

# RCYC By-Laws

## ARTICLE I—NAME, OBJECTS, & INCORPORATION

1.1 Name: The name of this organization, hereinafter referred to as the Club, shall be RUSH CREEK YACHT CLUB.

1.2 Objects: The objectives of the Club shall be to encourage the sport of yachting, to promote the science of seamanship, and to provide and maintain facilities for the pursuit of the above objectives for the use of the members on a non-profit basis.

1.3 Incorporation: The Club is incorporated under the laws of the State of Texas as a non-profit corporation.

## ARTICLE II—MEMBERSHIP

2.1 Requirements:

(a) Any person of good moral character and meeting the minimum age requirement shall be eligible for membership.

(b) A member's spouse and unmarried dependent children shall have use and privileges of membership. However, for the purpose of exercising a member's vote, a single vote shall be cast by a member, a member's spouse or unmarried dependent children.

2.2 Application for Membership: To qualify for membership in the Club, an applicant shall present to the Secretary, for submission to the Commodore, an application form, which includes name and address and other pertinent information, signed by the applicant and by one sponsor of the applicant. The Secretary, upon receipt of the application, will turn the application over to the Membership Committee for action.

2.3 Approval: No applicant shall become a member until his application has been approved by the membership committee and, except for special members, by the Board of Governors, and suitable terms have been agreed to in regards to paying his initiation fees and current dues. Notice of approval or rejection of each applicant shall be communicated to the applicant through the Secretary in such form and manner as directed by the Board of Governors.

2.4 Membership: There shall be the following types of members: regular members, associate members, junior members, honorary members, student members, non-resident members, life members, small boat members, crew members, special members and social members.

(a) Regular members shall be those members over 35 years of age who have paid initiation fees and pay dues as set by the Board of Governors.

(b) Associate members shall be those members at least 21 years of age but less than 35 years of age who have paid initiation fees and pay dues as set by the Board of Governors.

(c) Junior members shall be persons at least 12 years of age but less than 21 years of age. Junior members shall have such rights to use club facilities and such obligations to pay fees and dues as the Board of Governors may from time to time prescribe. Junior members under the age of 18 are required to have the consent of a parent and his or her guarantee of financial responsibility for the junior member. This type of membership is not transferable but may be upgraded.

(d) Honorary members shall be persons granted such membership by a two-thirds vote of the Board of Governors. Honorary members shall be entitled to such club privileges and be responsible for such financial obligations as the Board of Governors may from time to time prescribe.

(e) Student members shall be persons who are enrolled as full-time students in an accredited school who are at least 21 years of age but less than 25 years of age. Student members shall have such rights to use club facilities and such obligations to pay fees and dues as the Board of Governors may from time to time prescribe.

(f) Non-resident members shall be those members who reside more than 100 miles from Rush Creek Yacht Club. Non-

resident members shall have such rights and obligations as the Board of Governors from time to time may prescribe. When a non-resident member moves within 100 miles of the Club, he shall no longer be eligible for non-resident status.

(g) Life members shall be those regular members whose obligation to pay dues to the Club has been waived by the Board of Governors.

(h) Small boat members shall be persons launching and sailing a boat weighing under one thousand (1,000) pounds without a fixed keel. Small boat members shall have such rights to use club facilities and such obligations to pay fees and dues as the Board of Governors may from time to time prescribe. This type of membership is intended for new members and is not transferable but may be upgraded. A member may be a small boat member for no longer than five (5) years.

(i) A crew member shall be a person at least 21 years of age participating in racing activities and sponsored by a Club member. A crew member shall have such rights to use the club facilities and such obligations to pay fees and dues as the Board of Governors may from time to time prescribe. A crew membership is for one year only, and renewable only by a vote of the Board of Governors. The crew member will be required to show renewal of sponsorship. The crew member shall have no boat on property and no boat launching privileges. This type of membership is intended for new members only and is non-transferable, but may be upgraded.

(j) A special member shall be a person participating in a racing event and recommended by a Club member. A special member shall be at least 21 years of age and shall have such rights to use the Club facilities and such obligations to pay fees as the Board of Governors may from time to time prescribe. The period of a special membership is limited to the duration of the event in which the applicant is a participant and in no case shall exceed two weeks. Upon submission of a new application, the special membership may be re-activated during the same calendar year in which it was approved. This type of membership is not transferable, may not be upgraded, has no voting privileges, and has no reciprocal privileges with other clubs.

(k) A social member shall be a non-sailing person who supports the racing activities of the Club. A social member shall have such rights to use the club facilities and such obligations to pay fees and dues as the Board of Governors may from time to time prescribe. The social member shall have no boat on property and no boat launching privileges. The number of social members shall not exceed 15% of the number of Regular members. In the event that the number of social members reaches the maximum, new applications will be put on a waiting list until a membership becomes available. This type of membership is intended for someone who has never previously been a member of the Club with the exception of crew members. The membership is non-transferable, but may be upgraded.

2.5 Voting Privileges: In addition to such rights and obligations which the Board of Governors may from time to time prescribe, regular members, associate members and life members shall have voting privileges at all meetings of the membership so long as each is in good standing with the Club.

2.6 Number of Members: To properly use the facilities and provide good services, the membership is limited to not more than 500 regular members. The Secretary shall maintain a chronological file of all applications, and applications shall be approved or rejected in the chronological order of receipt of application; provided, however, that in the event there is a waiting list, one out of every five applications for regular membership may be a junior member moving to regular membership.

2.7 Suspension or Expulsion: Any member may be suspended or expelled for sufficient cause by the two-thirds vote of the Board of Governors. Any member who fails to make payment of dues, fees and/or assessments, etc. after 60 days following due date shall have his name posted on the Club bulletin board and be subject to suspension. If the member does not pay within thirty (30) days after notification of suspension hereunder, he shall be subject to expulsion. The determination as to sufficiency of cause of suspension and/or expulsion shall be final.

2.8 Sale of Membership: Any member desiring to transfer his membership shall first offer such membership to the Club in writing. The Club shall have the option to purchase such membership within sixty (60) days at a price equal to the current initiation fee for such membership less the current transfer fee and any monies owed to the Club by such member. If within sixty (60) days, the Club fails to exercise its option, such membership may be transferred to any person meeting the membership requirements. Any attempted transfer not complying with this Section shall be void and not recognized by the Club.

2.9 Resignation: Any member in good standing with the Club may voluntarily resign and terminate his membership by notifying the Secretary in writing, whereupon he shall not be a member nor be required to pay any dues accruing thereafter.

2.10 Reinstatement: A former member, having voluntarily resigned in good standing, may be reinstated for 50% of the current initiation fee for that membership category, with the approval of the membership committee and the Board of

Governors.

2.11 Effect of Death: Upon the death of a member in good standing, if the surviving spouse so elects, the membership may be transferred at any time during the year following death to the surviving spouse without the payment of any transfer fee or approval of the membership committee and Board of Directors. Such transfer may be provided: (a) Such request of transfer is made in writing to the Secretary and; (b) All monies owed to the Club are paid in full.

Should any monies be owed on such deceased member's account at the time of the request to transfer to the surviving spouse, such applicant shall have sixty (60) days in which to bring the account current. In the event such account is brought current within sixty (60) days, such membership shall, at the option of the Board of Governors, revert to and become the property of the Club. In the event such membership reverts to the Club, the surviving spouse or the estate, as the case may be, shall be paid an amount equal to the current initiation fee less the current transfer fee and any amounts owed by such membership to the Club. The surviving spouse and/or estate shall have the rights of Section 2.8 (Sale of Membership) and the rights of Section 2.9 (Resignation).

2.12 Removal of Property: Any member who has been expelled or has sold his membership or has resigned shall have thirty (30) days to remove his personal property, such as boat, gear, sails, etc. from the Club, providing he pays any fees normally due during that thirty (30) day period. If he fails to remove his property within thirty (30) days, the Club will have the right to so remove the property and dispose of it, as it, the Club, deems feasible, and shall have no further liability for said property. The Club shall have a lien or security interest against all such property of a member to secure collection of all dues, fees and assessments.

#### **ARTICLE III—INITIATION FEES, DUES, ASSESSMENTS, & FEES**

3.1 Initiation Fees: The initiation fees for membership is to be fixed by the Board of Governors of the Club as well as the method of payment.

3.2 Dues: The dues payable for membership are to be fixed by the Board of Governors of the Club as well as the method of payment.

3.3 Assessments: Assessments may be recommended by the Board of Governors, but must be voted upon by eligible members at a duly called special or annual meeting and must be passed upon by two-thirds of the members present at the meeting.

3.4 Fees: Fees and charges for services, such as slip rental, locker storage, food and beverage service, transfer fees or other administrative charges, shall be fixed by the Board of Governors.

3.5 Disposition of Funds:

(a) All funds received by the Club from initiation fees, dues and fees for services shall be used for normal operating expense, capital expenditures, maintenance and repair and other reasonable outlays necessary to provide services to the Club. The Board of Governors will, through the officers of the Club, dispense these funds.

(b) Any funds received from assessments will be kept in a separate account and used only for the purpose that the assessment was voted for. The Board of Governors, through the officers of the Club, will dispense these funds.

#### **ARTICLE IV OFFICERS AND GOVERNORS**

4.1 Officers: The officers of the Club shall be a Commodore, Vice Commodore/House, Vice Commodore/Race, Vice Commodore/Education, Secretary and Treasurer and such other officers as the membership may determine, with such duties as may be defined by the Board of Governors. The offices of Secretary and Treasurer may, but need not be combined.

4.2 Governors:

(a) The Board of Governors shall consist of the Commodore, the Vice Commodore/House, the Vice Commodore/Race, Vice Commodore/Education, the Treasurer, the Secretary, the immediate Past Commodore and no less than six members at large. At its last meeting each year, the Board shall elect its Chairman for the subsequent year, who shall be one of the incumbent and continuing at-large Board members.

(b) The Commodore, with the approval of the Board of Governors, shall appoint various Club members as special

officers, committee members and committee chairmen to perform the various functions of the Club.

(c) The Board of Governors shall be the governing body of the Club. It shall have full power to enter into contracts and transact all Club business and to expend funds on behalf of the Club.

(d) A quorum of fifty (50) percent of the Board of Governors shall be required for the transaction of business.

4.3 Composition of the Board: The Board of Governors must include in its membership: (a) One member from each of the recognized one-design sailing fleets; (b) One member representing the racing auxiliary fleet; (c) All remaining places shall be filled by members-at-large without regard to boating affiliation.

#### 4.4 Duties of Chairman:

(a) The Chairman of the Board of Governors shall preside at all meetings of the Board of Governors and shall appoint various members of the Board and other members of the Club to committees, with the advice of the Commodore. He shall perform such other duties as the Board of Governors may prescribe.

(b) The Commodore shall be an active yacht racing member of the Club. He shall preside at all meetings of the membership of the Club, shall be responsible for carrying out all of the activities of the Club as directed by the Board of Governors and shall perform such other responsibilities as may be placed upon him by the Board of Governors.

(c) The Vice Commodore/House shall be an active member of the Club who shall be qualified to perform the duties of the Commodore in the absence of the Commodore. He shall actively supervise the operations of the clubhouse, the social committee and the food and drink services of the clubhouse. He shall carry out such other responsibilities as may be placed upon him by the Commodore and by the Board of Governors.

(d) The Vice Commodore/Race shall be an active member of the club. He shall actively supervise all operations related to the club's racing program. He shall carry out other such responsibilities as may be placed upon him by the Commodore and the Board of Governors.

(e) The Vice Commodore/Education shall be an active yacht racing member, and shall actively supervise a year-round racing instructional program/environment for youths and adults that will culminate in RCYC members winning national and world championships, resulting in Club recognition and growth. The Vice Commodore/Education shall carry out such other responsibilities as may be placed upon him by the Commodore and by the Board of Governors.

(f) The Secretary shall attend all meetings of the Club and Board of Governors and shall keep minutes of all meetings. He shall keep a correct roll of the officers and members of the Club. He shall receive all membership applications and transmit same to the Membership Committee. He shall notify all new members of their election to membership in the Club by letter and shall send any new member a copy of these By-Laws and a membership card. He shall notify any member of his suspension or expulsion from the Club. He shall perform such duties as may from time to time be prescribed by the Commodore.

(g) The Treasurer shall attend all meetings of the Club and Board of Governors and shall receive all monies taken in and shall place them as directed by the Board of Governors. He shall pay bills approved by the Commodore or Board of Governors. He shall keep accounts of his receipts and expenditures and shall make such reports to the Board of Governors and members as shall be designated from time to time by the Commodore. He shall notify all delinquent members as to the amount of past due indebtedness and, in the name of the Club, demand payment.

4.5 Executive Committee: The Board of Governors may appoint an executive committee of not less than three of its members to act on behalf of the Board between meetings in such matters as the Board shall determine.

#### **ARTICLE V—ELECTION OF OFFICERS AND GOVERNORS**

5.1 Officers: All officers designated in 4.1 shall be elected to a one-year term of office and shall serve until their successors are installed. An officer may be elected to succeed himself. An officer may be elected from the Board of Governors (either an at-large member or another officer), in which case such prior membership shall be deemed vacant and shall be filled by election. Officers will be installed at the regular annual meeting.

5.2 At-Large Governors: Governors at-large will be elected for three-year terms. The terms are to be staggered, so that no less than two new governors are elected each year. Governors will be installed at the regular annual meeting.

5.3 Eligibility: To be elected and to serve as a governor or officer, a person must be in good standing for one (1) year

prior to election and must be a regular member, associate member, junior member or the spouse of a regular member, associate member or junior member.

5.4 Nominations: The Board of Governors, prior to the regular annual meeting, shall appoint a nominating committee including seven of the Past Commodores to be chaired by the incumbent Commodore which shall nominate a candidate for each office. Nominations may also be received from the floor at the time of the regular annual meeting to be voted on at the time, provided the nominated member has expressed a willingness to serve.

5.5 Vacancies: A vacancy in any office or on the Board of Governors shall be filled at a specially called meeting of the membership. Temporary officers may be appointed by the Board of Governors to fill vacancies until said meeting of the membership.

5.6 Elections: Elections shall be by voice vote and it shall take a majority of the eligible voters present to elect.

5.7 Impeachment: Any officer or governor may be removed from office by a petition signed by at least two-thirds of the eligible votes in good standing and said petition shall be presented to the Board of Governors.

#### **ARTICLE VI—COMMITTEES**

6.1 Finance: The Board shall be responsible for maintaining a Finance Committee in place at all times. The Finance Committee shall be chaired by the Treasurer (who shall be non-voting) and consist of three regular club members in good standing. Members will be appointed by majority vote of the board for staggered terms of three years each. Said members shall have served as a prior member of the Board of Governors of RCYC.

The Finance Committee shall have consulting supervision over the ongoing financial affairs of the Club, be responsible for long range financial planning and shall have final approval, by majority vote;

(i) over the expenditure of funds derived from the CIF when such expenditures are equal to or exceed 30% of the CIF corpus in any given year,

(ii) for the sale of any club asset and

(iii) for any borrowing, authorized by the Board, equal to 5% or more of the net asset value of the Club.

6.2 Race Committee: The Race Committee shall be appointed by the Board to formulate Club rules on all yacht racing conducted under the auspices of the Club including invitational regattas. It shall consist of at least one representative of each one-design sailing fleet and the racing auxiliary fleet. The chairman of the Race Committee shall be known as Vice Commodore (Racing).

6.3 Social Committee: The Social Committee will be appointed by the Board of Governors to carry out the social events of the clubhouse. It shall consist of at least one member from each recognized fleet and the Club Manager. The chairperson shall have the title Rear Commodore (Social).

6.4 Harbor and Docks: The Harbor and Docks Committee shall be appointed by the Board and have general supervision over the harbor, slips and docks of the Club. Its chairman shall have the title Rear Commodore (Harbor and Docks).

6.5 Grounds Committee: The Grounds Committee shall be appointed by the Board of Governors and have general supervision over the grounds, including shrubbery, lawn, pool and all Club property other than those which are the responsibility of Harbor and Docks Committee and Social Committee. Its chairman shall have the title Rear Commodore (Grounds).

6.6 Membership Committee: The Membership Committee shall be appointed by the Board of Governors to obtain new members for the Club, to promote activities which will build the acceptance and prestige of the Club in the community, to create literature and brochures as needed to inform prospective members about the Club. The Committee shall include the Secretary and the Treasurer to insure accurate record keeping of the membership rolls and financial records. The Committee will also approve or disapprove applications of new members and recommend such acceptance to the Board of Governors. The Committee shall have not less than three members and the chairman will have the title Rear Commodore (Membership).

6.7 Dry Storage: The Dry Storage Committee shall be appointed by the Board and have general supervision over the hoist, ramp and dry storage facilities of the Club. Its chairman shall have the title of Rear Commodore (Dry Storage).

6.8 Race Equipment: The Race Equipment Committee shall be appointed by the Board of Governors to supervise the care and maintenance of the race equipment. It shall consist of at least one representative of each recognized fleet. The chairman shall be known as Rear Commodore (Race Equipment).

6.9 Additional Committees: Additional committees, as are deemed necessary, shall be appointed by the Board of Governors.

6.10 Term of Office: All committee members shall serve a term of one year, or until their successors are appointed, whichever comes first.

#### **ARTICLE VII—MEETINGS**

7.1 Annual Meeting: The regular annual meeting of the members of the Club shall be held at such time and place during the month of December as the Board of Governors may determine.

7.2 Special Meetings: Special meetings of the membership may be called at any time by the Commodore or the Chairman of the Board of Governors or upon written request of twenty-five (25) percent of the eligible voters in good standing. Such request shall be sent to the Chairman of the Board who shall forthwith call a meeting to be held within four (4) weeks of receipt of request.

7.3 Prior Notice of Meeting: Notice of regular annual meeting and special meetings shall be mailed by the Secretary to each member of the Club at least ten (10) days before each meeting, but not more than twenty-four (24) days, stating time and place thereof. In case of special meetings, the nature of the business to be transacted shall be included in the notice, and no matter may be acted upon at a special meeting unless fair notice thereof is given in the notice of the meeting.

7.4 Quorum: Twenty-five (25) percent of the voting membership shall constitute a quorum at all meetings of the Club.

7.5 Proxies: All votes shall be made by the member in person. Proxies may not be used.

#### **ARTICLE VIII—SAILING FLEETS AND POWER BOAT ORGANIZATIONS**

8.1 One-Design Sailing Fleets: Any group of sailboat-owning members with a recognized national organization may submit an application to the Board of Governors for recognition as an approved fleet, with privileges to participate in the organized Club racing schedule and regatta activities.

8.2 Power Boat Groups: Any organized group maintaining affiliations with a nationally recognized power boat organization may apply to the Board of Governors for recognition as a power boat group.

8.3 Racing Auxiliary Fleet: Any group of racing auxiliaries (cruiser yachts locally organized to conduct handicap racing and/or cruising activities for its members under the auspices of the Race Committee) may apply to the Board for recognition as a racing auxiliary fleet.

8.4 Removal of Recognition: Any sailboat fleet and power boat group recognized by the Board of Governors may have this recognition removed if such fleet or group fails to maintain its affiliation with a national organization, or if such fleet or group fails to maintain sufficient membership to constitute a recognized group, or if such group repeatedly fails or flagrantly violates the rules and regulations as may be established by the Board of Governors for the conduct of such groups and their activities under Club sponsorship.

#### **ARTICLE IX—MISCELLANEOUS**

9.1 Parliamentary Procedures: Except as otherwise provided, the parliamentary procedures as set forth in Robert's Rules of Order shall prevail.

9.2 Amendments: Amendments to these By-Laws may be adopted at any meeting of the Club by a two-thirds vote of eligible voters in good standing present, provided that notice of the meeting or membership meeting shall have contained such amendments in full. Voting on amendments may also be had by mail as authorized by the Board.

ADOPTED by the membership this 11th day of December, 1969.

As AMENDED by the membership on the 19th day of December, 1971, the 2nd day of September, 1972, the 16th day of December, 1973, the 7th day of December, 1974, the 6th day of December, 1975, the 15th day of May, 1976, the 8th day of December, 1979, the 4th day of December, 1982, the 1st day of December, 1984, the 7th day of December, 1985, the 13th day of December, 1986, the 5th day of December, 1987, the 3rd day of December, 1988, the 2nd day of December, 1989, the 8th day of December, 1990, the 3rd day of December, 1994. the 4th day of December, 1999. and the 6th day of March, 2004.