

THE DUNEDIN BOAT CLUB, INC. DUNEDIN, FL

Bylaws

Revisions last adopted September 19, 2022



BYLAWS

Section 1 – **Rules of Debate**

Webster's New World Robert's Rules of Order Simplified and Applied, Second Edition, Copyright 2001, shall govern debate and procedure of the Dunedin Boat Club (the Club) except where these Bylaws otherwise provide.

Section 2 – **Management of the Club**

The Club is managed by a Board of 13 persons elected by the Members. The Board is made up of five Officers and eight (8) At-Large Members. The Officers are traditionally known as the Bridge. The Bridge is made up of the Commodore, the Vice Commodore, the Rear Commodore, the Secretary, and the Purser. The Board has and shall exercise all management and control of the affairs, finances, and property of the Club.

Section 3 – **Club Seal**

The Club Seal shall be circular with the words "Dunedin Boat Club, Dunedin, Florida" on the outer circle and the words "Corporate Seal, 1931" inside the circle, as depicted on the cover of this document.

Section 4 – **Membership**

After perspective members submit their application by following the new member procedures, as outlined in the then current application form, their application will be considered by the Board at the next regularly scheduled Board meeting. Membership approval requires a majority vote of the Board. If the approved candidate remains current in his/her dues, he/she is a member in good standing.

Section 5 – **Keys to the Clubhouse**

The Club retains ownership of all keys issued to the members. Distribution of all Clubhouse keys shall be the responsibility of the Board designee. Each membership entitles the Member to one key. A family membership may acquire one extra key, for a fee, but the total number of keys issued to a family in the Club is not to exceed two keys. Each member shall not allow any non-member or minor family member use of their key. Any misuse of Clubhouse keys shall be reported to the Board for disciplinary action. When active membership in the Club is terminated for any reason, all keys to the Club shall be returned immediately to the Purser.

Section 6 – **Dues**

The annual dues shall be paid on January 1st and be considered late after the third Monday in February. The Clubhouse door locks shall be changed on the third Monday in February. Notice of dues payable for the year shall be published in December.

Section 7 – **Suspension and Reinstatement**

Any member who is in arrears in payment of dues after the third Monday in February shall automatically be dropped from membership. Any such member may be reinstated by a majority vote of the Board, at the next regularly scheduled Board meeting, with full payment of all dues and fees. Reinstatement after twelve (12) months will require payment of the full initiation fee and dues upon the approval of the Board.

Section 8 – **General, Board, and Special Meetings**

Meetings of the Club are General, Board and Special Meetings. General Meetings are held on the third Monday of each month. Board Meetings are held during the first week of each month or as agreed upon by the Board. Special meetings of the Board may be called at any time, with at least forty-eight (48) hours advanced notice, by the Commodore, Secretary, or any three (3) members of the Board.

Section 9 – **Notice of Meetings**

Notice of all meetings shall be posted on the Dunedin Boat Club Calendar and optionally, as determined by the Board, published on the website, in the monthly newsletter, via U.S Mail, via electronic mail, and/or other locations and publications, at least seven (7) days prior to the meeting. To ensure that members receive notices, Members are responsible for notifying the Secretary in writing of their change of electronic mail and/or mailing address.

Section 10 – **Quorum**

Fifteen (15) members shall constitute a quorum at any General Meeting of the Club of which two (2) shall be members of the Board. Seven (7) members shall constitute a quorum at any meeting of the Board, of which at least two (2) shall be officers. No business can be conducted at any meeting where a quorum is not present.

Section 11 – **Voting Privileges**

Each member in good standing shall be entitled to cast one vote. Votes may be cast in person or electronically. Family memberships may cast a maximum of two (2) votes. The online voting system shall be anonymous.

Section 12 – **Elections**

Officers and At-Large Members of the Board shall be elected at the November General Meeting. A Nominating Committee is required to recommend candidates to the membership.

The Nominating Committee shall consist of three (3) members, two (2) being appointed by the Commodore, with the Past Commodore presiding as Nominating Committee Chair, and shall meet at least sixty (60) days in advance of the November General Meeting. All nominees shall provide to the Nominating Committee, prior to the close of the nominating period of November 1, written acceptance of their intention to run for office. At the first General meeting after November 1st, the Nominating Committee shall present a slate of candidates to the Club whose names will be posted on the Dunedin Boat Club Bulletin Board and optionally, as determined by the Nominating Committee, published on the website, in the monthly newsletter, sent via electronic mail, and/or other locations and publications at least 7 days prior to the November General Meeting.

At the first General Meeting after November 1st, provided there is a quorum present, the candidate with the highest number of votes for each Officer position shall be declared the winner. The eight candidates receiving the highest number of votes for the At-Large Member positions shall be considered elected to the Board as At-Large Members. Voting for contested positions shall be conducted by written ballot. Positions that are not contested may be approved by acclamation. All votes and actions shall be recorded by the Secretary.

The newly elected Bridge and At-Large Board Members shall be installed at a Special meeting no later than the January General Meeting. All officers shall hold office until their successors have been elected and installed.

Section 13 – **Commodore**

It shall be the duty of the Commodore to preside at all meetings of the Club and of the Board; the Commodore shall be commander of the fleet and shall have power to call meetings; the Commodore shall upon assuming office appoint committees as may be needed to assist in conducting the affairs of the Club and

shall become a signator on all Club bank or money market accounts. The Commodore shall perform such other duties as may be required by the Club, the Board, these Bylaws, and the Charter.

Section 14 – **Vice Commodore**

The Vice Commodore in the temporary absence or disability of the Commodore shall perform all the duties of the Commodore.

Section 15 – **Rear Commodore**

In the temporary absence or disability of the Commodore and Vice Commodore, all duties of the Commodore shall be performed by the Rear Commodore. In addition, the Rear Commodore is responsible for Club property as described in these Bylaws.

Section 16 – **Secretary**

The Secretary is responsible for keeping the minutes of all meetings, both of the Members and of the Board; giving all notices required by these Bylaws; keeping a roll of members; holding custody of all documents and the seal of the Club; and performing such other duties as may be required by the Club, the Board, the Commodore, these Bylaws, or the Charter.

Section 17 – **Purser**

The Purser is responsible for holding custody of all monies belonging to the Club, and keeping true and correct accounts thereof; making disbursements from the General Fund of the Club as appropriate; making a complete report of the receipts and disbursements at each Board Meeting and at such other times as required by the Club and performing such duties as may be required by the Club, the Board, the Commodore; these Bylaws, and the Charter. Monthly reports of the finances of the Club shall be maintained and records shall be available to any Member on request.

Section 18 – **Vacancy of Office**

Vacancies on the Board may be filled by election held at any Board Meeting. The candidate(s) elected to fill the vacant position(s) shall complete the remaining term of that position.

Section 19 – **Spending Authority**

19.1 General

Any club related expenditure for a budgeted event or a budgeted line item exceeding the approved budgeted amount for that event or budget line item by more than One Hundred Dollars (\$100.00), or any unbudgeted expense in excess of One Hundred Dollars (\$100.00) will require majority approval of the Board, except in an emergency (defined as a situation demanding immediate attention, including tax liabilities, finance charges, etc.).

19.2 Budget

The Board shall establish the following year's budget for the Club and present it to the membership at the October General Membership Meeting. The membership shall approve the budget as proposed or amended by a majority vote of the members present at the November General Meeting. No further spending approval is required from the membership so long as the expected expenses less expected income for that event or budget line item does not exceed the approved budgeted amount by more than Five Hundred Dollars (\$500).

19.3 Reserve Account

The Board shall establish a Reserve Account no later than the February Board meeting of each year. The minimum amount allocated to this account shall be the greater of \$5,000 or 80% of the previous year's ending cash assets as adjusted for any income or expenditures accrued for the following year. These funds shall be held in an interest bearing account. The account shall be properly funded no later than the March Board meeting of each year. No expenditures or transfers from this account to the operating account shall be made without the approval of 60% of the general membership present at a General Meeting other than any annual adjustment necessary each February as prescribed above.

Section 20 – **Internal Audit and Audit Committee**

There shall be an internal audit by an Audit Committee of the Purser's financial accounts annually. The books shall be closed on December 31st. The Audit shall be completed for presentation to the Board by the March meeting of the Board and provided to the membership by April 1st. The Audit Committee will consist of two (2) members in good standing, and appointed by the Board. The Committee will serve as required.

Section 21– **Discipline**

Any member found guilty of improper conduct, endangering or intending to

endanger the good of the Club, welfare, character or reputation of the Club may be reprimanded, suspended, expelled, or otherwise disciplined by a majority vote of the Board at a regular or special Board Meeting. The Board shall be the sole judge of the necessity of such actions and the suitability of such discipline.

However, the expulsion of any member of the club shall be by majority vote of the Members present at any General Meeting if such action is requested by the Board.

Section 22 -- **Property**

The Dunedin Boat Club is a private club. Members are responsible for the security of Club property. All property, real or personal, acquired by the Club, shall be the property of the Club. No member of the Club shall have or be deemed to have interest in said property.

The Rear Commodore or designee must authorize the removal of any items from the Clubhouse and is responsible for ensuring that the items are promptly returned in good order.

Section 23 – **Clubhouse Use**

The Clubhouse is leased from the City of Dunedin and is to be used for activities approved by the Board.

Members of the Club may enter the Clubhouse at will. Members having guests are responsible that their guests follow the Club Rules relating to the Property of the Club. The Board will define The Rules which will be published and posted on the Dunedin Boat Club Bulletin Board in the Clubhouse.

Section 24 – **Life Member**

A Life member shall retain all the rights and privileges of a dues paying member.

- A. When a member has accumulated twenty (20) paid years of dues, he or she shall be awarded the status of Life Member and thereafter be exempt from paying dues.
- B. A Member may, on the recommendation of the Board and the approval of three quarters (3/4) of the members voting at a General Meeting, be awarded Life Member status for outstanding service to the Club.

Section 25 – **Bylaws**

These bylaws may be altered, rescinded, or amended by a two-thirds (2/3) vote

of the general membership present at a General Meeting where there is a quorum of the membership. Proposed changes to the Bylaws will be submitted in writing to a Bylaws Committee who will examine the proposed changes and recommend those changes necessary to the Board. The Board shall recommend in writing those changes deemed necessary to the Members and publish those recommended changes. The Members shall receive an overview of the recommended Bylaws changes at one General Meeting; the members will vote on the proposed changes at the next General Meeting.