetings of the Corporation on matters requiring member approval
- c. may not hold any Club office
- d. may not rent a slip or mooring
- e. do not include a share or interest in the Club's assets.

The Board of Governors may define any other limitations on this class of membership. [\(RTOC\)](#)

#### Section 7. Winter Dining Member

The Board of Governors, at its discretion, may establish a Winter Dining Membership Class for the winter months of any year. If established, the following shall apply.

Any person of good moral character age 21 and over, who shall agree in writing upon the Winter Dining Application Form, to abide by its By-Laws, Rules and Regulations as then in force, or later amended, who shall accompany such application with the required fees and dues, shall be eligible for Winter Dining Membership. When such Application is properly signed by the applicant, it will be submitted to the Board by the Membership Chairperson for action.

The Winter Dining Membership shall be limited to the period November 1 through March 31. The privileges of this membership are extended to both members of a married couple and are limited solely to the use of the Restaurant and Bar Facilities.

A Winter Dining Member may apply for conversion to Full or Junior Member status by submitting the appropriate Application Form accompanied by the proper fees and pro-rated dues. [\(RTOC\)](#)

#### Section 8. Other Classes of Membership

The Board of Governors, at its discretion, may establish additional classes of membership. When established, the Board shall describe in writing and publicize the membership class, including all privileges and limitations. [\(RTOC\)](#)

#### Section 9. Election of Members

The election of members shall be by vote of the Board of Governors at their regular monthly meetings providing a quorum is present. The vote shall be by secret ballot at the request of any one (1) member of the Board. Two (2) negative ballots shall reject such applicant. No rejected applicant shall be proposed again within one (1) year thereafter. [\(RTOC\)](#)

#### Section 10. Sail Camp Trial Membership

Any person of good moral character age 21 or over, who shall agree in writing upon the Sailing Camp Event Registration Form, to abide by its By-Laws, Rules and Regulations as then in force, or later amended, who shall accompany such Registration with the required Trial Membership



1 Fee as established for the current year by the Board of Governors, shall be eligible for a Trial  
2 Membership for a period equal to the duration of the camping sessions applied for and attended,  
3 beginning with the date of application signature or event date.

4  
5 The privileges of a Sail Camp Trial Membership are extended equally to both spouses of a  
6 married couple (*or to a couple who share a bank account and common address*) or the attendee's  
7 legal guardian(s), and shall be limited to only the use of any and all facilities and the participation  
8 in any and all Club social functions for the duration of the trial period.

9  
10 Such Sail Camp Trial Membership shall extend these same privileges of membership to any  
11 dependent children under the age of twenty-one (21).

12  
13 It is also provided that any unmarried Trial Member in good standing may, upon marriage,  
14 inform the Club in writing and thereby extend the privileges detailed above to their new spouse  
15 and dependent children under the age of twenty-one (21).

16  
17 During, or at the end of, the Sail Camp Trial Membership period, the Trial Member(s) may  
18 convert their Sail Camp Trial Membership to a Full Membership by completion of the NERYC  
19 Membership Application Form submitted to the Board of Governors for approval. Upon approval,  
20 any and all required fees and dues applicable at the time of conversion will be due. All fees and  
21 dues payable must be submitted upon notification of approval to complete the conversion and  
22 become a Club member in good standing. [\(RTOC\)](#)

#### 23 24 Section 11. Associate Membership

25  
26 Any person of good moral character within the ages of twenty-one (21) through thirty (30), who  
27 shall agree in writing, upon the regular Application Form of the Club, to abide by its By-Laws,  
28 Rules and Regulations as then in force, or later amended, and who shall accompany such  
29 Application with the required fees and dues, shall be eligible for Associate Membership. When  
30 such Application is properly signed by the applicant, sponsor and interviewer, it will be submitted  
31 to the Board by the Membership Chairperson for its action. Dues shall be set at 50% of the  
32 current full membership.

33  
34 The privileges of an Associate Member are extended equally to both spouses of a married couple  
35 (*or to a couple who share a bank account and common address*) and include all Club privileges  
36 Covered under Full Membership with the exception of: (1) voting privileges at all meetings of the  
37 Corporation on all matters requiring member approval; and (2) the privilege of holding office in  
38 the Club. Upon approval, such Membership shall extend all privileges of membership detailed  
39 here to any dependent children under the age of twenty-one (21).

40  
41 The privileges of Associate Membership also do not include a share or interest in the Club's  
42 assets, until and when the Associate Membership is converted to a Full Membership in the year  
43 following the calendar year in which the Associate Member reaches the age of 30. At that time,  
44 each calendar year of Associate Membership shall be counted the equivalent of one-half year of  
45 Full Membership (provided that all years were consecutive) for the purposes of determining the  
46 years of "continuous membership", as defined in the Distribution Plan.

1 It is also provided that any unmarried Associate Member in good standing may upon marriage  
2 inform the Club in writing and thereby extend the privileges detailed above to his new spouse and  
3 dependent children under the age of twenty-one (21). [\(RTOC\)](#)  
4

5  
6 **ARTICLE VII**  
7 **DUES AND FEES**  
8

9 Section 1. The dues, slip, and mooring rental fees for the coming year shall be set by the Board of  
10 Governors no later than the September Board meeting. Assessments may be set by the Board of  
11 Governors at any time during the year; however, the membership will be given thirty (30) days'  
12 notice of such action, the reason for that action, and the effective date of any such assessment  
13 shall not be less than thirty (30) days from the date of approval by the Board of Governors.  
14 Assessments or other fees shall not be applied to any single class of membership only. New  
15 members (within 12 months of application date) are not liable for assessments.  
16

17 Section 2. Dues shall be considered delinquent if not paid by 30 days past invoice date. The first day of  
18 the member's anniversary month shall be the date used in determining the extent of delinquency  
19 in any case involving late payment of dues. A member shall be considered in good standing if  
20 their dues are current and other indebtedness to the Club does not exceed sixty (60) days from  
21 the date of first billing. [\(RTOC\)](#)  
22

23 **ARTICLE VIII**  
24 **RESIGNATIONS, SUSPENSIONS AND EXPULSIONS**  
25

26 Section 1. Resignation  
27

28 A membership is continuous from year to year, providing the member is in good standing, until a  
29 resignation is received in writing. Resignation by a member shall be sent to the Secretary along  
30 with the payment of any outstanding indebtedness to the Club. The Roster Committee Chairperson  
31 shall update the Club records to reflect the change in status. Upon resignation, all rights and  
32 privileges as a member of the Club shall cease with the termination of the membership.  
33 Resignations will be acted upon by the Board of Governors at the next monthly meeting after  
34 receipt.  
35

36 A failure of a member to pay annual renewal dues by sixty (60) days past invoice date shall  
37 result in an automatic resignation of membership, with no formal suspension or expulsion being  
38 necessary or required, unless such member has initiated special payment arrangements in advance  
39 with the Treasurer and Club Administrator. Members who have resigned through nonpayment of  
40 renewal dues shall have no different status than any other member of the Club who has  
41 resigned his membership. A letter shall be written by the Secretary informing the member of  
42 his resigned status and his loss of Club privileges. If a resigned member wishes to rejoin the  
43 Club within one year of resignation, he shall be responsible for payment of any late payment  
44 fees in force as well as the full annual dues. After one year, he shall be responsible for any  
45 initiation fees in force and the full dues for that year. [\(RTOC\)](#)  
46

47 Section 2. Charges

1  
2 Any member of the Club may present to the Board of Governors a written Statement of Charges  
3 against any other member for: conduct unbecoming a member; conduct likely to endanger the  
4 good order and welfare of the Club; repeated insubordination or disobedience of officers when  
5 acting in their official capacity or when in squadron; or violation of the By-Laws or Club rules,  
6 where such violation is materially adverse to the Club or repeated after written warning.  
7

8 Upon hearing such Statement of Charges in a regular or properly called special meeting of the  
9 Board, the Board may, by majority vote (a) determine what action is appropriate and proposed for  
10 the Charges, and (b) send a letter of notification to the member of the Charges and the proposed  
11 action. After he shall have been notified in writing and given an opportunity to be heard and to  
12 present evidence at a time mutually convenient, the Board of Governors shall vote to take  
13 appropriate action. Such action may include, but is not limited to, a letter of reprimand, or a  
14 warning of suspension or expulsion, which action shall require a majority vote of the Board.  
15

16 If the action to be taken is suspension or expulsion, the member may request that a Committee of  
17 three members be chosen, none of whom are members of the Board: one shall be chosen by the  
18 Board, one by the charged member, and the third by agreement of the other two Committee  
19 members. This third member shall be the Committee Chair. The Committee shall investigate the  
20 charges and make a majority recommendation to the Board as to the appropriateness of  
21 suspension or expulsion. If such recommendation is against such suspension or expulsion, the  
22 final action shall be a written warning delivered to the member; if such recommendation is for  
23 suspension or expulsion, the Board may then proceed with a vote to suspend or expel, which must  
24 be by a vote of nine (9) members of the entire Board. No accused officer or member shall be  
25 allowed to preside at or vote in such proceedings. Upon request of any one member of the Board,  
26 the vote shall be by secret ballot. [\(RTOC\)](#)  
27

### 28 Section 3. Suspension

29

30 A member whose indebtedness to the Club (except renewal dues) is in arrears for over sixty (60)  
31 days from the date of first billing shall be automatically suspended by the Board of Governors,  
32 unless such member shall initiate special payment arrangements in advance with the Treasurer  
33 and those arrangements are approved by the Board of Governors. Further, a member may be  
34 suspended by the Board of Governors as the result of acting upon a Statement of Charges (See  
35 Section 2). A suspended member shall be denied all privileges and access to the Clubhouse or  
36 Grounds even if accompanied by a member in good standing, unless specifically authorized by  
37 the Board of Governors.  
38

39 In the case of Club indebtedness, a letter shall be written by the Secretary informing the  
40 suspended member of his suspension and that full payment of all indebtedness must be made  
41 immediately to reinstate the member's privileges. Where a suspension is the result of a Statement  
42 of Charges, the letter shall state the reason for the suspension and the length of such suspension.  
43 A copy of the applicable Sections of the By-Laws shall be included, along with a reminder that  
44 the member agreed to abide by the Club By-Laws, Rules and Regulations when he joined. [\(RTOC\)](#)  
45

### 46 Section 4. Expulsion

47

1 A member whose indebtedness to the Club (except renewal dues) is in arrears for over ninety  
2 (90) days from the date of first billing shall be automatically expelled by the Board of Governors,  
3 unless such member shall initiate special payment arrangements in advance with the Treasurer  
4 and those arrangements are approved by the Board of Governors. Further, a member may be  
5 expelled by the Board of Governors as the result of acting upon a Statement of Charges (See  
6 Section 2). An expelled member shall be denied all privileges and access to the Club  
7 property and will not be permitted to visit the Clubhouse or Grounds even if accompanied by a  
8 member in good standing.

9  
10 In the case of Club indebtedness (except renewal dues), a letter shall be written by the Secretary  
11 informing the member of his expulsion and that full payment of all indebtedness must be made  
12 immediately. Further, if payment is not forthcoming, legal action shall be initiated. Where an  
13 expulsion is the result of a Statement of Charges, the letter shall state the reason for such  
14 expulsion. A copy of the applicable Sections of the By-Laws shall be included, along with a  
15 reminder that the member agreed to abide by the Club By-Laws, Rules and Regulations when he  
16 joined. [\(RTOC\)](#)

#### 17 18 Section 5. Reinstatement

19  
20 Any member expelled for non-payment of indebtedness to the Club or expelled as the result of a  
21 Statement of Charges may be reinstated by a vote of nine (9) members of the entire Board of  
22 Governors upon such terms as the Board shall prescribe, but in no case shall they be reinstated  
23 without payment in full of all indebtedness to the Club. [\(RTOC\)](#)

### 24 25 ARTICLE IX 26 DUTIES OF COMMITTEES

#### 27 28 General

29  
30 There shall be two groups of Committees required by these By-Laws: 1) those Committees  
31 who's Chairpersons are Members of the Board of Governors, and 2) those Committees known as  
32 Standing Committees.

33  
34 The Commodore shall select the Chairpersons of the standing committees listed below, unless a  
35 specific assignment is made by these By-Laws, and submit their names to the Board of Governors  
36 for their approval by the January meeting. All Chairpersons of these standing committees shall  
37 select the members of their committee and submit their names to the Board of Governors for the  
38 Board's information, or their approval when required by these By-Laws. [\(RTOC\)](#)

#### 39 40 BOARD OF GOVERNORS COMMITTEES

#### 41 42 Section 1. Management Team

43  
44 The Management Team shall be made up of four elected members of the Board of Governors:  
45 the Chairpersons of the Administration Committee, the Buildings and Grounds Committee, the  
46 Restaurant Committee, and the Piers and Moorings Committee (Dockmaster). Each member  
47 shall serve for a two year term staggered so that two are elected each year. The specific purpose

1 of the Management Team and its Committee Chairpersons is to provide the continuous day-to-  
2 day operational management of the Club business. As such, the members should meet certain  
3 additional qualifications not necessarily required of Officers or other Committee Chairpersons.

4  
5 Qualifications for the positions of Management Team Committee Chairpersons are:

- 6  
7 • Must be able and willing to devote the necessary time and effort to ensure the management  
8 of Club operations and adequately fulfill the responsibilities of the positions.
- 9  
10 • Must have operational and/or business management experience commensurate with the  
11 particular Committee.
- 12  
13 • Each must have a sufficient knowledge of other Team Member's responsibilities to  
14 provide emergency short-term support when a Team Member is not available.

15  
16 The Management Team Committee Chairpersons shall have the responsibility for managing the day-  
17 to-day operations of the Club as follows:

- 18 a. Administration and Supervision of the Club Office
- 19  
20 b. Operation and Maintenance of the Club Buildings and Grounds
- 21  
22 c. Administration of the Bar and Restaurant Operation.
- 23  
24 d. Operation and Maintenance of the Club Piers, Moorings and Beach Areas [\(RTOC\)](#)

25  
26  
27 **Section 2. Administration Committee**

28  
29 The Chairperson of the Administration Committee shall be a member of the Board of Governors  
30 and shall be elected at the Annual Meeting to serve a two year term. He shall report to and be  
31 responsible to the Commodore, shall be a member of the Management Team and shall meet  
32 those qualifications. The cycle of selection and term shall be as stated under the Management  
33 Team. The Chairperson shall select other members of the Committee, if necessary, and submit  
34 them to the Board of Governors for their information.

35  
36 It shall be the responsibility of the Chairperson to manage the Club Office, and, acting as the  
37 Secretary's agent, shall organize all official Club files, correspondence, mail, licenses and permits,  
38 and leases and records of rental properties. He shall receive, review and distribute new member  
39 applications and notify applicants of the Board's action. He shall maintain the official Club  
40 Calendar and shall also have responsibility for the supervision of full or part-time clerical  
41 employees.

42  
43 Acting as the Treasurer's agent, the Chairperson shall prepare for payment all vendor's and  
44 contractor's bills after proper approval has been received. He shall prepare and mail member's  
45 monthly statements, receive and post member's account payments, and handle and deposit daily  
46 cash accounts.

1 The Chairperson shall submit to the Finance Committee through the Commodore a detailed  
2 annual budget forecast covering anticipated expenses as well as any planned additional funding  
3 requirements.

4  
5 The Chairperson shall make a monthly report of the Administration Operations to the Board of  
6 Governors at their regular meeting. [\(RTOC\)](#)

7  
8 Section 3. Buildings and Grounds Committee

9  
10 The Chairperson of the Buildings and Grounds Committee shall be a member of the Board of  
11 Governors and shall be elected at the Annual Meeting to serve a two year term. He shall report  
12 to and be responsible to the Vice Commodore, shall be a member of the Management Team and  
13 shall meet those qualifications. The cycle of selection and term shall be as stated under the  
14 Management Team. The Chairperson shall select other members of the Committee, if necessary,  
15 and submit them to the Board of Governors for their information.

16  
17 It shall be the responsibility of the Chairperson to inspect the condition of the Clubhouse and  
18 Grounds and develop and implement a plan to ensure that they are maintained in the best and  
19 safest condition, within the limits of prudent management, so they may serve the members as  
20 they are intended. The buildings, grounds and equipment must comply with all local, county,  
21 state and federal regulatory and licensing authorities. A list of recommended and experienced  
22 contractors shall be maintained, together with procedures for contacting in case of emergency.  
23 The Chairperson shall prepare a budget for inclusion in the Annual Budget covering regular  
24 expenses for the proper operation of the buildings, equipment and ground maintenance and a  
25 contingency fund based upon experience. Improvements and maintenance items involving capital  
26 expense beyond normal budget shall be presented to the Board of Governors for individual  
27 approval.

28  
29 The Chairperson shall be responsible for arranging for the lease of the Club's two cottages. In  
30 this capacity, he shall be responsible for administering the Cottage Rental and Waiting List  
31 Policy, and annually reviewing this Policy for updating as necessary, submitting recommended  
32 changes to the Board of Governors for approval. He shall maintain and administer a Cottage  
33 Rental Waiting List as required by the Policy.

34  
35 The Chairperson shall submit to the Finance Committee through the Vice Commodore a detailed  
36 annual budget forecast covering anticipated expenses as well as any planned additional funding  
37 requirements.

38  
39 The Chairperson shall make a monthly report of the Buildings and Grounds Operations to the  
40 Board of Governors at their regular meeting. [\(RTOC\)](#)

41  
42 Section 4. Restaurant Committee

43  
44 The Chairperson of the Restaurant Committee shall be a member of the Board of Governors and  
45 shall be elected at the Annual Meeting to serve a two year term. He shall report to and be  
46 responsible to the Commodore, shall be a member of the Management Team and shall meet  
47 those qualifications. The cycle of selection and term shall be as stated under the Management



1 Team. The Chairperson shall select at least two other members of the Committee and submit  
2 them to the Board of Governors for their information.

3  
4 He shall be the primary interface between the Board of Governors and the Restaurant staff and  
5 the two should meet at least monthly. The areas of responsibility are: (1) the menus and prices;  
6 (2) the quality of food and service; (3) the condition and appearance of the Commodore's Dining  
7 Room, the Bridge Lounge and Dance Floor, the Burgee Lounge, and the restroom/shower  
8 facilities; and (4) the condition and cleanliness of the kitchen and its equipment.

9  
10 The Chairperson shall supervise menu content, general pricing policy, hours of operation, etc.  
11 and review these regularly with the Board.

12  
13 Further, the Chairperson shall forward to the Restaurant Manager a written list, as provided by  
14 the Membership Chairperson, of the names and member numbers of all new members and all  
15 suspended or expelled members immediately upon action of the Board.

16  
17 The Chairperson shall submit to the Finance Committee through the Commodore a detailed  
18 annual budget forecast covering anticipated expenses as well as any planned additional funding  
19 requirements.

20  
21 The Chairperson shall make a monthly report of the Restaurant Operations to the Board of  
22 Governors at their regular meeting. [\(RTOC\)](#)

## 23 24 Section 5. Piers and Moorings Committee

25  
26 The Chairperson of the Piers and Moorings Committee shall be known as the "Dockmaster",  
27 shall be a member of the Board of Governors and shall be elected at the Annual Meeting at  
28 serve a two year term. He shall report to and be responsible to the Fleet Captain, shall be a  
29 member of the Management Team and shall meet those qualifications. In addition, it is required  
30 that a candidate for this position must moor his boat at the Club in order to be available to  
31 resolve slip and mooring holder questions and problems on a continuing basis. The cycle of  
32 selection and term shall be as stated under the Management Team. The Dockmaster shall select  
33 other members of the Committee, if necessary, and submit them to the Board of Governors for  
34 their information.

35  
36 It shall be the responsibility of the Dockmaster to plan and organize the operation and maintenance  
37 of the piers, moorings and beach areas. He shall determine the condition of the facilities and  
38 see that they are maintained in the proper condition to ensure an established number of  
39 slips and moorings for Club members' boats, and that the waterfront grounds and facilities are  
40 protected from water, ice and storm damage.

41  
42 The Dockmaster shall be responsible for arranging for the lease of the Club's slips and moorings.  
43 In this capacity, he shall be responsible for administering the Dock Area Rules, and the Slip and  
44 Mooring Policy, and annually reviewing these Rules and Policies for updating as necessary,  
45 submitting recommended changes to the Board of Governors for approval. He shall maintain  
46 and administer a Slip and Mooring Waiting List as required by the Policies.

1 The Dockmaster shall recommend to the Board rental rates for the slips and moorings which  
2 will, as a minimum, provide an adequate income to cover all waterfront operational expenses,  
3 loan payments, insurance, and adequate reserves to cover anticipated future expenses. The  
4 waterfront facilities must comply with State and Federal laws covering marina operations.

5  
6 The Dockmaster shall submit to the Finance Committee a detailed annual budget forecast  
7 covering anticipated expenses as well as any planned additional funding requirements.  
8

9 The Dockmaster shall make a monthly report of the Piers and Moorings Operations to the Board  
10 of Governors at their regular meeting. [\(RTOC\)](#)  
11

## 12 Section 6. Finance Committee

13  
14 The Chairperson of the Finance Committee shall be a member of the Board of Governors and  
15 shall be elected at the Annual Meeting and shall report to and be responsible to the Commodore.  
16 The Treasurer shall serve as a member of this Committee and the Chairperson shall select the  
17 other members of the Committee, if necessary, and submit them to the Board of Governors for  
18 information.  
19

20 It shall be the responsibility of the Chairperson to act as the financial advisor to the Board of  
21 Governors and to the Long Range Planning Committee, and should therefore have a financial  
22 management background.  
23

24 Each month, the Chair of the Finance Committee shall review the status of each member's  
25 compliance with the requirements of the Member Agreement. He shall bring any member's  
26 breach or default to the Board's attention for action as defined in the Agreement.  
27

28 The Chairperson of each Committee shall submit to the Finance Committee an annual budget  
29 forecast for their respective Committees. With the assistance of the Treasurer, the Finance  
30 Chairperson shall prepare and submit to the Board of Governors at the December meeting a  
31 detailed Annual Budget recommending the allocation of funds to the various Committees on the  
32 basis of their budget forecasts and the anticipated revenue of the Club. He shall provide monthly  
33 updates at the regular Board meetings.  
34

35 The Chairperson shall arrange for an Annual Audit of the Club's finances by an outside licensed  
36 accountant or by qualified Club members, but in no case shall a member of the Board of  
37 Governors be directly involved in making this Audit. The results of the Audit shall be presented  
38 to the Board of Governors for their review and approval. [\(RTOC\)](#)  
39

## 40 Section 7. Membership Committee

41  
42 The Chairperson of the Membership Committee shall be a member of the Board of Governors  
43 and shall be elected at the Annual Meeting. He shall report to and be responsible to  
44 the Commodore. The Chairperson shall select the other members of the Committee, if  
45 necessary, and submit them to the Board of Governors for their information.  
46

47 The Chairperson shall, with the cooperation of the Marketing Committee Chairperson, devise



1 and implement an annual program for the purpose of attracting new membership in the Club. He  
2 shall also devise and implement an annual program for the purpose of retaining current members,  
3 presenting these programs, together with any costs involved, to the Board of Governors for  
4 approval.

5  
6 All Applications for Membership shall be turned over to the Chairperson who will ensure that  
7 the Application is properly completed and that all necessary fees are attached. The Chairperson  
8 shall then submit all Applications together with his recommendation to the Board of Governors  
9 for action. No applicant will be refused membership on the basis of sex, race, religion or  
10 national origin.

11  
12 The Chairperson shall submit to the Finance Committee a detailed annual budget forecast covering  
13 anticipated expenses as well as any planned additional funding requirements. The Chairperson  
14 shall be part of the Marketing Team and shall make a monthly report of the Membership  
15 Status to the Board of Governors at their regular meeting. [\(RTOC\)](#)

#### 16 17 Section 8. Sail Program Committee

18  
19 The Chairperson of the Sail Program Committee shall be a member of the Board of Governors  
20 and shall be elected at the Annual Meeting. He shall report to and be responsible to the Rear  
21 Commodore.

22  
23 It shall be the responsibility of the Chairperson to:

- 24  
25 1. Appoint at least two other NERYC members to serve with him on the Sail Program  
26 Committee, and chair that committee in its governing of the NERYC racing program.  
27 Consult with the committee on major policy matters regarding the program.
- 28  
29 2. Make, subject to the general oversight of the Board of Governors, all major decisions  
30 regarding the racing program, and take appropriate measures to delineate and enforce rules  
31 to ensure, to the greatest degree possible, fair racing within the recognized rules,  
32 harmony and good sportsmanship among the competitors, and the greatest possible  
33 safety of the vessels and their crews.
- 34  
35 3. Determine the schedule for the sail racing season, and supply it to the Fleet Captain on  
36 a timely basis to be included in the NERYC Calendar for the ensuing year.
- 37  
38 4. Create, and submit for approval, a budget for the season's racing program, identifying  
39 revenue from entry fees and other sources, and expenses for equipment, trophies and  
40 other tokens of appreciation, and after-race social hours. The budget shall clearly  
41 identify the amount requested to be paid from NERYC general funds. An overall  
42 statement of the scope of the coming year's program shall accompany the budget.
- 43  
44 5. Take custody of the racing equipment of the Club, and make adequate arrangements for  
45 its safekeeping, general good condition, and replacement if necessary.
- 46  
47 6. Make a monthly report to the Board of Governors summarizing the status of the

1 racing program. In addition, he co-ordinates with the Publicity & or Marketing Chairman  
2 and other Club Officers to provide information on race results for publicizing the clubs  
3 racing activities.

4  
5 7. Plan and organize the Sail Awards dinner, and/or any other function arising directly out  
6 of the racing program.

7  
8 8. Determine, at his discretion, the delegation of any of these duties except #1 or #2 to the  
9 other members of the Sail Program Committee or other volunteering NERYC members as  
10 available. [\(RTOC\)](#)

## 11 STANDING COMMITTEES

### 12 Section 9. Activities Committee

13  
14  
15 The Chairperson of the Activities Committee shall be the Rear Commodore. He shall select the  
16 other members of the Committee, if necessary, and submit them to the Board of Governors for  
17 their information.

18  
19 It shall be the responsibility of the Chairperson to plan, organize, schedule and supervise the  
20 Social and Educational Activities of the Club. The Committee shall coordinate the preparation of  
21 the official Club Calendar with each of the Flag Officers and submit it to the Board of  
22 Governors at the January meeting.

23  
24 The Chairperson shall submit to the Finance Committee a detailed annual budget forecast covering  
25 anticipated expenses as well as any planned additional funding requirements.

26  
27 The Chairperson shall make a monthly report on the Committee's actions to the Board of  
28 Governors, describing the Committee's goals, problems, request for funding, etc. [\(RTOC\)](#)

### 29 Section 10. By-Laws Committee

30  
31  
32 The Chairperson of the By-Laws Committee shall be the Immediate Past Commodore. He shall  
33 select the other members of the Committee, if necessary, and submit them to the Board of  
34 Governors for their information.

35  
36 It shall be the responsibility of the Chairperson to ensure that the By-Laws reflect the operational  
37 needs of the Club and that they are followed by the Officers, the Board of Governors and the  
38 membership. The By-Laws should be reviewed annually. If changes are necessary, the proposed  
39 changes must first be submitted to the Board of Governors for approval and then to the  
40 membership for final approval in accordance with Article XIV (Amendments).

41  
42 The Chairperson shall submit to the Finance Committee a detailed annual budget forecast covering  
43 anticipated expenses as well as any planned additional funding requirements.

44  
45 The Chairperson shall make a monthly report on the Committee's actions to the Board of  
46 Governors, describing the Committee's goals, problems, request for funding, etc. [\(RTOC\)](#)

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Section 11. Entertainment Committee

The Chairperson of the Entertainment Committee shall be selected by the Rear Commodore and submitted to the Board of Governors for approval. He shall report to and be responsible to the Rear Commodore. The Chairperson shall select the other members of the Committee, if necessary, and submit them to the Board of Governors for their information.

It shall be the responsibility of the Chairperson to research, select, negotiate with and contract for the entertainment (bands, DJ's, etc.) for all Club functions where such entertainment is desired (Birthdays Nights, Opening Day, Past Commodore's/New Member's Night, Commodore's Ball, Sail Program Awards Banquet, etc.) He shall coordinate such selections with the Activities Committee Chairperson and with each event chairperson.

The Chairperson shall submit to the Finance Committee through the Rear Commodore a detailed annual budget forecast covering anticipated expenses as well as any planned additional funding requirements.

While the Chairperson shall make a monthly report on the Committee's actions to the Rear Commodore for inclusion in his report to the Board of Governors, the Chairperson may request of the Commodore that he be placed on the agenda of any Board meeting in order to personally describe the Committee's goals, problems, request for funding, etc. [\(RTOC\)](#)

Section 12. House Committee

The Chairperson of the House Committee shall be the Vice Commodore. He shall select at least two other members of the Committee and submit them to the Board of Governors for their information.

It shall be the responsibility of the Chairperson to review, update as necessary, and enforce the House Rules. Any proposed changes shall be submitted to the Board of Governors for approval. The House Rules, with date of adoption, shall be included in the Member's Manual and displayed prominently in the Clubhouse.

The House Committee shall be responsible for selecting the décor in the Clubhouse interior, including pictures, displays and furnishings. They shall coordinate their plans with the Restaurant Committee chair. The plan, including cost and financing recommendations, shall be submitted to the Board of Governors for their review and approval. Members wishing to donate pictures and furnishings must submit them to the House Committee for their review and approval.

The Chairperson shall submit to the Finance Committee a detailed annual budget forecast covering anticipated expenses as well as any planned additional funding requirements.

The Chairperson shall make a monthly report on the Committee's actions to the Board of Governors, describing the Committee's goals, problems, request for funding, etc. [\(RTOC\)](#)

Section 13. Insurance Committee

1  
2 The Chairperson of the Insurance Committee shall be selected by the Vice Commodore and  
3 submitted to the Board of Governors for approval. He shall report to and be responsible to the  
4 Vice Commodore. The Chairperson shall select the other members of the Committee, if  
5 necessary, and submit them to the Board of Governors for their information.  
6

7 It shall be the responsibility of the Chairperson to act as the Risk Manager for the Club and  
8 should therefore have a background in the insurance field. He shall review the existing insurance  
9 program annually to ensure that risks to the Club assets and members are minimized within the  
10 cost limitations of prudent management. Recommendations for changes to the program, should  
11 they be required, shall be made to the Board of Governors together with the rationale for such  
12 changes, six months prior to the renewal date for insurance policies.  
13

14 The Chairperson shall arrange for the bonding of the Treasurer, the Bridge Officers and any  
15 agent of the Club duly authorized to receive or disburse Club funds. The amount of such bond  
16 shall be determined by the Board of Governors, but shall not be less than \$50,000, with the  
17 expense being borne by the Club.  
18

19 While the Committee may seek bids from both outside insurance agents and agents who are Club  
20 members, no member of the Committee may submit bids or be in any way connected to a  
21 company seeking to do business with, or doing business with, the Club. The Chairperson shall  
22 submit to the Finance Committee through the Vice Commodore a detailed annual budget forecast  
23 covering anticipated expenses as well as any planned additional funding requirements.  
24

25 While the Chairperson shall make a monthly report on the status of the Committee's actions to  
26 the Vice Commodore for inclusion in his report to the Board of Governors, the Chairperson may  
27 request of the Commodore that he be placed on the agenda of any Board meeting in order to  
28 personally describe the Committee's goals, problems, request for funding, etc. [\(RTOC\)](#)  
29

#### 30 Section 14. Legal Committee

31  
32 The Chairperson of the Legal Committee shall be the Vice Commodore. It shall be his  
33 responsibility to provide legal review of documents, letters and any official Club responses to  
34 municipal, county, state or federal government correspondence where the Club's position must  
35 be stated. It shall also be the sole responsibility of the Chairperson, with the approval of the  
36 Board of Governors, to engage an attorney who is a Member of the Bar in the State of Maryland  
37 and licensed to practice in Cecil County when professional legal advice or representation is  
38 prudent or required.  
39

40 Further, if a situation dictates, the Chairperson shall select a person to serve as Resident Agent,  
41 submitting such name to the Board of Governors for approval. Such approval shall be in the form  
42 of a separate written document signed by the Commodore and the Secretary, per Article V,  
43 Section 6. The responsibility of the Resident Agent is to accept on behalf of the North East River  
44 Yacht Club the Service of Process of any legal documents submitted to the Club.  
45

46 The Chairperson shall submit to the Finance Committee a detailed annual budget forecast covering  
47 anticipated expenses as well as any planned additional funding requirements.

1  
2 The Chairperson shall make a monthly report on the Committee's actions to the Board of  
3 Governors, describing the Committee's goals, problems, request for funding, etc. [\(RTOC\)](#)

4  
5 Section 15. Long Range Planning Committee  
6

7 The Chairperson of the Long Range Planning Committee shall be the Immediate Past  
8 Commodore. The Committee shall also include the Commodore, the Vice Commodore, the Rear  
9 Commodore, the Fleet Captain, and the Chairpersons of the Finance, Administration, Building  
10 and Grounds, Restaurant, and Piers and Moorings (Dockmaster) Committees. In addition, the  
11 Committee shall include two Past Commodores and two members-at-large who are not Board  
12 members. These last four shall be selected by the Chairperson and submitted to the Board of  
13 Governors for their information.

14  
15 The Committee may call upon other members of the Club, or non-members, who have special  
16 expertise that may be useful to the Committee in developing their plans.

17  
18 The Committee is advisory and its purpose is to update the existing Club Long Range Plan to  
19 cover the next two to six years. The plan itself should provide guidance for the Board of  
20 Governors in developing their operational plans for the following year. The Committee should  
21 meet at least quarterly or as needed to update the long range plan document.

22  
23 The Plan should generally cover:

24  
25 Membership: The size, makeup and types of membership

26 Operation: The services to be provided to the membership

27 Facilities: The facilities required to provide the membership services

28 Management: The method of managing the Club

29 Financial: The method of providing operating funds for the services and facilities planned  
30

31 The Committee shall provide a copy of its update of the Long Range Plan to each Board member  
32 for review in August.

33  
34 The Committee shall then present its update to the Board of Governors at the September Board  
35 meeting for review and approval.

36  
37 The Chairperson shall submit to the Finance Committee a detailed annual budget forecast covering  
38 anticipated expenses as well as any planned additional funding requirements. [\(RTOC\)](#)  
39

40 Section 16. Nominating Committee  
41

42 The Chairperson of the Nominating Committee shall be the Immediate Past Commodore, or his  
43 replacement. In addition to the Chairperson, the Committee shall consist of four members who are  
44 elected by the General Membership at the Annual Meeting for a two year term, two to be elected  
45 each year. The two new Committee members for the coming year shall be nominated from the  
46 floor by the General Membership at the Annual Meeting. No existing member of the Committee  
47 shall be eligible for nomination by the membership.

1  
2 In the event of a vacancy on the Committee, the Chairperson shall select a replacement and  
3 submit that name to the Board of Governors for approval. Said replacement shall serve only  
4 until the next General Meeting, at which time a permanent replacement shall be elected.  
5

6 It shall be the responsibility of the Nominating Committee to nominate thirteen persons to serve  
7 the Club in the positions of:  
8

9 Commodore	Administration Committee Chair *
10 Vice Commodore	Buildings & Grounds Comm. Chair *
11 Rear Commodore	Restaurant Committee Chair *
12 Fleet Captain	Piers & Moorings Comm. (Dockmaster) *
13 Secretary	Finance Committee Chair
14 Treasurer	Membership Committee Chair
15 Sail Program Committee Chair	

16  
17 \* = Member of the Management Team – Staggered two year terms  
18

19 The Committee shall meet as often as necessary to allow sufficient time to post the names of the  
20 Nominees and to notify the General Membership of the nominated slate four weeks before the  
21 Annual Meeting.  
22

23 The Chairperson shall submit to the Finance Committee a detailed annual budget forecast  
24 covering anticipated expenses as well as any planned additional funding requirements. [\(RTOC\)](#)  
25

## 26 Section 17. Junior Sailing Committee 27

28 The Chairperson of the Junior Sailing Committee shall be selected by the Sail Program  
29 Chairperson and submitted to the Board of Governors for approval. He shall report to and be  
30 responsible to the Sail Program Chairperson. The Chairperson shall select the other members of  
31 the Committee, if necessary, and submit them to the Board of Governors for their information.  
32

33 It shall be the responsibility of the Chairperson to develop, coordinate and enhance a program of  
34 instruction in basic sailing, seamanship and boating safety with the purpose of introducing new  
35 boaters, both young and old, to the world of sailing. The goal of this program is to broaden the  
36 activities available to Club members and their families, and to attract prospective new members.  
37

38 The Committee shall plan for, procure and maintain a fleet of small sailboats for the specific use  
39 of providing instruction to those enrolled in the program.  
40

41 The Chairperson shall submit to the Finance Committee through the Sail Program Chairperson,  
42 a detailed annual budget forecast covering anticipated expenses as well as any planned  
43 Additional funding requirements.  
44

45 While the Chairperson shall make a monthly report on the Committee's actions to the Sail  
46 Program Chairperson for inclusion in his report to the Board of Governors, the Chairperson  
47 may request of the Commodore that he be placed on the agenda of any Board meeting in order to



1 personally describe the Committee's goals, problems, request for funding, etc. [\(RTOC\)](#)

2  
3 Section 18. Procedures Committee

4  
5 The Chairperson of the Procedures Committee shall be the Club Administrator. He shall select  
6 the other members of the Committee, if necessary, and submit them to the Board of Governors  
7 for their information.

8  
9 He shall be responsible for the preparation, revision and up-dating as needed of the Club  
10 Procedures Manual, submitting changes to the Board of Governors for approval. A copy of the  
11 Manual shall be provided to each Board Member upon assuming office.

12  
13 As a minimum, the Club Procedures Manual shall include:

14		
15	Current By-Laws	House Rules
16	Dock Area Rules	Cottage Rental and Waiting List Policy
17	Slip/Mooring Leasing Policy	Slip/Mooring Sub-Leasing Policy
18	Current Dues Levels and Policy	Current Slip and Mooring Fees
19	Authorized Spending Limits	Officer's Allowances
20	Officer's Guidelines	Check Request Procedure
21	Sail Fleet Racing Season Guide	Waterline Publication Policy
22	Death or Illness of Member or Family	Ship's Store Policy
23	Club History and Traditions	
24		

25 The Chairperson shall submit to the Finance Committee a detailed annual budget forecast  
26 covering anticipated expenses as well as any planned additional funding requirements.

27  
28 The Chairperson shall make a monthly report on the Committee's actions to the Board of  
29 Governors, describing the Committee's goals, problems, request for funding, etc. [\(RTOC\)](#)

30  
31 Section 19. Marketing Committee

32  
33 The Chairperson of the Marketing Committee shall be selected by the Commodore and submitted  
34 to the Board of Governors for approval. He shall report to and be responsible to the  
35 Commodore. The Chairperson shall select the other members of the Committee, if necessary,  
36 and submit them to the Board of Governors for their information.

37  
38 It shall be the responsibility of the Chairperson to supervise, edit and review all copy pertaining  
39 to Club matters which may be prepared for publication in newspapers, magazines, brochures and  
40 other publications for public dissemination.

41  
42 The Chairperson shall cooperate with and assist the Membership Committee Chairperson in  
43 devising and implementing an annual program for the purpose of attracting new members in the  
44 Club.

45  
46 He shall assist the Commodore when requested in the editing and publishing of the Club monthly  
47 newsletter, The Waterline.

1 The Chairperson shall submit to the Finance Committee through the Commodore a detailed  
2 annual budget forecast covering anticipated expenses as well as any planned additional funding  
3 requirements.

4  
5 While the Chairperson shall make a monthly report on the Committee's actions to the Commodore  
6 for inclusion in his report to the Board of Governors, the Chairperson may request of the  
7 Commodore that he be placed on the agenda of any Board meeting in order to personally  
8 describe the Committee's goals, problems, request for funding, etc. (RTOC)

9  
10 Section 20. Roster Committee

11  
12 The Chairperson of the Roster Committee shall be selected by the Rear Commodore and submitted  
13 to the Board of Governors for approval. He shall report to and be responsible to the Rear  
14 Commodore. The Chairperson shall select the other members of the Committee, if necessary, and  
15 submit them to the Board of Governors for their information.

16  
17 It shall be the responsibility of the Chairperson to maintain an accurate and current computer  
18 database of the entire membership to include all pertinent data on each member. The Chairperson  
19 should therefore have a working knowledge of computers and database programming. He shall  
20 support the Club Officers and other Committee Chairpersons by providing special reports, lists  
21 and data for studies or analysis to meet their particular needs.

22  
23 A list of those members having birthdays or anniversaries shall be prepared each month and  
24 distributed to the Waterline publisher, the Membership Chairperson, all Bridge Officers, and  
25 shall be posted on the Club Bulletin Board. A list of new members shall also be included.

26  
27 The Chairperson shall submit to the Finance Committee through the Rear Commodore a detailed  
28 annual budget forecast covering anticipated expenses as well as any planned additional funding  
29 requirements.

30  
31 While the Chairperson shall make a monthly report on the Committee's actions to the Rear  
32 Commodore for inclusion in his report to the Board of Governors, the Chairperson may request  
33 of the Commodore that he be placed on the agenda of any Board meeting in order to personally  
34 describe the Committee's goals, problems, request for funding, etc. (RTOC)

35  
36 ARTICLE X  
37 MEETINGS  
38

39 Section 1. The Annual Meeting of the Club shall be held on the first Sunday of October in each year at  
40 the Clubhouse, for the election of Officers, and the transaction of such other business as may  
41 properly come before said meeting. The Officers so elected shall be formally installed at the  
42 Commodore's Ball which shall take place at some time between November 1 and November 30.  
43 They shall take their respective offices at the first Board of Governors meeting following the  
44 Commodore's Ball when the outgoing Commodore calls for "New Business".

45  
46 Each Full and Life Member in good standing, representing a single Membership Number, shall  
47 be entitled to one vote in the election of the candidates for the offices submitted by the



1 Nominating Committee and those submitted from the floor, and in all matters pertaining to the  
2 real property of the Club, where the Board determines that the membership should be involved.

3  
4 The selections of the Nominating Committee for Officers and Board Members to be elected shall  
5 be emailed by the Commodore to the voting members in the announcement of the Annual  
6 Meeting. This list shall also be posted on the Bulletin Board in the Clubhouse four (4) weeks  
7 prior to the Annual Meeting. The emailed announcement shall include a short biography of  
8 each candidate. Additional candidates will be considered for election only by petition of at least  
9 ten (10) members in good standing filed with the Secretary at least ten (10) days prior to the  
10 Annual Meeting. No candidate shall be considered for election unless he shall have agreed to  
11 serve and is in good standing.

12  
13 Section 2. Special Meetings may be called by the Commodore at any time and shall be called at the  
14 written request of members in good standing representing thirty (30) or more Membership  
15 Numbers, providing the business of the meeting is stated in the notification. At all such meetings,  
16 a quorum being present, only the special business for which the meeting was called may be  
17 considered. Notice of such meetings shall be sent via email at least thirty (30) days in advance. If  
18 a member does not have an email address on file with the club, such notice will be sent via First  
19 Class Mail. Members are responsible for providing the club Secretary with a current email  
20 address. The club will not be responsible for emails that are undeliverable due to an out of date  
21 address.

22  
23 Section 3. A quorum of all regular and special Club meetings will consist of members in good standing  
24 representing not less than thirty (30) Membership Numbers. A member shall be considered in  
25 good standing if their dues are current and Club indebtedness does not exceed ninety (90) days  
26 from the date of first billing. Only Full Members and Life Members in good standing may vote at  
27 any Club meeting and all voting must be in person; no proxies are allowed.

28  
29 Section 4. At the Annual Meeting, a quorum being present, the Order of Business shall be as  
30 follows:

- 31
- 32 1. Pledge of Allegiance
- 33 2. Minutes of the previous meeting
- 34 3. Treasurer's Report
- 35 4. Officer's Reports
- 36 5. Committee Reports
- 37 6. Nominating Committee Report
- 38 7. Election
- 39 8. Unfinished Business
- 40 9. New Business
- 41 10. Adjournment
- 42

43 Robert's "Rules of Order" shall be the standard for procedure at all meetings and will be followed  
44 unless in conflict with these By-Laws, which shall prevail.

45  
46 Section 5. The Secretary is responsible for taking the minutes of all meetings of the Corporation. He  
47 shall also have an accurate list of all Full and Life Members in good standing. In the absence of

1 the Secretary, the Commodore, or presiding officer, will designate an Acting Secretary for the  
2 meeting. [\(RTOC\)](#)

3  
4  
5 ARTICLE XI  
6 COLORS AND PENNANTS  
7

8 Section 1. The Club Burgee shall be triangular in shape with a white circle on a navy blue field. Within  
9 the white circle will be the four cardinal points and four inter-cardinal points of the compass with  
10 the needle pointing appropriately to the point bearing the letters "N E", all in white on the navy  
11 field.

12  
13 Section 2. The Commodore's pennant shall be rectangular in shape with a Fouled Anchor encircled by  
14 thirteen five-pointed stars in white on a blue field.

15  
16 Section 3. The Vice Commodore's pennant shall be the same as the Commodore's, except on a red  
17 field.

18  
19 Section 4. The Rear Commodore's pennant shall be the same as the Commodore's, except the Anchor  
20 and Stars are red on a white field.

21  
22 Section 5. The Fleet Captain's pennant shall be rectangular in shape with a Fouled Anchor in navy blue  
23 on a white field.

24  
25 Section 6. The Past Commodore's pennant shall be rectangular in shape with a Fouled Anchor and three  
26 five-pointed stars arranged vertically, all in white on a blue field.

27  
28 Section 7. All members of the Club shall adhere to the prevailing Yacht Etiquette. [\(RTOC\)](#)  
29  
30

31 ARTICLE XII  
32 LIABILITY  
33

34 Section 1. NORTH EAST RIVER YACHT CLUB, INC., shall forever indemnify and hold harmless  
35 any and all members of its Board of Governors, duly elected and in good standing at the time of  
36 the event in question, from any and all claims, demands and lawsuits for occurrences on or about  
37 the Club, except for their own individual willful misconduct or bad faith and shall, at the request  
38 of a Board Member, provide counsel and other appropriate resources sufficient to properly,  
39 adequately and completely address and defend against such claims, demands and lawsuits,  
40 notwithstanding the maintenance of Director's and Officer's Liability or any other insurance.

41  
42 This indemnification also covers Members and Employees acting for the Club, or at the Board's  
43 request, under the same limits applicable to the Board Members. [\(RTOC\)](#)  
44  
45

46 ARTICLE XIII  
47 PAID EMPLOYEES

1  
2 Section 1. Under normal circumstances, no Club member or persons related by blood or marriage to a  
3 Club member shall be hired as a paid employee of the Club. At its discretion, however, and  
4 for clearly stated reasons, the Board of Governors may over-ride this restriction. [\(RTOC\)](#)

5  
6 ARTICLE XIV  
7 AMENDMENTS

8  
9 Section 1. Amendments to these By-Laws shall be submitted in writing first to the Board of Governors  
10 and upon its approval shall be submitted for approval to the general membership Such  
11 amendments shall become effective upon receiving an affirmative vote of two-thirds (2/3) of the  
12 members present and entitled to vote at any Club meeting.

13  
14 Section 2. All amendments shall contain language requiring that, if approved, the Bylaws be conformed  
15 to reflect the impact of the amendment in all applicable areas, and the Conformed Copy shall  
16 replace the existing Bylaws in its entirety. A historical record of approved amendments and  
17 conformed Bylaws shall be maintained in the archives by the Secretary. [\(RTOC\)](#)