

ARTICLE VII

ELECTION OF OFFICERS AND DIRECTORS

- 7.1 NOMINATING COMMITTEE - At least sixty days prior to the annual election, a Nominating Committee, consisting of five Members in Good Standing, eligible to vote, shall be appointed by the Board of Directors. The most immediate past Commodore shall be the chairperson. The chairperson shall propose four Members in Good Standing eligible to vote to be appointed to the Committee. No incumbent elective officer shall be appointed to the Nominating Committee. Members of the Nominating Committee shall not be eligible for nomination to office. The Nominating Committee shall report to the Secretary of the Club its nominations for all of the offices required to be filled at the annual election. It shall require a majority vote of the committee members to nominate. (April 21, 1999)

The prime responsibilities of the Nominating Committee are:

- a) To solicit applicants, first from the current members of the Board of Directors and then from the eligible Membership, for each position on the Board of Directors;
 - b) To verify the eligibility of each applicant;
 - c) To verify each applicant's qualifications for the position sought; and
 - d) To conduct interviews with each applicant.
- 7.2 REPORT OF THE NOMINATING COMMITTEE - The Report of the Nominating Committee, with all the names and signatures of the Committee Members thereon, shall be submitted to the Club Secretary no later than twenty-five (25) days prior to the scheduled Regular Meeting in October and shall be posted on the Club's Bulletin Board within five (5) days, thereafter, by the Secretary. The Secretary shall mail a copy of the Report, in the form of a ballot, to each Membership eligible to vote no later than ten (10) days prior to the scheduled Regular Meeting in October.
- 7.3 NOMINATIONS BY PETITION - Other nominations may be made by petition of ten (10) Members in Good Standing eligible to vote, provided such petition is filed with the Secretary of the Club not less than fifteen (15) days prior to the scheduled Regular Meeting in October. In the event of nominations by petition, the Secretary of the Club shall, within five (5) days of receipt, post a copy of the petition or petitions on the bulletin board of the Club. The names of the Members being nominated by petition shall be added to the "Report, in the form of a Ballot" as prescribed in Section 7.2, above.
- 7.4 OFFICER ELIGIBILITY - The Member nominated for Commodore must have served as an Officer of the Board of Directors for at least one (1) year immediately prior to the time said Member would take office as Commodore or as determined by the Board. In the event that no current Officer is eligible, the field of potential nominees shall be expanded, first to the current Directors, and then to the other eligible Members in Good Standing.
- 7.5 VOTING AND ELECTIONS - Election of Officers and Directors shall be held at the scheduled Regular Meeting in October. ARTICLE IV, Sections 4.4, 4.5 & 4.6, herein applies, except that when more than two Members are running for the same position, then the person(s) receiving the highest number of votes will be deemed to have won regardless of whether that/those person(s) has/have received a majority of the ballots cast for that position.

No nominations shall be made from the floor at the scheduled Regular Meeting in October. All elections shall be by written ballot.

ARTICLE VI

DUTIES OF OFFICERS

- 6.1 COMMODORE - The Commodore of the Club, when present, shall preside at all meetings of the Corporation and the Board of Directors, enforce all the Rules and Regulations of the Club and be the Executive Officer of the Club. The Commodore is an ex-officio member of all committees, except the Nominating Committee. The Commodore shall have the power to make and sign contracts and agreements in the name and on behalf of the Club, and with the approval of the Board of Directors and while the Directors are not in session, the Commodore shall generally do and perform all acts incident to the Office of President of a California Corporation which are authorized or required by law. The Commodore shall appoint all committees and the Chairperson thereof.
- 6.2 VICE COMMODORE - It shall be the duty of the Vice Commodore to assist the Commodore in the discharge of the Commodore's duties, and in the Commodore's absence or in case of vacancy in the Office of Commodore, to act as Commodore and to perform such other duties as the Commodore may from time to time delegate to the Vice Commodore.
- 6.3 REAR COMMODORE - It shall be the duty of the Rear Commodore to assist the Commodore to in the discharge of the Commodore's duties. The Rear Commodore shall be responsible for the enforcement of the House Rules and Regulations. In the case of absence or vacancy in the Office of Commodore and Vice Commodore, the Rear Commodore shall act appropriately as Commodore or Vice Commodore. The Rear Commodore shall perform such other duties as the Commodore or Vice Commodore may from time to time delegate to the Rear Commodore.
- 6.4 SECRETARY - It shall be the duty of the Secretary to:
- a) Have custody of the Corporate Seal;
 - b) Keep a true record of the proceedings of the Club in a book provided for the purpose;
 - c) Keep a correct roll of all the Memberships and their respective Members;
 - d) File all documents, records, reports and communications connected with the business of the Club;
 - e) Notify each nominee of their approved or denied Nomination for Membership, and upon Approval to furnish them with a membership card, copy of the Club Bylaws, House Rules & Regulations and Club Burgee;
 - f) Notify each Officer and Director of each Board of Directors' meeting and to notify each Membership of every Regular and Special Meeting;
 - g) Cause the necessary books and papers to be in readiness at the place of the meeting;
 - i) Keep a correct list and chart of all private signals which may be registered with the Secretary by the Members; and
 - j) Perform such other duties as may be prescribed by the Bylaws or which pertain to the office of Secretary that are not otherwise provided for, but which may be prescribed from time to time by the Board of Directors.

6.5 TREASURER - It shall be the duty of the Treasurer to:

- a) Receive all monies belonging to the Club and to disburse same at the direction of the Board of Directors;
- b) Make a report of the receipts and disbursements, together with a statement of monies in the Treasurer's custody, with proper vouchers at each monthly meeting of the Board of Directors, at the Regular Meetings of the membership or whenever called upon by the Board of Directors;
- c) Have custody of all the funds of the Club, which shall be deposited and kept to the credit of the Club with the bank or banks designated by the Board of Directors;
- d) Make disbursements only upon checks drawn and signed by one of the currently elected Officers of the Club or by individuals authorized by the Board of Directors. Checks in excess of \$2500 shall be signed by two (2) of these persons;
- e) Prepare and recommend to the Board of Directors an Annual Budget, prior to the start of the next Fiscal Year;
- f) Present to the Board of Directors the Fiscal Year End Financial Statement for the Fiscal Year in which he/she was Treasurer; and
- g) Perform such other duties as may be prescribed by the Bylaws or which pertain to the office of Treasurer that are not otherwise provided for, but which may be prescribed from time to time by the Board of Directors.