

**South Milwaukee
Yacht Club**

BYLAWS

2006

ARTICLE I BOARD OF DIRECTORS.....	5
AUTHORITY	5
COMPOSITION	5
TERMS OF OFFICE.....	5
VACANCY	5
LIMITATIONS.....	6
ARTICLE II OFFICERS.....	6
COMMODORE	6
VICE COMMODORE.....	6
REAR COMMODORE	7
CORRESPONDING SECRETARY.....	7
FINANCIAL SECRETARY.....	7
TREASURER	8
BONDING.....	8
ARTICLE III	8
OPERATING COMMITTEE	8
AUTHORITY.....	8
COMPOSITION	8
APPOINTMENT.....	9
VACANCY	9
FINANCE COMMITTEE	9
HOUSE AND BAR COMMITTEE	9
HARBOR AND DOCK COMMITTEE.....	10

GROUNDS COMMITTEE.....	10
ENTERTAINMENT COMMITTEE	10
JUNIOR ADVISORY COMMITTEE.....	11
RACE AND CRUISE COMMITTEE.....	11
MEMBERSHIP COMMITTEE.....	11
PLANNING COMMITTEE	12
BUDGET	12
ARTICLE IV MEMBERSHIP CLASSES.....	12
LIMITATION OF MEMBERSHIP.....	12
PROVISIONAL MEMBER.....	12
REGULAR MEMBER.....	12
LIFE MEMBER.....	13
JUNIOR MEMBER.....	13
HONORARY MEMBER.....	14
SPECIAL MEMBERSHIP	14
ASSOCIATE MEMBERSHIP	14
ADMISSION	15
APPLICATION FOR AND ELECTION TO MEMBERSHIP.....	15
NOTICE OF ACCEPTANCE	15
RESIGNATION AND REINSTATEMENT	16
SUSPENSION AND EXPULSION.....	16
PROPERTY RIGHTS	16
ARTICLE V INITIATION FEES, DUES AND ASSESSMENTS.....	17
INITIATION FEES	17

DUES	17
ASSESSMENTS	17
AUTHORITY	18
TERMS OF PAYMENT	18
STATEMENTS	18
DELINQUENCY	18
ARTICLE VI MEETINGS.....	18
ANNUAL MEETINGS.....	18
REGULAR MEETINGS OF MEMBERS.....	19
SPECIAL MEETINGS OF MEMBERS	19
QUORUMS AT MEETINGS OF MEMBERS	19
REGULAR MEETINGS OF THE BOARD OF DIRECTORS.....	19
SPECIAL MEETINGS OF THE BOARD OF DIRECTORS	19
QUORUM AT MEETINGS OF THE BOARD OF DIRECTORS	19
ADJOURNMENTS	19
VOTING.....	19
ARTICLE VII ELECTIONS	20
NOMINATING COMMITTEES	20
ALTERNATE NOMINATIONS	20
BALLOTING	20
ASSUMPTION OF DUTIES	21
ARTICLE VII COMMODORE'S STAFF	21
AUTHORITY	21

PAST COMMODORES	21
FLEET CAPTAIN	21
DELEGATES TO THE LAKE MICHIGAN YACHTING ASSOCIATION	21
ARTICLE IX OFFICIAL FLAGS	21
ARTICLE X FISCAL YEAR.....	22
ARTICLE XI AMENDMENT TO BYLAWS.....	22
AUTHORITY	22
PROCEDURE.....	22
PUBLICATION.....	22
ARTICLE XII ORDER OF BUSINESS	23
ARTICLE XIII RULES	23
ARTICLE XIV LAUNCH AND HAULOUT	24

SOUTH MILWAUKEE YACHT CLUB

REVISED BYLAWS

ARTICLE I

BOARD OF DIRECTORS

AUTHORITY

Section 1. The Board of Directors shall have the authority and duty to control and manage all of the affairs and property of the Club, make all contracts and purchases, provide for any expenditures and otherwise administer the affairs of the Club in such a manner as may be necessary to carry out its objectives and purposes, as set forth in its Articles of Incorporation and within the limitations imposed by these Bylaws.

The Board of Directors shall be the governing body of the Club, and shall have general supervision of all Committees and shall cooperate with them and coordinate their work. It shall have power to remove any Officer or Director from office by a 2/3 vote of the entire Board of Directors at a meeting called for that purpose for any cause considered adequate by the Board of Directors in its absolute discretion, providing however that no Officer or Director shall be removed from office until afforded an opportunity to appear before the Board of Directors in person to present evidence and argue in their behalf.

COMPOSITION

Section 2. The Board of Directors shall consist of 12 members, 6 of who shall be the Officers of the Club holding the following title: Commodore, Vice Commodore, Rear Commodore, Financial Secretary, Corresponding Secretary and Treasurer.

TERMS OF OFFICE

Section 3. The Officers of the Board of Directors shall be elected for a one-year period or until a successor is elected except as otherwise provided in the case of vacancy. The other Members of the Board of Directors shall be elected for a three-year period said terms to be staggered so that 2 Members shall be elected each year. Said terms of office shall commence January 1.

VACANCY

Section 4. A vacancy on the Board of Directors shall be filled by the election of a voting Member by a majority vote of the Board of Directors at its next regular meeting. Said Board Member shall serve on the Board until the next annual meeting. At the annual meeting for the said year, the remaining portion of the resigned Board Members term shall be filled by an election of the Membership.

LIMITATIONS

Section 5. The Board of Directors shall have the authority to incur indebtedness or to grant permission to Officers and Committees to incur indebtedness for any item not in excess of \$1,000.00. It must first obtain the consent of the Membership at a regular or special meeting thereof before incurring any indebtedness in excess of \$1,000.00 for any one item.

ARTICLE II

OFFICERS

Section 1. The elected Officers of the Club shall be voting Members, none of whom may hold more than one office simultaneously except for the Office of Corresponding Secretary and Financial Secretary.

COMMODORE

Section 2. The Commodore shall be the executive head of the Club and shall preside at all Membership meetings and meetings of the Board of Directors and shall have a vote only in the event of a tie vote, at any such meeting. The Commodore shall appoint the Committees and Commodore's staff prescribed in the Bylaws or such special committees as may be found necessary from time to time to properly and efficiently administer the affairs of the Club, with full power to remove any Member of any regular or special committee or Commodore's staff so appointed. The Commodore shall have the power to forthwith suspend from office any elected Officer or Member of the Board of Directors, subject to review of their action by the Board of Directors at its next regular meeting. With the Corresponding Secretary, he/she shall sign all written contracts and obligations of the Club, which have been approved by the Board of Directors. The Commodore shall be the duly designated agent of the Club, or his/her designated agent, for purposes of obtaining Federal, State and City Liquor Licenses and any other licenses that may be required. The Commodore shall perform all such other and further duties as may be prescribed by the Board of Directors and as may be usual and incident to the Office of Commodore.

VICE COMMODORE

Section 3. The Vice Commodore shall assist the Commodore in every manner possible and perform the duties of the Commodore in his/her absence or disability. In case of a vacancy in the Office of Commodore, the Vice Commodore shall assume the title, occupy the position until the next annual election and discharge the duties of the same, thereby vacating the Office of Vice Commodore and perform all such other and further duties as may be prescribed by the Board of Director and as may be usual and incident to the Office of Vice Commodore.

REAR COMMODORE

Section 4. The Rear Commodore shall assist the Commodore and Vice Commodore and shall perform the duties of the Vice Commodore in their absence or disability. In case of a vacancy in the Office of Vice Commodore, assume the title and occupy the position until the next annual election and discharge the duties of the same, thereby vacating the Office of Rear Commodore and perform all such other further duties as may be prescribed by the Board of Directors and as may be usual and incident to the office of Rear Commodore.

CORRESPONDING SECRETARY

Section 5. The Corresponding Secretary shall attend and keep a record of all Board of Directors, General Membership and Special Meetings. He/she shall keep an up-to-date seniority list of all Members, their mailing addresses and telephone numbers. He/she shall be responsible for the safekeeping of all Club records, documents, the Club Seal, reports and communications. He/she shall be responsible for the writing and delivery of all Club letters, meeting notices, delinquency notices, notices of suspension or expulsion, and LMYA yearbook information. He/she shall execute all contracts entered into by the Club along with the Commodore. He/she shall notify each applicant for membership in the Club of his acceptance or rejection and shall furnish all new Members with a copy of the Bylaws, handbook, and yearbook. He/she shall gather all material for the publication of the monthly publication HIGH TIDE Newsletter and shall make a timely delivery of it to the printer. He/she shall be responsible for the keeping of an up-to-date Membership list. He/she shall gather all material for the SMYC yearbook and shall be responsible for the printing and mailing to all Members on or before April 1. He/she shall submit to the Finance Committee a budget of expected expenses for the year. He/she shall bill the Treasurer on a monthly basis for all expenditures. He/she shall be responsible for maintaining the roll call records at all Club meetings. He/she shall keep a record of all Members who have resigned or have been expelled. He/she shall post on the Club board a list of the names of all delinquent Members pursuant to the provisions of the Bylaws and post an up-to-date seniority list on a quarterly basis. He/she shall post the applications of all new Members and transfers of Membership pursuant to the Bylaws.

FINANCIAL SECRETARY

Section 6. The Financial Secretary shall collect all Initiation Fees, Membership Dues and all other monies due the Club and shall deposit same in the corporate bank account on a weekly basis and shall turn over all deposit receipts to the Treasurer. He/she shall keep proper books of account for a complete record of receipts of Members Dues and other accounts. He/she shall issue membership cards. He/she shall maintain records showing various sources of income, property and assets of the Club, be responsible for all monies accepted by and perform all such other and further duties as may be prescribed by the Board of Directors and as may be usual and incident to the office of the Financial Secretary. In the event he/she is unable to attend any Membership Meeting or the Board of Directors Meeting, he/she shall cause the necessary books, reports and documents to be conveyed to the place of said meeting.

TREASURER

Section 7. The Treasurer shall receive all receipts of monies deposited in the corporate account by the Financial Secretary. He/she shall pay from its accounts all bills contracted for by the Club after verification that said bills are legitimate. He/she shall make a complete financial report at each regular membership meeting of the Club and of the Board of Directors, and at any time when called upon to do so by the Commodore, Board of Directors or Finance Committee. He/she shall present a complete statement of the financial condition of the Club and of the receipts and expenditures of the preceding year at the annual membership meeting, and submit the books and accounts to the Board of Directors for audit in January of each year and at such time as required by the Commodore, Board of Directors, or Finance Committee. He/she shall keep proper Club books of account, keep a complete record of receipts and disbursements in such manner as prescribed by the Board of Directors and perform all such manner as prescribed by the Board of Directors and perform all such other further duties as may be prescribed by the Board of Directors and as may be usual and incident to the Office of Treasurer. In the event he/she is unable to attend any membership meeting or meeting of the Board of Directors, he/she shall cause the necessary books, reports and documents to be conveyed to the place of said meeting.

BONDING

Section 8. The Financial Secretary, Corresponding Secretary, Treasurer and House Committee chairman shall obtain appropriate bonding as directed by the Board of Directors.

ARTICLE III

OPERATING COMMITTEES

AUTHORITY

Section 1. The operating committees shall be the working force of the Club and have such powers and duties as may be delegated to them by the Bylaws or from time to time by the Board of Directors. All work by outside contractors and Club work parties shall be planned supervised and accomplished by the present operating committees. All action taken by any committee shall be subject to approval by the Board of Directors.

COMPOSITION

Section 2. The operative affairs of the Club shall be administered by the permanent operating committees designated as: Finance Committee, House Committee, Harbor Committee, Grounds Committee, Entertainment Committee, Junior Advisory, Race and Cruise Committee, Planning Committee and Membership Committee. There shall be such other and additional special committees as the Commodore or Board of Directors consider

necessary.

APPOINTMENT

Section 3. The Commodore shall appoint all committee chairmen and the chairmen shall select the members of their respective committees. Each permanent committee shall consist of not less than three members and as many as may be determined by the Committee Chairmen to be necessary to meet his objectives.

VACANCY

Section 4. Vacancies in Chairmanship of committees shall be filled by the Commodore, all of who shall be subject to the approval of the Board of Directors.

FINANCE COMMITTEE

Section 5. The Finance Committee shall make recommendations to the Board of Directors relative to the financial matters of the Club. It shall originate and prepare plans for financing and current activities of the Club and also in connection with its fixed and capital assets and obligations. It shall supervise the Club's accounting and see that capital receipts are segregated, reserved and used for capital purposes. As soon as practicable after its appointment, the Finance Committee shall prepare an estimate of expenditures for the current year appropriating to each department and activity of the Club the amount of money which said committee deems proper to be used or expended by that department or activity by months or periods for this year. Such estimate shall be submitted to the Board of Directors and when approved by the Board of Directors (with or without modification) shall become the budget of the Club.

The Budget after being adopted may be reviewed by the Board of Directors on the recommendation of the Finance Committee or on its own motion but only in case the Board of Directors is of the opinion that an emergency exists which justifies such revision. The Finance Committee shall submit to the Board of Directors as often as it deems desirable or as often as the Board of Directors shall direct reports of the status of expenditures as compared to the budget.

HOUSE AND BAR COMMITTEES

Section 6. The House and Bar Committees shall work together to make general supervision and control of the Clubhouse, shall make and publish rules and regulations for the conduct of members and guests in connection with the use of said Clubhouse and shall have the power to suspend members as provided in these Bylaws. They shall maintain the interior of the Clubhouse and all its equipment in a state of good repair. They shall recruit, select, employ, supervise and discharge such employees, as it may deem necessary. They shall determine compensation of such employees, subject to the approval of the Board of Directors. They shall prescribe and regulate the hours of operation, price of goods, drink, services and charges of all kinds in the Clubhouse,

subject to the approval of the Board of Directors. They shall be responsible for all postings that appear on the Clubhouse bulletin boards. They shall maintain adequate bar stock and submit a quarterly inventory report to the Finance Committee. They shall balance all books, and turn over all monies to the Financial Secretary for deposit on at least a weekly basis. They shall provide authorized invoices to the Treasurer for payment. They shall recommend in writing to the Board of Directors its plans for any capital investment at least thirty days in advance of such need. They shall not incur indebtedness in discharge of its duties other than in the ordinary course of business without first obtaining the approval of the Board of Directors. Through their chairperson(s), they shall render an annual report and make reports during the year, when called upon by the Board of Directors.

HARBOR AND DOCKS COMMITTEE

Section 7. The Harbor and Docks Committee shall be responsible for all matters relative to the Club Harbor. It shall determine the work necessary to maintain the harbor by its own observation or by notification from the Board of Directors or Club members. It shall determine the priority of the work to be done and correlate its plans with the Planning Committee. It shall obtain bids for the work required and shall submit same to the Financial Committee and Board of Directors along with a preliminary report. It shall make or obtain drawings and specifications of the work to be done and shall submit them to the Local County, State and Federal authorities including the DNR and Corps of Engineers to initiate applications for permits and authorizations. It shall submit the result of its application to the Board of Directors and membership.

GROUNDS COMMITTEE

Section 8. The Grounds Committee shall have general supervision and control of the exterior of the Clubhouse, the Club grounds and equipment and shall make and publish rules and regulations for the conduct of Members and Guests in connection with the use of the Club grounds and equipment and have the power to suspend members as provided in these Bylaws. It shall maintain the Club grounds and all equipment in a state of good repair. It shall supervise and regulate landscaping, roadways, automobile parking, all equipment usage, gasoline service, trailer, shed and skid storage, dinghy storage, dry sailing and trailer parking with the approval of the Board of Directors. It shall regulate winter storage of boats in conjunction with the Fleet Captain. It shall recruit, select, supervise and discharge such employees as it deems necessary and shall determine compensation for same, subject to the approval of the Board of Directors. It shall prescribe hours of operation of gas dock and equipment as well as set the price of gasoline and various fees for equipment subject to the approval of the Board of Directors. It shall not incur indebtedness in the discharge of its duties other than in the ordinary course of business without first obtaining approval of the Board of Directors.

ENTERTAINMENT COMMITTEE

Section 9. The Entertainment Committee, in cooperation with the House Committee shall arrange for and manage all social functions as in its judgement will be conducive to the

