



**CONSTITUTION
AND
BY-LAWS**

of the
WOLF LAKE YACHT CLUB

Including all changes enacted through

January 30, 2009

CONSTITUTION OF THE WOLF LAKE YACHT CLUB

ARTICLE I

Name

The name of this organization shall be "THE WOLF LAKE YACHT CLUB", hereinafter referred to as the "Club".

ARTICLE II

Burgee

The burgee of the Club shall be a rectangular background of royal blue with the intersecting letters "Y" & "C" imposed in orange. The letter "W" shall be to the left of the above and the letter "L" shall be to the right, both letters shall be orange.

ARTICLE III

Officers and Directors

A. Election: The Officers and Directors of the Club shall be elected each year at a General Membership meeting the last Sunday of September; shall take office the following January 1st and shall hold office until the installation of their elected successors. If the Commodore's office becomes vacant, the Vice-Commodore shall assume the duties of the Commodore for the balance of the term. All other vacancies shall be filled by appointment of the Commodore with approval of the Board at the next scheduled Board meeting. Any Board member missing four consecutive regularly scheduled meetings without reasonable excuse, his/her office will be considered vacant, and he/she shall be so notified in writing.

B. The Board shall consist of ten eligible members. Titles and Duties.

Commodore: Elected by the general membership; shall preside at all meetings of the Club; appoint such committees and special officers as are provided for in the Constitution and By-Laws of the Club and shall be an ex-officio member of all committees.

Vice-Commodore: Elected by the general membership; shall assist the Commodore in the performance of his/her duties and in the absence of the latter shall assume his/her duties. He/she shall also serve as Chairman of the Membership Committee and shall appoint a minimum of two members to the committee to assist with the interviewing and researching of prospective members.

Secretary: Elected by the general membership; shall keep a true and current record of all meetings and, in cooperation with the treasurer, shall keep a current roster of the membership which is to be included in the mailing of the May newsletter.

Treasurer: Elected by the general membership; shall collect all monies due the Club; shall pay all bills authorized and contracted by the Club with the approval of the Board; shall keep an account of all receipts, disbursements and balances, making a summary report at the regular meetings; shall also maintain an accounting of all real and personal property owned or leased including a year-end inventory of all liquid goods and pricing of same by the Club; shall provide a financial statement to the members for the past calendar year to be complete and available at the General Membership meeting in February.

Immediate Past Commodore: An honorary position to help guide and assist the Commodore and Board.

Building, Grounds and Harbor Chairman: Appointed by the Commodore and shall be responsible for appointing two other committee members; shall be responsible for the normal maintenance of and the normal operating expenses of the club facilities. This should include but not be limited to the inventorying and purchasing of paper and cleaning supplies, contracting of trash removal, cleaning services, lawn care and snow removal. He/she shall oversee dockage rental assignments, mooring procedures and maintain the waiting list for dockage rental for members only.

Social Committee Chairman: Appointed by the Commodore who will appoint two committee members to assist in establishing a schedule of social activities.

Fleet Captain: Shall be elected by a simple majority of the members of the sailing fleet. When more than one fleet exists the fleets must choose only one Fleet Captain to sit on the Board.

Member-at Large: Two members will be elected by the general membership to act as liaisons between the Board and membership.

This body shall have all the powers and authority customarily allocated to corporate directors except as specifically limited in this Constitution and By-Laws.

ARTICLE IV Meetings

A. Regular Meetings:

1. A general membership meeting for election of officers shall be held the last Sunday in September.

This shall constitute the September Board of Director's meeting.

2. Each year a General Membership meeting shall be at the Clubhouse the first Sunday in February. This shall constitute the February Board of Director's meeting.

B. Board of Directors Meetings: The Board shall meet at the Clubhouse a minimum of once a month. A Special Board meeting may be called by the Commodore.

The date and time of these meetings shall be set by the Commodore and notice thereof shall be posted in the Clubhouse.

Said meetings shall be open to the General Membership.

C. Special Meetings: May be called for the General Membership by the Commodore; must be called within ten days if requested in writing by at least one-third of the members in good standing and presented to any officer of the Club.

D. Notice of Meetings: It shall be the duty of the secretary to mail notice of the regular and all special meetings of the General Membership at least five days prior to said meetings. Such notices shall be required to validate the action taken at the effected meeting.

ARTICLE V Membership

A. Classes: The Club Membership shall be made up of Senior, Junior, Life, Honorary, Senior II and Senior II Life Members.

B. Qualifications for Membership:

3. Senior Member: Any person 21-years of age or more regardless of race, gender, and ethnicity are eligible to apply for a membership with a sponsoring member. The sponsoring member must submit the completed application with a \$50 deposit to the membership committee. (Revised 2/4/07)

A. After the application has been reviewed by the Membership Committee an interview will be scheduled with the applicant(s) and sponsoring member(s).

B. At the next regularly scheduled Board meeting following the applicant's interview, the Membership Committee will report the results of the applicant interview, and recommend the applicant for senior membership, or reject the applicant and recommend the \$50.00 deposit be refunded. Two-thirds vote of the Board is needed to approve a recommended applicant for membership into the Club. Upon Board approval, the balance of the initiation fee and pro-rated dues must be paid in full before the membership is official.

C. It will be the responsibility of the sponsoring member to encourage the new member(s) to participate in club functions such as parties, work bees, etc.

2. Junior Member: Any person less than twenty-one years of age may become a Junior member by submitting an application and by being recommended by the Membership Committee and approved by a two-thirds vote of the Board.

3. Life Member: Any person who has performed meritorious service for the Club may become a life member by being proposed by a member in good standing and being unanimously approved by the Board of Directors and the Membership Committee.

4. Honorary Member: At the discretion of the Board an Honorary membership may be granted to a person who has been, or will be, of some special benefit to the Club. Such membership shall not exceed tenure of the appointing Board.

5. Senior II Member: Any Senior Member, age 60 years or older and in good standing for 10 years or more, may become a Senior II member by submitting an application and by being recommended by the Membership Committee and approved by two-thirds vote of the Board.

6. Senior II Life Member: Any Senior II member, age 70 years or older and in good standing for 10 consecutive years or more, may become a Senior II Life Member by submitting an application and by being recommended by the Membership Committee, and approved by a two-thirds vote of the **Board**. **Effective February 6, 2000 no new Senior II Life member(s) shall be approved by the Board. Senior II Life category of membership is to be discontinued. Senior II Life members shall be limited to those currently in good standing, and may continue with the rights and privileges described by the constitution and By-Laws of the Club.**

Application for Senior II Membership:

1. Applicant must have a minimum of 10 years as a Senior Member in good standing.
2. His or her age must be 60 years or more.
3. No Senior Member can become a Senior II Member if the Vacancy cannot be filled by a waiting-list person.
4. Annual dues shall be one-half those of the Senior Members.

5. If an applicant qualifies in mid-year of a current Senior membership, then he or she will be refunded not to exceed one-half dues, if by June 01 the applicant becomes a Senior II Member. Otherwise, no refund is necessary.

6. All rights will be given to Senior II Members as follows: voting, elective office, initiate parliamentary procedure, proxy rights and absentee voting rights.

7. The total number of Senior II Members will in no way affect or be counted as "Active Membership". This group will be listed in addition to those listed as Senior Members.

8. Other than the above statements, Senior II Members will be guaranteed all other privileges and rights under the Constitution and By-Laws of the Wolf Lake Yacht Club.

C. Termination of Membership--Membership shall terminate:

1. Upon failure of the member to pay dues, fees, charges or assessments by the due date.

2. Junior membership shall terminate when the member reaches his or her twenty-first birthday. He/she may thereupon apply for Senior membership. His/her application shall go to the bottom of the waiting list. If this application is presented to the Board within sixty days following his/her twenty-first birthday, all initiation fees and dues he may have paid during his/her Junior status shall be credited towards his/her Senior membership initiation fee and he/she shall retain his/her Junior membership status until such time that he/she is accepted as a Senior member.

3. Any member shall be liable to expulsion from the Club for good and just cause by a minimum of seven affirmative votes of the Board. Member in question shall be notified in writing of time and place of the Board meeting effected.

4. A membership may be terminated for stealing from the club or a club member.

D. Limitations of Membership: The number of Senior members to be carried on the roll shall be determined by recommendation of the Board to the membership. Recommendation may be adopted with approval of three-fourths of the voting members attending a Special or Regular General Membership meeting. Senior active membership is to be limited to 60 members.

ARTICLE VI
Rights and Privileges of Members

A. All senior members must volunteer a minimum of 5 hours per year or donate \$10 per hour in lieu of working the hours. The hours can include meetings at one hour per meeting including general membership meetings. I agree if my 5 hours are not obtained by December 1st, 2009 I will pay the balance \$10/hr. I also realize if the balance is not paid I will not be a member in good standing and my membership will not be renewed or subject to board approval

B. All members in good standing shall have the right to attend any and all meetings of the Club.

C All members in good standing and their children under twenty-one years of age shall have the right to use the facilities of the Club. Furthermore, by accepting membership in the Club, each member accepts and subscribes to the Bylaws of the Club, and agrees to observe and obey any regulations, rules or procedures herein or established under the authority granted herein.

1. Swimming is an activity that has inherent risk of injury or death. Members, spouses, and minor children of the Wolf Lake Yacht Club are participating in this activity at the Club house facilities entirely at their own risk. At no time will unsupervised swimming of children be allowed.

D. The right to vote, to hold elective office and to initiate parliamentary action shall be restricted to Senior and Senior II members in good standing and to Senior II Life members and Life Members. In addition, the LEGAL SPOUSE of any such member shall also enjoy these same rights and privileges. In the event of a life changing event such as divorce or death of a spouse the surviving spouse has six months to declare their intentions in writing to the board if they want to continue their membership, become inactive or drop their membership.

Nothing in the foregoing paragraph should be construed as being inconsistent with any provision either in the CONSTITUTION or BY-LAWS of the Club. All conditions elsewhere stated shall remain the same.

E. Any member having voting rights may exercise such rights by written proxy, authorizing any Senior member, Senior II member, Senior II Life Member, or Life member to act in his behalf in the matter of any vote. However, each member present at a General Meeting shall represent no more than three (3) proxy votes. In the event

of a predetermined ballot, a member may submit to the Secretary an absentee ballot. This shall be recorded accordingly. It is up to the absent member to be sure that the member he/she has chosen on his/her behalf had no more than three proxy votes.

F. A candidacy for an office on the Board of Officers of the Club may be obtained in advance of the Election Meeting if:

1. Signed endorsement of his/her candidacy is obtained from a minimum of 10% of the Senior membership.
2. Endorsements may be sought by the expectant candidate of his/her supporters.
3. Proposed candidate to accept candidacy in writing.
4. This proposition must be presented at a Board meeting not less than two weeks preceding the Election meeting. The candidate so proposed shall then become known, in writing, to the entire membership not less than five days preceding the Election meeting. Absentee ballots, pre-marked, shall be honored and duly recorded at this Election meeting.
5. Further nominations proposed on the floor during the Election meeting shall also be recognized.

G. All members in good standing shall have the right to purchase keys and/or card-locks at a price set by the Board. If the keys and/or card-locks are changed, a fee may be levied by the Board.

H. All members who purchase keys and/or card-locks shall be solely responsible for the usage of such keys and/or card-locks. A member shall not "pass responsibility" or "loan out" his or her card to an offspring, relative or friend. Any infraction of this article could result in suspension of membership in accordance with article V, Section C, Paragraph 3, of the Constitution of Wolf Lake Yacht Club.

I. All members in good standing shall have the right to hold office.

ARTICLE VII Committees

A. The Chairman of all committees except the Membership Committee shall be appointed by the Commodore. The Committee members shall in turn be chosen by the appropriate Chairman. The life of no committee shall exceed the tenure of the appointing Commodore. Activities of all committees shall be subject to approval of the Board.

B. The Commodore shall appoint Chairman to the following regular committees upon approval of the Board:

1. Race Committee--The Race Committee shall consist of not less than three persons. Its powers and duties shall be as set forth in the Racing Rules of the *United States Sailing Association*.
2. Building, Grounds and Harbor Committee--This committee shall consist of three Senior members and shall have the power and duty of establishing rules and regulations governing the use of the Club facilities. A copy of these regulations shall be permanently posted on the Clubhouse bulletin board. It shall be the duty of the Building, Grounds, and Harbor Chairman to appoint two assistants, either of which may be designated by the Chairman to represent him/her in their absence at Board meetings. The Chairman shall be responsible for the normal maintenance of, and the normal operating expenditures for the Club facilities. A majority of the committee shall have the power to authorize such expenditures within limits established by the Board of Directors.
3. Social Committee--Shall consist of at least three members. It shall have the power and duty to establish a schedule of social activities. It shall be authorized to use such monies as shall be allocated by the Board for the purpose of conducting said activities. It shall maintain an accounting of general receipts and disbursements making a report thereof at the Board meetings.

ARTICLE VIII Amendments

Amendments to this Constitution shall be proposed in writing by a Senior, Senior II, Senior II Life, or Life, member in good standing at any Board or General Membership meeting, the notice of which specifically stated that an amendment was to be proposed. The amendment so proposed shall then be placed on the order of the business for a vote at the next regular or special General Membership meeting provided that such meeting does not take place less than two weeks after the meeting at which the amendment was proposed. At least five days prior to the "voting" meeting, the Secretary shall, in writing, notify all members of the time and place of such meeting, the notice to include a copy of the text of the proposed amendment. The amendment may then be adopted by a vote of three-fourths of the members having voting rights present,

BY-LAWS OF THE WOLF LAKE YACHT CLUB

ARTICLE I
Dues, Fees, and Assessments

- A. Initiation Fee: All persons who apply for **Senior Membership** shall submit a **\$50 deposit** which shall be credited towards the initiation fee. **No deposit** shall be required with a **Junior Membership** application.

Senior Membership Initiation Fee:\$150.00
Junior Membership Initiation Fee: \$ 25.00

The Senior Membership deposit of \$50 shall be held by the membership committee with the membership application, and shall be returned in the event the person is not accepted for membership.

- B. **Annual Dues: All members except for Life, Senior II Life, and Honorary members shall pay dues as follows:**

Senior Members: \$150 per year minimum
Junior Members: \$ 25 per year minimum
Senior II Members: \$ 75 per year minimum

Beginning in 2004 annual dues for Senior, Junior, and Senior II Members shall be increased yearly by **10% per year** (rounded to the nearest whole dollar) through 2008; **subsequent yearly increases of 5% per year** (rounded to the nearest whole dollar) shall be made unless by recommendation of the Board of Directors, subject to review at any General Membership meeting, action is taken to suspend and/or revise said payments.

Dues shall be set in accordance with the above by the Board of Directors and subject to review at any General Membership Meeting. Any change in dues passed at the General Membership Meeting shall be effective as of January 1 of the next year. New members admitted after January 1 shall pay initiation fees plus pro-rated dues for the remainder of that year. Dues shall be calculated by month beginning the month in which the new membership received Board approval.

- C. Assessments: Special assessments may be levied against Senior Members upon approval of the board. The total amount of special assessments levied in one calendar year shall not exceed the value of the annual dues. The Treasurer shall promptly notify all affected members of the amount and due date of all said assessments.

Payments: Payments of fees, dues and assessments may be made in two installments as follows: **50% due on January 3, and 50% due on February 3.** Any member failing to pay fees, dues or assessments by **February 3**, shall be reminded by the Treasurer that

remittance shall be expected. If dues and/or fees are not paid by **March 3**, he/she shall be considered delinquent and shall be expelled from the Club. This period may be extended in individual cases at the discretion of the Board of Directors.

Usage Fees: The Building, Grounds and Harbor Committee shall have the authority to establish, subject to approval by the board of directors, fees for the use of the club facilities and to establish the due date of such fees. It shall promptly notify the Treasurer of member's liability for such fees.

Use for Bereavement:

In the event of the death of a member, or the spouse, parent, child, or stepchild of a member of the Wolf Lake Yacht Club:

The use of the club, for a post-funeral (Or post memorial) get-together shall be offered at no cost to the bereaved family

The cost of a meal, if so desired, shall be borne by that family.

The club shall donate \$15.00 towards the cost of that meal, and provide coffee or tea.

Shall the family not request the use of the club; the club shall donate \$50.00 towards the charity specified by the family.

ARTICLE II

Order of Business

Business meetings of the Club shall be conducted according to Robert's Rules of Parliamentary Procedure and the order of business shall be as follows:

1. Call to order and opening of the meeting.
2. Roll call by the Secretary. (If more than fifty members are present for a General Membership meeting and this is established by a show of hands, roll call need not be called. This will be at the Commodore's discretion.)
3. Minutes of the last meeting to be read, corrected and approved.
4. Collection of dues and assessments by the Treasurer.
5. Officer's report.
6. Old business.
7. New business.
8. Committee reports.
9. Adjournment.

ARTICLE III

Quorum for Business

A quorum for a General Membership meeting shall consist of not less than one-third of the members having voting rights at the time of the meeting, including proxies

and absentee ballots. A quorum for a Board meeting shall consist of not less than five, personally in attendance. ***Any past Commodore may sit in a meeting as member at large only if a quorum has not been met. (2/1/04)***

ARTICLE IV Amendments

Amendments to these By-Laws shall be proposed in writing by a Senior, Senior II, Senior II Life, or Life member in good standing at any Board or General Membership meeting, the notice of which specifically stated that an amendment was to be proposed. The amendment so proposed shall then be placed on the order of business for a vote at the next regular or Special General Membership meeting provided that such meeting does not take place less than two weeks after the meeting at which the amendment was proposed. At least five days prior to the "voting" meeting, the Secretary shall, in writing, notify all members of the time and place of such meeting, the notice to include a copy of the text of the proposed amendment. The amendment may then be adopted by a vote of three-fourths of the members having voting rights present, in person, by proxy, or absentee ballot, at the time of the vote

ARTICLE V Financial Audit

The books of record shall be maintained by the Treasurer. Such records shall be available (at a mutually agreed upon time and place) to any member in good standing for review or inquiry.

The books of record and all supporting documentation shall be evaluated, reviewed and tested annually, after year end. The reviewing person or persons shall be competent in their knowledge of general accounting and the Club's activities, and be appointed by the Board of Directors. Completion of the evaluation and review should be done as soon as possible after year end and a statement on such review available to the members at the general membership meeting in February. (Revised 2/4/07)

ARTICLE VI Flags

- A. Any vessel owned by a member of the Club shall be eligible to fly the Club Burgee.
- B. The Commodore may fly a rectangular blue flag with white fouled anchors encircled by thirteen white stars.
- C. The Vice-Commodore may fly a rectangular red flag with white fouled anchors encircled by thirteen white stars.
- D. The Fleet Captain may fly a blue flag with blue fouled anchors and stars.

- E. The Race Committee may fly a blue flag with red fouled anchors and the white letters R-C.
- F. The above flags may also be flown at the regular mooring of the respective owners, except the Club Burgee, which shall be flown only at the Club mooring.

ARTICLE VII
Miscellaneous

- A. The Club shall maintain membership in the US Sailing Association.
- B. The Club shall maintain the status of a Corporation under the laws of the State of Michigan, U.S.A.
- C. By a member's request he/she may be placed in an inactive status in which status he/she shall be entitled to none of the rights and privileges of membership. While in an inactive status, the member shall not incur any dues, fees, or assessments. Upon further request for reinstatement, he/she shall go to the bottom of the membership waiting list. He/she shall not be required to pay another initiation fee. He/she may again become active, upon reaching the top of the waiting list, by paying the current fiscal period's dues. Requests under this section shall be in writing and shall be addressed to the Commodore.
- D. At the discretion of the Board, a person(s) may be granted a one year Sailing Membership for the purpose of racing with the appropriate fleet. A Sailing Membership shall be limited to:
 - Full rights to compete for awards and trophies in that year's racing series.
 - The right to attend that year's Commodore Ball.
 - The right to vote on fleet/sailing/racing matters.
 - A one year subscription to the Club newsletter "The Yardarm".

Sailing Membership fees shall be determined annually by the Board of Directors.

- E. Wolf Lake Yacht Club enclosed building shall be declared Smoke-Free.

ARTICLE VIII
Funding

- A. Capital Expenditure Fund: The Capital Expenditure Fund shall maintain in a separate account fund, up to a maximum of \$10,000.00 with the following stipulations:

1. Capital Expenditure Fund to be used for buildings, grounds, marina improvements, and equipment in excess of \$500.00. Expenditures less than \$500.00 shall be paid from the General Operating Fund.
 2. This fund shall be funded initially by the remaining funds in the Fund. Subsequent funding will be by allocating all initiation fees and 1/3 percent of the Senior and Senior II dues as they are received.
- Land and 33 received.
- B. General Operating Fund: This fund shall maintain a minimum balance as established by the previous years expenditures for fixed expenses. These include: utilities, taxes, insurance, association dues/fees, and licenses plus any other items approved by Board action on a yearly basis.

The status of these funds shall be set by the previous year's financial statement as approved at the February General Meeting.

ARTICLE VIII Funding

- A. Capital Expenditure Fund: The Capital Expenditure Fund shall maintain in a separate account fund, up to a maximum of \$10,000.00 with the following stipulations:
1. Capital Expenditure Fund to be used for buildings, grounds, marina improvements, and equipment in excess of \$500.00. Expenditures less than \$500.00 shall be paid from the General Operating Fund.
 2. This fund shall be funded initially by the remaining funds in the Land Fund. Subsequent funding will be by allocating all initiation fees and 33 1/3 percent of the Senior and Senior II dues as they are received.
- B. General Operating Fund: This fund shall maintain a minimum balance as established by the previous year's expenditures for fixed expenses. These include: utilities, taxes, insurance, association dues/fees, and licenses plus any other items approved by Board action on a yearly basis.

The status of these funds shall be set by the previous year's financial statement as approved at the February General Meeting.

- C. Special and Temporary Committees-- The Commodore may at his/her discretion appoint any such temporary and special committees as do not conflict with this Constitution, the By-Laws, or existing committees.

*****See Below

Article X
Property

- A. Any WLYC real estate to be sold will require a 75% approval of the General Membership. (New addition 2/4/07)

***Note Article X should really be Article IX, however since this was voted on the next article added should be Article IX.