

CARLYLE YACHT CLUB BY-LAWS

ARTICLE I

Name:

The name of this club shall be the Carlyle Yacht Club.

ARTICLE II

Purpose:

To promote sailing as a wholesome sport, and to provide the facilities and organization for cruising, education, competitive a social activity pursuant to and in compliance with the Articles of Incorporation.

ARTICLE III

Membership:

Active Member:

A boat owner with a seasonal assigned space rented at Carlyle Lake with paid up membership in the Club. Membership shall be on a family basis, and shall entitle all dependents of a member resident in his or her household to general privileges of the Club, except voting rights shall be limited to one vote per membership.

Emeritus Member:

A person who has held membership in the Club for a minimum of ten years, currently without a boat or personal assigned space at Carlyle Lake. Dues shall be the same as for active members. Membership shall be on a family basis, and rights shall be limited to one vote per membership.

Affiliate Membership:

A person without a seasonal assigned space rented at Carlyle Lake, will not have voting rights. Will receive all mailings, newsletters, and can take part in functions of the Club. Dues will be set by the Board of Directors.

Racing Associate:

Non-members of the Club who belong to a USSA affiliated organization and do not have a seasonal space at West Access Marina may be allowed to participate in the Club's racing program as Racing Associates by the Regatta Committee. Fees for Racing Associates shall be set by the Board or Directors. Racing Associates will not be accorded voting privileges or membership privileges for social functions.

Honorary Membership:

Honorary membership shall be by election of the Club by a majority vote: the individuals nominated for Honorary Membership shall be selected by the Board of Directors. Honorary members shall pay no dues or fees, cannot vote or hold office.

Suspension:

Any member accused, in writing, or breaking the rules of the Club or of conduct unbecoming or damaging to the good name of the Club shall be notified of such charges and details by the Secretary, and be given an opportunity to be heard in his own behalf before the Board of Directors. Upon such hearing, or upon failure to appear, the Board of Directors, may if it finds the charges proved, admonish or suspend said member, or (upon vote of at least four Directors) declare his membership forfeited. Such member has the right of appeal to the Club at a special meeting called for that purpose and the members may be majority vote of those present, reverse the action of the Board of Directors and set aside all penalties.

ARTICLE IV

Officers:

The officers of the Club shall be Active Members and shall be designated Commodore, Vice-Commodore, Sail Fleet Captain, Cruising Fleet Captain, Secretary, Treasurer, and Rear Commodore, hereinafter designated as Flag Officers, provided, however that the Flag Officers, except for Commodore and Vice Commodore, may also be held by an Affiliate Member, and for all purposes of these by-laws, such Affiliate Member holding a Flag Officer position other than Commodore or Vice Commodore shall be deemed to be an Active Member, including a vote, while holding office and shall pay Active Member dues. The Commodore and Vice-Commodore shall each own a boat.

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ARTICLE V

Duties:

It shall be the duty of the Commodore to direct the Yacht Club, to preside at all meetings of the Club, and to enforce its laws, regulations and decisions of the Board of Directors. Appoint the Standing Committees of at least three members and such other committees as required to serve during the term of his office.

It shall be the duty of the Vice-Commodore to assist the Commodore in the discharge of his duties, and in his absence to act in his stead. The Vice-Commodore is responsible for the orientation of new members.

It shall be the duty of the Secretary to keep a record of all Club meetings, and the Board of Directors meetings. Keep a roster of the officers and committees, a roll of the members, and of the yachts enrolled in the various fleets. Report to the Club at its annual general meeting, and to the Board of Directors as required.

The Treasurer shall collect all monies due the Club, and shall make such disbursements therefrom as are ordered or approved by the Board of Directors. The Treasurer shall keep accounts of all Club investments and make a report to the Club at its annual meeting.

It shall be the duty of each Sail Fleet Captain to have charge over and manage the racing program of the Club. The Sail Fleet Captain shall, at least annually, prepare the budgetary requirements of the racing fleet, and to represent the interests of the racing fleet at all meetings of the Board of Directors and Members.

It shall be the duty of the Cruising Fleet Captain to have charge over and manage the cruising programs of the Club. The Cruising Fleet Captain shall, at least annually, prepare the budgetary requirements of the cruising fleet. The Cruising Fleet Captain shall represent the interests of the cruising fleet at all meeting of the Board of Directors and Members.

ARTICLE VI

Property:

All property of the Club shall be vested in the Board of Directors as trustee for the members thereof and they shall have power to act for and bind the members of the Club, as their agent, in all transactions relating to such property.

Board of Directors:

The Board of Directors shall consist of ten members, including the Flag Officers. Five members, including at least one officer shall consist of a quorum. All meetings of this committee shall be called by the Commodore or in his absence by the officer next in rank. The ranking officer shall be chairman of the meeting. Order of rank: see ARTICLE IV.

The Board of Directors shall exercise the general control and direction of the policy and finances for the Club and the election of members thereto. It shall authorize all disbursements and contracts. The Board of Directors may require all other committees and officers to report to it when necessary for the discharge of its duties. The Board of Directors shall report to the Club at its annual general meeting, as provided in ARTICLE VIII of the By-Laws. The Board of directors shall not incur debts in excess of annual income and dues without approval of a majority of members, at a general or special meeting.

ARTICLE VII

STANDING COMMITTEES:

Regatta Committee:

Shall consist of at least three members, including the Sail Fleet Captain. The Commodore may appoint additional members to this committee as is deemed necessary. The Regatta Committee shall have authority to regulate and control all races and regattas held by the Club. It shall decide all questions referred to it by the judges and skippers of competing yachts, select and award all prizes offered by the Club.

Membership Committee:

Shall have charge of all applications, and shall inform the Board of Directors, through the Secretary, as to their opinion of each applicant's qualifications for membership.

Social Committee:

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Shall organize and manage Club activities and shall check with the Treasurer for availability of budgeted funds.

Publicity Committee:

Shall prepare and mail to all members every month, a newsletter, and contact the Media about Club activities.

Facility Committee:

Shall develop and provide all facilities pertinent to the Club operations, and be responsible for working with the Marina Operator, Corps of Engineers, Illinois Conservation Commission, Coast Guard, Carlyle Sailing Association, and other organizations concerning the facilities.

Long Range Planning Committee:

Shall have the responsibility of proposing permanent Club house and harbor facilities, and other matters appropriate for long range consideration.

Junior Sailing Committee:

Shall organize the junior sailors in the Club and arrange sailing events of general interest to them.

ARTICLE VIII

Meetings:

The Annual General Meeting will be held the third Saturday in November; provided however the Directors may set a different date of said meeting. The Secretary shall notify, in writing, all members at least two weeks prior to the Annual Meeting. Special meetings may be called by the Commodore at his pleasure, or written request of one-third of the membership. Such special meetings will be held at the time and place as set forth by the Commodore. Such special meetings shall have power to transact only that specific business for which the meeting was called. The Secretary shall notify in writing, at least ten days in advance the membership, and stipulate the business under consideration for any special meeting. All committee chairmen shall have the authority to arrange and call their own committee meetings, at the time and place most convenient to the committee. The Commodore may call for a meeting of any committee as the need arises.

ARTICLE IX

Nominating Committee:

The nominating committee shall be comprised of Past Commodores, with the Rear Commodore, or most recent Past Commodore as Chairman. The duties of the Nominating Committee shall be to nominate a slate of candidates, and to receive additional nominations from the voting members for the Flag Officer positions and the Board of Directors.

Notice:

The Secretary shall, at least 60 days prior to the annual Change of Watch Meeting, notify all voting members that any Voting Member may submit a nomination, in writing, or any Voting Member (self-nomination is permitted) for any such position, to the Secretary on the form(s) enclosed with the notice by the date specified in the notice.

Elections:

The Commodore, Vice-Commodore, Sail Fleet Captain, Secretary, Treasurer and members of the Board of Directors shall be elected at the annual meeting each year by a majority vote of the members present, to serve for a term of one year. The term of office shall commence immediately upon election. Voting shall be by secret ballot. Nominations will be accepted from the floor if seconded.

The rear commodore is not an elected office. The rear commodore shall be the immediate past commodore who shall serve a one-year term. If the commodore serves more than one term, the office of rear commodore will be vacant and the Board of Directors shall then be a nine-member board.

The Board of Directors shall have the authority to fill a vacancy in their own number, for the unexpired term of said vacancy.

ARTICLE X

Dues:

The Board of Directors shall set dues. The Board of Directors shall set the deadline for payment of dues. The fiscal year is January 1 through December 31.

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ARTICLE XI

Amendments:

Amendments shall be by a two-thirds majority of those members present at any meeting specifically called for said amendment. The membership shall be notified in accordance with ARTICLE IX. Each year the Board of Directors shall review these By-Laws and recommend appropriate changes if they believe same are desirable.

ARTICLE XII

Members:

Members shall be close-hauled on the starboard tack at all times, except when three sheets to the wind.

ARTICLE XIII

Discrimination:

No person shall be denied membership in this Club, nor shall the Club in any manner discriminate against any member, by reason of his race, religion, color, or creed.

ARTICLE XIV

Proxies:

Proxies in writing may be submitted by a member to be voted at a regular or special Club meeting.

ARTICLE XV

Rescission:

Any decision reached at a regular meeting of a committee of the Carlyle Yacht Club is subject to revision or rescission by the Board of Directors.