



**By-Laws
Of
Keuka Yacht Club**
As Amended through September, 2019

Article I

Keuka Yacht Club is a membership corporation incorporated under the Membership Corporation Law of the State of New York.

Article II - Object

Section 1 - The object of the Club shall be to encourage and support yachting, both sail and power craft on Keuka Lake, New York and to provide and sustain a clubhouse and sailing facilities for recreation and use of its members.

Article III - Club Burgee

Section I - The burgee of the Club shall be a pointed flag, red field with a blue triangle on which there is superimposed a white "K", at the head of the flag.

Article IV - Membership

Section I - The membership of the Club shall consist of a Family Membership, Single Membership, Student Sailing Membership, Sustaining Membership, Non-boating Membership and Crew Membership. There shall be two classes of membership, voting and nonvoting. The annual term of membership shall be from 1 January through 31 December of the year in which the dues are paid.

Section 2 - The membership of the Club, exclusive of Student Sailing, Sustaining, Non-boating and Crew Members shall be limited to 200.

Section 3 - The Board of Directors shall appoint from the members of the club a Membership Chairman who shall be responsible for all membership matters.

Section 4 - Election of Members: Candidates for membership shall submit a completed application to the Membership Chairman. The application must be complete in all details and accompanied by the proper dues. The application must include two sponsorship endorsements by two Club members in good standing before it can be given consideration. A candidate receiving the vote of a majority of the Board of Directors is accepted into membership. Candidates for membership shall be furnished a copy of the Rules of the Club and agree to comply with the By-Laws of the Club. Dues payment are required immediately upon acceptance if not already paid at the time of application. Upon acceptance and receipt of dues new Member's names shall be published in the Club "Bilge Pump".

Section 5a - Family Membership shall include one or two adults, whose permanent residence is in the same household, and unmarried children up to 23 years of age and actively engaged as full-time undergraduate students. Single Memberships are held by single persons over 18 years of age. Family and Single Members constitute the General membership of the Club with voting rights and the right to hold office.

Section 5b - Full-time Student. Sailing Memberships shall include persons who are full-time students. Student Sailing Members shall be entitled to all the privileges of the Club except the right to vote or hold office or to receive credit for house or other accounts. They shall have no interest in the property of the Club.

Section 5c - Sustaining Membership shall include persons who have been either (1) General Members the previous year or (2) General Members for any three consecutive prior years, who elect to become Sustaining Members. They shall not be eligible to vote, participate in Club activities, or use Club facilities; they will be entitled to receive Club publications other than the notice of membership meetings.

Section 5d - Non-Boating/Social Membership. Non-Boating Membership will be available for families or adult single persons for limited use of Club facilities. Non-boating members will not be entitled to vote and will have no interest in the property of the Club. They will not be entitled to use of any Club owned boating facilities or property dedicated to boating except that they may park their own boat at the Club docks when there is no interference with racing activities (1 hour prior to the first race of the day to 1 hour after the conclusion of the final race of the day). They may use Club owned boats or dock their own boat at Club docks as members of the Race Committee or Chase Boat Fleet during racing activities. They may accompany Full Single or Family Members on that Member's boat for non-racing use but cannot use those boats without the Member being on board. Non-boating members will be entitled to participate in racing on the same basis as non-members of the Club, i.e., as guests on a limited basis. They will receive Club publications other than notices of membership meetings. The annual dues of Non-boating Members will not be subject to the percentage reductions contained in Section 5e.

Section 5e - After age 65 a General Member's family or single annual dues will be 85% of the dues payable for such members' membership category.

Section 5f - A Single Member, whenever referred to in these by-laws, shall mean an unmarried person without dependent children. A married person with or without children shall not qualify for a Single Membership. An unmarried person with dependent children shall not qualify for a Single Membership.

Section 5g - Family and Single Members shall be General Members and as such entitled to full privileges extended by the Club to any member.

Section 5h - A Club Patron is any General Member who wishes to support the Club -beyond his or her regular dues as provided in Section 7. Club Patrons each year will be listed on a plaque in the Club House.

Section 5i - A Crew membership shall have privileges to use the facilities, limited to days of scheduled racing and for the purposes and additional benefit of crewing on a racing sailboat. The annual dues shall not be subject to the percentage reductions contained in section 5e.

Section 6 - Honorary Members may be elected by the Board of Directors. They shall be exempt from dues and assessments and shall not vote or hold office.

Section 7a - The annual dues for the several membership categories (to which shall be added sales tax) shall be as follows:

<u>Membership Category</u>	<u>(sales tax additional)</u>
Patron	\$100 or more over category
Family	\$640.00
Single	\$320.00
Senior Family 85% of category	\$544.00
Senior Single 85% of category	\$272.00
Full-time Student Sailing	\$125.00
Non-boating/Social	\$320.00
Crew	\$180.00

Annual dues for membership together with applicable sales tax shall be due by May 30 to maintain membership in good standing. A 10% discount shall be provided on Annual Dues for returning members if paid by January 31. Slips, livery and other fees are not discountable. Applications for new memberships submitted after the 1st of August shall be accompanied by one-half of the annual dues set forth above together with applicable sales tax.

Section 7b - Fees shall be levied on members for each boat used on KYC property during the months of May thru September. Winter storage shall be levied for boat storage for members who store boats October thru April. The board has the authority to vary dues annually by no more than the CPI of prior year.

Section 8 - Any member in arrears for dues and/or other indebtedness shall be ineligible to hold office and shall not be entitled to vote or participate in any of the Club activities. The rights and interest of any member in Club property are suspended if the member is in arrears for dues or other charges.

Section 9 - Resignation from Membership must be made in writing and shall be accepted only after payment of all arrears of dues and other indebtedness. If the resignation is not delivered to the secretary prior to June 1st in any year, the member shall be liable for all dues for that year. The rights and interest of any member in the property of the Club shall cease with the termination of his or her membership.

Section 10 - Suspension and Expulsion. - A member may be suspended for a specified period of time or expelled for violation of the by-laws and/or the House and Grounds Rules of the club or for other cause prejudicial to the best interests of the Club. Such suspension or expulsion may be effected by a majority vote of the Board of Directors, provided, however, (a) that the member shall first receive a written statement of the charges against him at least ten days before such suspension or expulsion takes place, and (b) that the member is given an opportunity to appear before the Board of Directors at a specified time and place and present such defense as he may have to the charges against him before the final action is taken. The member shall not be entitled to any refund of annual dues remitted during the current year.

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Section 11 - No person shall be denied membership (or discriminated against in the exercise of any of the privileges of membership once elected) by reason of his or her race, creed, gender, sexual orientation and/or national origin.

Article V - Annual and Special Meetings

Section 1 - Annual Meeting. The annual meeting of members to elect Directors, for receiving the annual report of the Directors and other reports, and for the transaction of other business shall be held on the Sunday before Labor Day at the Club House each year. Written notice thereof, signed by the Secretary shall be mailed to each member entitled to vote at such meeting no less than 10 nor more than 40 days before the meeting, directed to each member at his address as it appears on the books or records of the corporation. Such notice shall state the purpose for which the meeting is called and the time when and the place where it is to be held. The club meetings shall follow "Roberts Rules of Order".

Section 2 - Special meetings of the Club shall be called by the Secretary whenever so requested in writing by 10 members or upon the majority vote of the Board of Directors. The notice of Special Meetings shall state the business to be transacted thereat. Notice of Special Meetings shall be given in the same manner as prescribed for the notice of annual meetings at least five days before such meeting.

Section 3 - Quorum. A majority of the members entitled to vote, present in person or by proxy shall constitute a quorum for the transaction of any business.

Section 4 - Voting. Each Single_Membership shall be entitled to one vote. Each Family Membership shall be entitled to two votes. Except as otherwise provided by law any action shall be decided by a majority of the votes present in person or by proxy. Members may vote by proxy provided that proxies shall be revocable at the pleasure of the person executing it, and further provided that no proxies shall be valid after the expiration of eleven months from the date of execution.

Section 5 -The order of business at a regular meeting shall be as follows:

1. Roll call
2. Reading of the minutes of the previous meeting
3. Reports of officers
4. Reports of committees
5. Election of directors
6. Other business

Article VI - Board of Directors

Section I - Number. As provided in the Certificate of Incorporation, the Board of Directors shall consist of nine members who shall be elected by ballot and shall hold office for the period for which elected or until their successors are elected.

Section 2 - Election and Term. At the next annual meeting, nine directors shall be elected, three of whom shall be elected for a one-year term, three for a two-year term and three for three-year term and at each annual meeting thereafter three directors shall be elected for a three-year term in place of the directors whose term then expires.

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Section 2 - Election and Term, continued. Until the next annual meeting the existing four directors together with five additional directors, who shall be appointed by the existing Board of Directors, shall constitute the Board of Directors.

Section 3 - Vacancies. If any vacancies arise in the Board of Directors due to any reason whatsoever, the Board of Directors may elect any member of the Club to fill the vacancy for the unexpired term, the election taking place at any regular or special meeting. A majority of the Board shall be necessary to elect.

Section 4 - Power and Duties. The Board of Directors shall have the care and management of the property and direct the affairs of the Club; shall have power and authority to make rules and regulations not inconsistent with these By-laws, as may be necessary to conduct the affairs of the Club, and for the care and maintenance of its property and shall have the power to expel or suspend members of the Club for violation of the By-laws or Rules of the Club and shall also have the power to borrow money and obligate the Club for the repayment thereof and issue notes or other evidence of indebtedness upon such terms and conditions as it may deem advisable.

Section 5 - Meetings. Regular meetings of the Board of Directors shall be held immediately after the annual meeting of members and at the discretion and convenience of the Board of Directors.

Special meetings: The Commodore may call a special meeting whenever he deems it necessary and the Secretary shall call a special meeting whenever requested to do so in writing by three directors. Notice of special meetings shall be mailed to the directors at their last known addresses at least five days before the date of such meeting.

Section 6 - Quorum. A majority of the Board of Directors shall constitute a quorum.

Article VII - Officers and their Duties

Section I - Number, Election and Term. -The Officers of the Club shall consist of a Commodore, a Vice Commodore, a Rear Commodore, a Secretary and a Treasurer. The Commodore shall be a member of the Board of Directors. The other Officers may but necessarily need not be members of the Board of Directors. All Officers shall be chosen by the Board of Directors at the regular meeting following the annual meeting of members and shall serve for one year or until their successors shall be chosen and qualify.

Section 2 - Commodore. The Commodore shall preside at all meetings of the Club and of the Board of Directors. He shall appoint all Committees with the consent and approval of the Board of Directors and he shall be Ex-Officio a member of all committees.

Section 3 - Vice Commodore. The Vice Commodore shall preside at all meetings of the Club and of the Board of Directors in the absence or inability of Commodore to preside.

Section 4 - Rear Commodore. The Rear Commodore shall preside at all meetings of the Club and of the Board of Directors in the absence or inability of both the Commodore and Vice Commodore to preside.

Section 5 - Secretary. The Secretary shall keep the minutes of all meetings and shall give notice of such meetings and perform such other duties as the Board of Directors shall direct.

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Section 6 - Treasurer. The Treasurer shall receive and post in a bank to be approved by the Board of Directors all the moneys of the corporation and keep an accurate record thereof, make disbursements only as directed by the Board of Directors, make reports of the finances of the corporation annually and whenever requested by the Commodore; at the end of his term he shall deliver to his successor all books, moneys, and other property of the corporation then in his possession. The Board of Directors may require the Treasurer to give such security as they may direct for the faithful performance of his duties.

Article VIII - Nominations.

Section I - Nominations Committee- The Board of Directors shall appoint from the members of the corporation who are not Directors, a nominating committee of three members who shall nominate the Directors to be elected at the next annual meeting. Such nominations shall be filed with the Secretary of the Club and posted on the bulletin board in the Club House at least 10 (ten) days before election. Nominations may also be made from the floor at the annual meeting. No person may be nominated who is not a member 'in good standing at the time of the annual meeting.

Article IX - Amendments

Section I - These by-laws may be altered, amended, or repealed by the members at any regular or special meeting, provided the notice of such meeting shall have contained a copy of the proposed alteration, amendment or repeal.

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