

**BY-LAWS**  
**OF THE ROYAL MANITOBA YACHT CLUB (INC.) (2023)**

**NAME**

1. THIS ASSOCIATION IS INCORPORATED AS A “NON-PROFIT” CORPORATION UNDER THE CORPORATION ACT (MANITOBA) AND IS NAMED, “ROYAL MANITOBA YACHT CLUB (INC.) HEREWITH CALLED “THE CLUB”.

**OBJECTS**

2. THE OBJECTS OF THE CLUB ARE:
  - (A) TO ENCOURAGE MEMBERS TO BECOME PROFICIENT IN THE PERSONAL MANAGEMENT, CONTROL AND HANDLING OF THEIR YACHTS, IN NAVIGATION, AND IN ALL MATTERS PERTAINING TO SEAMANSHIP, AND;
  - (B) TO FURTHER THE INTERESTS OF PRIVATE BOATING ON THE WATERWAYS OF MANITOBA, AND;
  - (C) TO PROMOTE SUCH OTHER SPORTS AS MAY BE DESIREABLE IN THE INTEREST OF THE GENERAL MEMBERSHIP AS APPROVED BY THE EXECUTIVE COMMITTEE.

**MEMBERSHIP**

3.
  - (A) i. **FULL MEMBERSHIP** – FULL MEMBERSHIP SHALL BE OPEN TO ANY ADULT PERSON WHO DEMONSTRATES AN INTEREST IN THE PURPOSES AND OBJECTS OF THE CLUB, AND WHO HAS CONTRIBUTED TO THE CAPITAL OF THE CLUB BY PAYMENT OF FULL MEMBERSHIP DUES AND OTHER CHARGES AS HEREINAFTER SET FORTH OR PASSED, FROM TIME TO TIME, BY THE EXECUTIVE COMMITTEE.
  - (A) ii. **ASSOCIATE MEMBERSHIP** – ASSOCIATE MEMBERSHIP SHALL BE OPEN TO ANY ADULT PERSON WHO DEMONSTRATES AN INTEREST IN THE PURPOSES AND OBJECTS OF THE CLUB AND WHO HAS CONTRIBUTED TO THE CAPITAL OF THE CLUB BY THE PAYMENT OF THE ASSOCIATE MEMBER DUES, AND OTHER APPLICABLE CHARGES, AS HEREINAFTER SET FORTH OR PASSED, FROM TIME TO TIME, BY THE EXECUTIVE COMMITTEE.
  - (A) iii. A COPY OF THE MEMBERSHIP AGREEMENT MUST BE SIGNED ANNUALLY BY ALL CLASSES OF MEMBERSHIP IN ORDER FOR THE MEMBERSHIP TO BE VALID.
  - (B) A MEMBER SHALL NOT ACQUIRE OR HOLD MORE THAN ONE MEMBERSHIP IN THE ROYAL MANITOBA YACHT CLUB.
  - (C) MEMBERSHIP SUBJECT TO APPROVAL – ALL APPLICATIONS FOR MEMBERSHIP SHALL BE SUBJECT TO APPROVAL OF THE EXECUTIVE COMMITTEE.
  - (D) SPOUSAL MEMBERSHIP – A SPOUSE OF A MEMBER IS CONSIDERED A NON-DUES PAYING MEMBER OF THE CLUB WITH FULL PRIVILEGES IN THE CLUB, INCLUDING THE RIGHT TO VOTE AT ANY ANNUAL GENERAL MEETING OR SPECIAL GENERAL MEETING OF THE CLUB, IN THE ABSENCE OF THE MEMBER SPOUSE, PROVIDED THAT THERE SHALL BE ONE VOTE ONLY PER MEMBERSHIP IN THE CLUB.

- (E) MEMBERSHIP IN THE CLUB SHALL NOT BE ASSIGNABLE.
- (F) THE APPOINTMENT OF PATRONS, HONORARY MEMBERS, FULL LIFE MEMBERS OR ASSOCIATE LIFE MEMBERS MAY BE MADE AT THE DISCRETION OF THE EXECUTIVE COMMITTEE.
- (G) A SPECIAL GENERAL MEETING OF THE CLUB MAY, AT ANY TIME, CREATE ANY OTHER CLASS OF MEMBERSHIP IN THE CLUB.
- (H) ALL PERSONS, BY APPLYING FOR MEMBERSHIP IN THE CLUB, AGREE TO ACCEPT AND TO BE BOUND BY ALL BY-LAWS AND STANDING RULES OF THE CLUB. A CURRENT COPY OF SUCH BY-LAWS AND STANDING RULES SHALL BE POSTED IN THE CLUB AT ALL TIMES.

## **RESIGNATION**

- 4. ANY MEMBER WISHING TO VOLUNTARILY RESIGN FROM THE CLUB SHALL GIVE NOTICE TO THE SECRETARY IN WRITING, IN WRITING. THE SECRETARY SHALL FORWARD THE RESIGNATION TO THE EXECUTIVE COMMITTEE FOR ACCEPTANCE AT ITS NEXT ENSUING MEETING. NO MEMBERSHIP MAY BE SOLD, TRANSFERRED OR ASSIGNED TO ANYONE WHOMSOEVER.
- 5. ANY MEMBER SO RESIGNING SHALL BE LIABLE FOR PAYMENT OF APPLICABLE DUES AND ASSESSMENTS UP TO AND UNTIL THE ACTUAL RESIGNATION HAS BEEN DULY APPROVED BY THE EXECUTIVE COMMITTEE, AND ANY MONIES SO OWING SHALL BECOME AND BE A LIEN AND CHARGE ON SUCH MEMBER.

## **DUES AND ASSESSMENTS**

- 6. (A) **SETTING ANNUAL DUES AND ASSESSMENTS** – THE ANNUAL DUES, AND ASSESSMENTS, IF ANY, OF THE FULL MEMBERS AND ASSOCIATE MEMBERS, SHALL BE SET AT THE ANNUAL GENERAL MEETING OF THE CLUB, OR AT ANY SPECIAL GENERAL MEETING OF THE CLUB CALLED FOR THAT PURPOSE.
- (B) **ANNUAL DUES** AND ASSESSMENTS ARE PERSONAL – ANNUAL DUES, AND ASSESSMENTS, IF ANY, SHALL BE PERSONAL TO THE MEMBER.
- (C) **PAYMENT OF DUES** – ANNUAL DUES SHALL BECOME DUE AND PAYABLE ON THE FIRST DAY OF FEBRUARY IN EACH YEAR.
- (D) **PAYMENT OF ASSESSMENTS** – ASSESSMENTS, IF ANY, SHALL BECOME DUE AND PAYABLE IN ACCORDANCE WITH THE TERMS OF THE ENABLING MOTION.
- (E) **SUSPENSION FOR NON-PAYMENT** – OF DUES, ASSESSMENTS OR GENERAL CHARGES – ON THE FIRST DAY OF APRIL IN EACH AND EVERY YEAR A LIST SHALL BE PREPARED CONTAINING THE NAMES OF ALL MEMBERS OF THE CLUB IN ARREARS ON THE PAYMENT OF DUES, ASSESSMENTS OR GENERAL CHARGES

AS AT SAID DATE, BEFORE THE TENTH DAY OF APRIL IN EACH AND EVERY YEAR HEREAFTER, A NOTICE SHALL BE SENT BY REGISTERED MAIL TO EACH MEMBER IN ARREARS OF PAYMENT OF DUES, ASSESSMENTS OR GENERAL CHARGES ADVISING THE MEMBER THAT HIS OR HER NAME SHALL BE STRUCK OFF THE MEMBERSHIP ROLLS OF THE CLUB, UNLESS SAID MEMBER SENDS A CERTIFIED CHEQUE OR PROVIDES PAYMENT BY CREDIT CARD, DEBIT, OR E-TRANSFER IN THE AMOUNT OF ARREARS OF DUES, ASSESSMENTS OR GENERAL CHARGES TO THE CLUB ON OR BEFORE THE 30<sup>TH</sup> DAY OF APRIL IN THAT YEAR. THE CLUB SHALL BE ENTITLED ON THE FIRST DAY OF MAY IN EACH AND EVERY YEAR HEREAFTER TO STRIKE FROM THE MEMBERSHIP ROLLS OF THE CLUB THE NAME OF ANY PERSON WHO'S DUES, ASSESSMENTS OR OTHER CHARGES REMAIN UNPAID AS AT THAT DATE. THE SAID PERSON SHALL NO LONGER BE CONSIDERED A MEMBER OF THE CLUB AND SHALL NOT BE ENTITLED TO ANY OF THE PRIVILEGES OF THE CLUB. THE MEMBERSHIP ROLLS OF THE CLUB SHALL BE DEEMED TO BE CONCLUSIVE AS TO WHETHER OR NOT A PERSON IS OR IS NOT A MEMBER OF THE CLUB.

- (F) APPROVAL OF MAJOR EXPENDITURES** – ANY PROJECT THAT PROPOSES EXPENDATURE IN EXCESS OF \$8,500 TO BE MADE BY THE CLUB SHALL FIRST BE APPROVED BY A MOTION PASSED BY THE EXECUTIVE COMMITTEE. BEFORE BEING ACTED UPON, THE SAID MOTION SHALL BE APPROVED, BY AT LEAST A SIMPLE MAJORITY, OF THE FULL MEMBERS IN GOOD STANDING AT EITHER THE ANNUAL GENERAL MEETING OF THE CLUB OR AT A SPECIAL MEETING OF THE CLUB DULY CALLED FOR THE PURPOSE OF CONSIDERING THE SAID MOTION. UPON APPROVAL OF THE SAID MOTION BY THE SAID SIMPLE MAJORITY OF THE FULL MEMBERS IN GOOD STANDING AUTHORIZING SUCH PROJECT, ALL MEMBERS SHALL BE LIABLE FOR AND SHALL PAY ANY AND ALL ASSESSMENTS AUTHORIZED BY THE SAID MOTION TO DEFRAY THE COSTS INCURRED IN CARRYING OUT THE PROJECT AND ANY EXPENDATURES CONNECTED THEREWITH.

## **EXECUTIVE COMMITTEE**

- 7. (A) THE EXECUTIVE COMMITTEE** – THE AFFAIRS OF THE CLUB SHALL BE MANAGED BY A COMMITTEE KNOWN AS THE “EXECUTIVE COMMITTEE”. EACH MEMBER OF WHICH SHALL BE A FULL MEMBER OF THE CLUB. THE MEMBERS OF THE EXECUTIVE COMMITTEE SHALL BE KNOWN AS THE FLAG OFFICERS OF THE CLUB.

**(B) MEMBERSHIP OF THE EXECUTIVE COMMITTEE – THE EXECUTIVE COMMITTEE SHALL CONSIST OF:**

- 1) IMMEDIATE PAST COMMODORE
- 2) COMMODORE
- 3) VICE COMMODORE
- 4) SECOND VICE COMMODORE
- 5) THIRD VICE COMMODORE
- 6) REAR COMMODORE
- 7) FLEET CAPTAIN
- 8) SECRETARY

**(C) ELECTION OF THE FLAG OFFICERS – EACH FLAG OFFICER, WITH THE EXCEPTION OF THE IMMEDIATE PAST COMMODORE, SHALL BE ELECTED ANNUALLY BY THE MEMBERSHIP, AT THE ANNUAL GENERAL MEETING, IN ACCORDANCE WITH THE BY-LAW REGARDING “ELECTIONS”.**

**(D) AUTHORITY TO CREATE COMMITTEES – THE EXECUTIVE COMMITTEE SHALL HAVE AUTHORITY TO CREATE SUCH OTHER COMMITTEES, AS MAY BE NECESSARY, TO CARRY OUT THE BUSINESS AND PURPOSES OF THE CLUB, AND TO APPOINT THE CHAIRMAN AND MEMBERS OF SUCH COMMITTEES, AND TO DESIGNATE THE PURPOSE AND DUTIES OF SUCH COMMITTEES.**

**(E) QUORUM – AT ANY MEETING OF THE EXECUTIVE COMMITTEE FIVE (5) MEMBERS SHALL FORM A QUORUM.**

**(F) VACANCIES ON THE EXECUTIVE COMMITTEE – IN THE EVENT OF ANY VACANCY OCCURRING IN THE MEMBERSHIP OF THE EXECUTIVE COMMITTEE, FOR ANY REASON WHATSOEVER, THE COMMODORE SHALL, SUBJECT TO THE APPROVAL OF THE EXECUTIVE COMMITTEE, APPOINT A QUALIFIED MEMBER TO THE EXECUTIVE COMMITTEE TO PERFORM THE DUTIES OF THE RETIRING MEMBER FOR THE UNEXPIRED PORTION OF THEIR TERM.**

## **DUTIES OF THE EXECUTIVE COMMITTEE**

8. **(A) 1. PAST COMMODORE – THE MEMBER WHO MOST RECENTLY SERVED AS COMMODORE, AND WHO IS NOT CURRENTLY SERVING IN ANOTHER POSITION ON THE EXECUTIVE COMMITTEE, SHALL SERVE AS PAST COMMODORE. IN THE EVENT THAT THE MEMBER WHO QUALIFIES IS UNAVAILABLE FOR THIS POSITION FOR ANY REASON, THEN THE POSITION SHALL BE FILLED BY THE NEXT MOST RECENTLY SERVING COMMODORE WHO OTHERWISE SATISFIES THE REQUIREMENTS ABOVE, AND IS AVAILABLE TO FILL THE POSITION.**
  2. IT SHALL BE HIS DUTY TO ASSIST THE COMMODORE AND TO ADVISE HE/SHE IN ALL MATTERS PERTAINING TO THE WELFARE AND OPERATION OF THE CLUB.

3. HE/SHE WILL BE APPOINTED, TO PROGRESS ON AN ANNUAL BASIS, AS DIRECTOR AND SHAREHOLDER IN THE YACHT CLUB OF MANITOBA HOLDING COMPANY LTD., HE/SHE WILL MONITOR ALL EXTERNAL MATTERS THAT MAY AFFECT THE WELLBEING OF THE CLUB.
4. HE/SHE WILL PRESENT NOMINATIONS ON BEHALF OF ABSENT MEMBERS AND PRESIDE AS EX OFFICIO OF THE ELECTIONS AT THE ANNUAL GENERAL MEETING.

**(B) 1. COMMODORE** – THE COMMODORE SHALL BE THE CHIEF EXECUTIVE OFFICER OF THE CLUB. TO BE ELIGIBLE TO STAND FOR ELECTION AS COMMODORE, A CANDIDATE MUST BE A FULL MEMBER IN GOOD STANDING, WHO HAS SERVED FOR NOT LESS THAN TWO YEARS, IN SOME EXECUTIVE COMMITTEE POSITION.

2. HE/SHE SHALL COMMAND THE CLUB'S SQUADRON, ENFORCE THE RULES AND GENERAL PROVISIONS RESPECTING THE CONDUCT OF MEMBERS AND WELFARE OF THE CLUB, AND SHALL PRESIDE AT ALL MEETINGS OF THE CLUB, AND OF THE EXECUTIVE COMMITTEE. HE/SHE SHALL BE AN EX-OFFICIO MEMBER OF ALL COMMITTEES.

3. ALONG WITH THE VICE COMMODORE, HE/SHE SHALL BE A SIGNING AUTHORITY OF THE CLUB. THESE TWO MUST TOGETHER SIGN ANY CONTRACTS, AGREEMENTS, CHEQUES, LICENSE APPLICATIONS OR OBLIGATIONS OF THE CLUB WHICH HAVE BEEN FORMALLY APPROVED BY THE EXECUTIVE COMMITTEE.

4. HE/SHE SHALL ACT IN THE ABSENCE OF ANY MEMBER OF THE EXECUTIVE COMMITTEE, BUT SHALL NOT CAST A MISSING MEMBER'S VOTE AT A MEETING OF THE EXECUTIVE COMMITTEE.

5. HE/SHE SHALL BE RESPONSIBLE FOR ALL FACETS OF THE CLUB OPERATION AND WELL BEING.

6. HE/SHE IS RESPONSIBLE FOR THE ACTIONS OF THE TREASURER (VICE-COMMODORE), SECRETARY AND THE DIRECTORS.

7. HE/SHE, IN ADDITION TO THE VICE COMMODORE AND SECRETARY, IS RESPONSIBLE FOR THE CLUB MAILBOX AND WILL DISTRIBUTE MAIL TO THE APPROPRIATE EXECUTIVE MEMBER.

8. HE/SHE HOLDS THE POSITION OF CHAIRMAN AT ALL CLUB MEETINGS.

**(C)1. VICE COMMODORE (FINANCE)** – THE VICE COMMODORE SHALL ASSIST THE COMMODORE IN THE DISCHARGE OF HIS/HER DUTIES AND SHALL PERFORM SUCH OTHER DUTIES AS SHALL, FROM TIME TO TIME, BE PRESCRIBED BY THE EXECUTIVE COMMITTEE. IN THE ABSENCE OF THE COMMODORE, HE/SHE SHALL PERFORM THE DUTIES OF THAT OFFICE.

2. HE/SHE SHALL BE CHAIRMAN OF THE FINANCE COMMITTEE, AND SHALL REPORT TO THE EXECUTIVE COMMITTEE ON FINANCIAL MATTERS.

3. SHALL WORK WITH THE BOARD TO PRODUCE AN OPERATING BUDGET FOR THE YEAR.

4. SHALL DESIGN A LONG-TERM FINANCIAL STRATEGY THAT FACILITATES THE GOALS OF THE CLUB.

5. SHALL BE RESPONSIBLE FOR CONTRACTING AND SUPERVISING THE BOOKKEEPER.

6. SHALL AUTHORIZE PAYMENTS BY CHEQUE OR OTHER MEANS WITH THE COMMODORE.

7. SHALL PRODUCE MONTHLY PROFIT/LOSS AND BALANCE SHEET STATEMENTS.

8. SHALL WORK WITH ACCOUNTANT TO PRODUCE YEAR END FINANCIALS.

9. SHALL BE THE LIASON WITH THE BANK/CREDIT UNION.

10. SHALL BE RESPONSIBLE TO MAINTAIN A COMPLETE SET OF ACCOUNTING RECORDS FOR THE CLUB.

11. SHALL MAINTAIN A KEY FOR THE CLUB MAILBOX.

12. SUBJECT TO THE GUIDELINES ESTABLISHED BY THE BY-LAWS AND STANDING RULES OF THE CLUB, HE/SHE SHALL BE AUTHORIZED TO SUSPEND THE CREDIT PRIVILEGES OF ANY MEMBER OF THE CLUB. SUCH SUSPENSION SHALL BE EFFECTIVE IMMEDIATELY. SUCH SUSPENSION MAY BE SUBSEQUENTLY LIFTED BY A MOTION PASSED BY THE EXECUTIVE COMMITTEE.

**(D) 1. SECOND VICE COMMODORE (SOCIAL) –** THE SECOND VICE COMMODORE SOCIAL SHALL ASSIST THE VICE COMMODORE IN THE DUTIES OF THAT OFFICE AND SUCH OTHER DUTIES AS MAY BE PRESCRIBED FROM TIME TO TIME BY THE EXECUTIVE COMMITTEE. HE/SHE SHALL BE CHAIRMAN OF THE SOCIAL COMMITTEE, AND SHALL REPORT TO THE EXECUTIVE COMMITTEE ON MATTERS PERTAINING TO SOCIAL ACTIVITIES.

2. IT MAY BE DEEMED BENEFICIAL TO THE INTERESTS OF THE CLUB TO ENTER INTO A MANAGEMENT AGREEMENT WITH A THIRD PARTY TO MANAGE THE OPERATION OF THE BAR AND RESTAURANT. THE THIRD-PARTY MANAGER MAY ENGAGE IN THE BENEFITS OF SOCIAL MEDIA TO PROMOTE THE BAR AND RESTAURANT OPERATION. THE SECOND VICE COMMODORE (SOCIAL) SHALL LIASE WITH THE BAR AND RESTAURANT **IN ACCORDANCE WITH THE MANAGEMENT AGREEMENT** TO CO-ORDINATE THEIR PART IN THE SOCIAL EVENTS.

3. GIVING CONSIDERATION TO ANY SUCH MANAGEMENT AGREEMENT HE/SHE SHALL PRODUCE A YEARLY SCHEDULE OF EVENTS AND BUDGET FOR SAID EVENTS PRIOR TO START-UP FOR APPROVAL OF THE BOARD.

4. **IN THE ABSENCE OF ANY SUCH MANAGEMENT AGREEMENT** HE/SHE SHALL ASSEMBLE EVENT COMMITTEES AND VOLUNTEERS TO ORGANIZE AND PRODUCE ALL THE CLUB'S EVENTS ON LAND AND ON THE WATER. HE/SHE SHALL ADVERTISE AND MARKET THE EVENTS IN CO-OPERATION WITH THE SECRETARY AND FLEET CAPTAIN (MEMBERSHIPS). HE/SHE SHALL PRESENT A SOCIAL EVENT PROFIT AND LOSS STATEMENT TO THE EXECUTIVE COMMITTEE FOLLOWING EACH EVENT. HE/SHE SHALL BE RESPONSIBLE FOR THE PURCHASING AND THE SALE OF CLUB PROMOTIONAL GOODS.

(E) 1. **THE THIRD VICE COMMODORE (HOUSE)** – IT SHALL BE THE DUTY OF THE THIRD VICE COMMODORE TO ASSIST THE COMMODORE AND THE VICE COMMODORES AND TO OFFICIATE IN THEIR ABSENCE. HE/SHE SHALL BE CHAIRMAN OF THE HOUSE COMMITTEE, WITH GENERAL CONTROL AND SUPERVISION OF THE CLUBHOUSE. HE/SHE SHALL REPORT TO THE EXECUTIVE COMMITTEE ON ALL MATTERS PERTAINING TO THE HOUSE.

2. IT MAY BE DEEMED BENEFICIAL TO THE INTERESTS OF THE CLUB TO ENTER INTO A MANAGEMENT AGREEMENT WITH A THIRD PARTY TO MANAGE THE OPERATION OF THE BAR AND RESTAURANT. THE THIRD VICE COMMODORE (HOUSE) SHALL LIASE WITH THE BAR AND RESTAURANT **IN ACCORDANCE WITH ANY MANAGEMENT AGREEMENT** TO CO-ORDINATE THEIR PART IN THE OPERATION AND MAINTENANCE OF THE CLUBHOUSE.

3. HE/SHE SHALL REPORT ANY REQUIRED CLUBHOUSE REPAIRS TO THE REAR COMMODORE, MAINTENANCE/YARD.

4. HE/SHE SHALL PRESENT A BUDGET OF OPERATIONAL COSTS FOR THE YEAR PRIOR TO SPRING START-UP.

5. HE/SHE SHALL CONTRACT THE GARBAGE REMOVAL, CLUBHOUSE CLEANING, HVAC SERVICES, PEST CONTROL, KITCHEN EQUIPMENT CLEANING AND MAINTENANCE. SOME OF THESE DUTIES MAY BE INCLUDED IN ANY MANAGEMENT AGREEMENT IN PLACE AT THE TIME.

6. **IN THE ABSENCE OF ANY SUCH MANAGEMENT AGREEMENT** HE/SHE SHALL BE RESPONSIBLE FOR PROMOTING AND BOOKING THE BANQUET HALL AND NEGOTIATING SAME WITH THE RESTAURANT CONTRACTOR, AND COORDINATING BAR STAFF. HE/SHE SHALL BE RESPONSIBLE FOR HIRING BAR STAFF AS AND WHEN REQUIRED. HE/SHE WILL BE RESPONSIBLE FOR ALL BAR OPERATIONS INCLUDING INVENTORY, THE POS SYSTEM AND ALL ASPECTS OF THE BAR OPERATION. HE/SHE SHALL REPORT TO FINANCE ON FINANCIAL AND OPERATIONAL MATTERS AND ADVISE THE EXECUTIVE COMMITTEE ON ISSUES DETRIMENTAL TO THE CLUB OPERATION.

**(F) REAR COMMODORE (MAINTENANCE)** – IT SHALL BE THE DUTY OF THE REAR COMMODORE TO ASSIST THE COMMODORE, AND THE VICE COMMODORE, IN THE DISCHARGE OF THEIR DUTIES, AND TO OFFICIATE IN THEIR ABSENCE. HE SHALL BE CHAIRMAN OF THE BOAT YARD COMMITTEE, THE BERTHING AND FUEL DOCKS COMMITTEE AND THE GROUNDS COMMITTEE AND SHALL REPORT TO THE EXECUTIVE COMMITTEE ON ALL MATTERS PERTAINING TO THE BOAT YARD, BERTHING DOCKS, FUEL DOCKS AND GROUNDS.

1. HE/SHE SHALL BE RESPONSIBLE FOR MAINTENANCE AND REPAIRS FOR ALL CLUB ASSETS INCLUDING CLUBHOUSE, GROUNDS, YARD AND DOCKS.
2. SHALL BE RESPONSIBLE FOR PURCHASING AND THE SALE OF FUEL.
3. SHALL PRESENT A BUDGET TO THE EXECUTIVE PRIOR TO SPRING START-UP OF REPAIRS TO BE UNDERTAKEN FOR APPROVAL.
4. SHALL BE RESPONSIBLE FOR SEASONAL MAINTENANCE STAFF.
5. SHALL ATTEND TO EMERGENCY REPAIRS WITHOUT PRIOR EXECUTIVE APPROVAL TO A MAXIMUM OF \$500.00 AND SHALL ADVISE THE EXECUTIVE OF EMERGENCY REPAIRS REQUIRING MORE THAN \$500.00 EXPENDATURE FOR APPROVAL.
6. HE/SHE SHALL CONTRACT OR SOLICIT VOLUNTEERS WITH THE COOPERATION OF THE SECRETARY FOR THE ANNUAL INSTALLATION AND REMOVAL OF THE YACHTS AND DOCKS.
7. HE/SHE SHALL PRESENT A BUDGET FOR REPAIRS AND MAINTENANCE FOR THE YEAR TO THE EXECUTIVE AT SPRING START-UP.

**(G) FLEET CAPTAIN (MEMBERSHIP)** – HE/SHE SHALL ASSIST THE COMMODORE AND SHALL PERFORM SUCH OTHER DUTIES, AS SHALL BE PRESCRIBED BY THE EXECUTIVE COMMITTEE. HE/SHE SHALL SUPERVISE THE ARRANGEMENTS FOR THE SAFETY OF YACHTS TAKING PART IN ANY ACTIVITIES UNDER THE JURISDICTION OF THE CLUB.

1. HE/SHE SHALL BE CHAIRMAN OF THE MEMBERSHIP COMMITTEE. HE/SHE SHALL PRESENT NEW MEMBER APPLICATIONS TO THE EXECUTIVE COMMITTEE FOR APPROVAL, AND SHALL REPORT TO THE EXECUTIVE COMMITTEE ON MATTERS PERTAINING TO MEMBERSHIP.
2. SHALL REPORT TO THE COMMODORE ON ANY AND ALL MEMBERSHIP ISSUES AND SHALL BE THE POINT OF CONTACT FOR ALL MEMBER CONCERNS AND QUESTIONS.
3. SHALL BE RESPONSIBLE TO CULTIVATE NEW MEMBERS BY WAY OF ADVERTISING AND PROMOTION AND SHALL BE RESPONSIBLE FOR THE INTRODUCTION AND ORIENTATION OF NEW MEMBERS.
4. SHALL MAINTAIN THE CLUB ROSTER IN COOPERATION WITH THE SECRETARY.
5. HE/SHE IS IN CONSULTATION WITH THE REAR COMMODORE AND VICE COMMODORE IN THE ALLOCATION OF DOCK SPACE AND KEEPING A RECORD OF ALL BOATS INCLUDING INFORMATION ON OWNERSHIP, MEASUREMENTS, NAME, REGISTRATION NUMBER AND PROOF OF INSURANCE.



**(H) EXECUTIVE SECRETARY** – WILL BE ELECTED ANNUALLY AND KEEP THE MINUTES OF THE MEETINGS OF THE CLUB AND THE EXECUTIVE COMMITTEE. SUCH MINUTES SHALL BE OPEN TO INSPECTION BY MEMBERS OF THE CLUB AT ALL REASONABLE TIMES. HE/SHE SHALL ISSUE NOTICES OF ALL MEETINGS OF THE CLUB AND OF THE EXECUTIVE COMMITTEE. HE/SHE SHALL KEEP A ROLL OF MEMBERSHIP. HE/SHE SHALL ALSO MAINTAIN A KEY FOR THE MAILBOX AND SHALL BE RESPONSIBLE FOR ALL COMMUNICATIONS FOR THE CLUB, BOTH INTERNALLY AND PUBLICLY.

- 1) HE/SHE SHALL ISSUE NOTICES OF ALL MEETINGS OF THE CLUB AND THE EXECUTIVE COMMITTEE.
- 2) SHALL ASSIST THE FLEET CAPTAIN (MEMBERSHIP) IN MAINTAINING THE CLUB MEMBERSHIP ROSTER.
- 3) SHALL NOT HAVE A VOTE AT THE EXECUTIVE MEETINGS.

**(I) AUTHORITY OF EXECUTIVE COMMITTEE**

- 1) THE EXECUTIVE COMMITTEE SHALL HAVE THE ENTIRE MANAGEMENT OF THE AFFAIRS OF THE CLUB, WITH FULL POWER TO TAKE ANY STEPS THEY MAY DEEM ADVISABLE, IN ITS INTEREST AND MAY TEMPORARILY SUSPEND ANY RULE OR REGULATION. A PROPERLY CONSTITUTED MEETING OF THE EXECUTIVE COMMITTEE, MAY BY SIMPLE MAJORITY APPROVAL OF AN ENABLING MOTION CRATE, ALTER OR ELIMINATE, ANY STANDING RULE OF THE CLUB AS NOTED UNDER THE CLAUSE DEALING WITH BY-LAWS AND STANDING RULES.
- 2) A MONTHLY MEETING OF THE EXECUTIVE COMMITTEE MAY BE HELD EACH AND EVERY MONTH OF THE YEAR, TO HANDLE SUCH BUSINESS AS MAY PROPERLY BE BROUGHT BEFORE SAID MEETING, AND ADDITIONAL MEETINGS MAY BE HELD AS REQUIRED.
- 3) MINUTES SHALL BE KEPT OF THE MEETINGS AND PROCEEDINGS OF THE EXECUTIVE COMMITTEE.
- 4) UPON APPLICATION, ANY MEMBER MAY PRESENT PROPER REPORTS OR OPINIONS TO A MEETING OF THE EXECUTIVE COMMITTEE, AND SHALL HAVE THE PRIVILEGE OF ATTENDING THE EXECUTIVE COMMITTEE MEETING, FOR THE PERIOD OF THE ARRANGED FOR SAID PRESENTATION. SAID PRESENTATION SHALL BE INCLUDED IN THE MINUTES OF THE MEETING. UPON INVITATION, ANY PERSON MAY BE INVITED TO ATTEND THE EXECUTIVE COMMITTEE MEETING, AND TO MAKE REPORTS TO THE EXECUTIVE COMMITTEE AT THAT TIME. SUCH REPORTS SHALL FORM PART OF THE MINUTES OF SUCH MEETING.
- 5) ONLY A FLAG OFFICER OF THE CLUB, OR HIS DESIGNATE AS DESCRIBED IN THE CLAUSE DEALING WITH ABSENCE, MAY VOTE AT ANY MEETING OF THE EXECUTIVE COMMITTEE. THE CHAIRMAN OF A MEETING OF THE EXECUTIVE COMMITTEE SHALL NOT HAVE A VOTE OTHER THAN IN THE EVENT OF CASTING A TIE-BREAKING VOTE.

**(J) ABSENCE FROM MEETINGS**

1. SHOULD ANY MEMBER OF THE EXECUTIVE COMMITTEE BE ABSENT FROM TWO SCHEDULED MEETINGS IN ANY YEAR, WITHOUT AN EXCUSE SATISFACTORY TO THE MAJORITY OF THE OTHER MEMBERS OF THE EXECUTIVE COMMITTEE, THE COMMODORE SHALL IMMEDIATELY DECLARE HIS PLACE ON THE EXECUTIVE COMMITTEE VACANT, AND SUBJECT TO THE APPROVAL OF THE EXECUTIVE COMMITTEE, THE COMMODORE SHALL THEREUPON APPOINT A QUALIFIED MEMBER TO REPLACE THE MEMBER, FOR THE BALANCE OF THEIR TERM.
2. BY PRIOR ARRANGEMENT WITH THE COMMODORE, A MEMBER WHO WILL BE ABSENT FROM A MEETING OF THE EXECUTIVE COMMITTEE MAY BE REPRESENTED, AT SAID MEETING, BY ONE MEMBER OF A COMMITTEE FOR WHICH THE ABSENT MEMBER OF THE EXECUTIVE COMMITTEE IS RESPONSIBLE. SUCH REPRESENTATIVE SHALL DELIVER REPORTS, TAKE INSTRUCTION, PLACE MOTIONS ON THE FLOOR, SPEAK TO MOTIONS ON THE FLOOR AND CAST A VOTE ON MOTIONS ON THE FLOOR, AS IF THEY WERE THE MISSING MEMBER. SUCH REPRESENTATIVE MAY NOT ALREADY BE A MEMBER OF THE EXECUTIVE COMMITTEE.
3. ONLY ONE SUCH REPRESENTATIVE SHALL BE PRESENT AT ANY ONE MEETING OF THE EXECUTIVE COMMITTEE, AND IN THE EVENT THAT REQUESTS FOR MORE THAN ONE SUCH REPRESENTATIVE ARE RECEIVED, THE REQUEST OF THE MEMBER WITH THE HIGHER PRIORITY AS LAID OUT IN THE CLAUSE DEFINING THE MEMBERS OF THE EXECUTIVE COMMITTEE SHALL BE ACCEPTED. A MEMBER SO REPRESENTED SHALL NOT BE DECLARED ABSENT. ONLY ONE SUCH REPRESENTATIVE MAY BE INCLUDED IN THE NUMBER NEEDED TO CONSTITUTE A QUORUM OF THE EXECUTIVE COMMITTEE.
4. A REPRESENTATIVE SHALL NOT IN ANY CIRCUMSTANCES CHAIR THE MEETING. IN THE ABSENCE OF THE COMMODORE, THE ORDER OF PRIORITY TO CHAIR THE MEETING SHALL BE THE VICE COMMODORE, THE SECOND VICE COMMODORE, THE THIRD VICE COMMODORE AND THEN THE REAR COMMODORE.

**ELECTIONS AND REPRESENTATION AT MEETINGS**

8. (A) **ELECTIONS** – THERE SHALL BE A GENERAL MEETING OF THE FULL MEMBERS OF THE CLUB HELD IN THE FALL OF EACH YEAR TO ELECT THE FLAG OFFICERS, EXCEPTING THE POSITION OF IMMEDIATE PAST COMMODORE. EVERY MEMBER OF THE CLUB SHALL BE NOTIFIED IN WRITING BY THE EXECUTIVE COMMITTEE AT LEAST TEN (10) DAYS PRIOR TO THE DATE SET THEREFORE. SUCH NOTICE OF THE MEETING SHALL INCLUDE RECOMMENDATIONS OF THE NOMINATING COMMITTEE. THE COMMODORE SHALL BE CHAIRMAN OF THE ELECTION MEETING. SIXTY (60) PERCENT OF THE FULL MEMBERS OR TWENTY (20) FULL MEMBERS, WHICHEVER IS THE LESSER, IN GOOD STANDING, INCLUDING PROXIES, SHALL CONSTITUTE A QUORUM.

**(B) VOTING** – THE FLAG OFFICERS SHALL BE ELECTED BY A SECRET BALLOT IN THE SAME ORDER AS THEY APPEAR IN THE LISTING UNDER “EXECUTIVE COMMITTEE”.

**(C) CHAIRMAN NOT TO VOTE** – THE CURRENT COMMODORE, AS CHAIRMAN, SHALL HAVE NO VOTE IN THE ELECTION EXCEPTING IN THE EVENT OF A TIE, IN WHICH CASE HE/SHE SHALL CAST A DECIDING VOTE EXCEPT UNDER PROVISIONS OF BY-LAW 3 (D) – SPOUSAL MEMBERSHIP.

**(D) ONE VOTE PER FULL MEMBER** – EACH FULL MEMBER PRESENT AT AN ANNUAL GENERAL MEETING, OR A SPECIAL GENERAL MEETING, SHALL HAVE ONE VOTE. A FULL MEMBER'S SPOUSE, BEING A SPOUSAL MEMBER, SHALL HAVE THE RIGHT TO SPEAK TO A MOTION THAT IS ON THE FLOOR BUT SHALL NOT HAVE A VOTE.

**(E) PROXIES**

1. MUST BE SIGNED AND DATED, IN THE EVENT OF A VERBAL PROXY, A SIGNED HARD COPY MUST BE OBTAINED AS SOON AS POSSIBLE. FULL MEMBERS IN GOOD STANDING MAY VOTE BY PROXY AT ANY ANNUAL GENERAL MEETING OR SPECIAL GENERAL MEETING OF THE CLUB, PROVIDING SUCH PROXIES ARE PRESENTED, APPROVED AND RECORDED BY THE SECRETARY PRIOR TO THE COMMENCEMENT OF THE MEETING.

2. IT SHALL BE THE DUTY OF THE CLUB SECRETARY TO MAIL A FORM OF PROXY TO EACH FULL MEMBER OF THE CLUB TEN (10) DAYS PRIOR TO THE ANNUAL GENERAL MEETING.

3. A FULL MEMBER IN GOOD STANDING MAY ASSIGN ANY FULL MEMBER IN GOOD STANDING AS THEIR PROXY. IF THAT PROXY IS NOT IN ATTENDANCE, THE PROXY SHALL BE NULL AND VOID UNLESS AN ALTERNATE PROXY IS MENTIONED ON THE PROXY FORM.

4. THE MEMBER'S ATTENDANCE AT THE MEETING AUTOMATICALLY RENDERS HIS PROXY INVALID.

**(L) NOMINATIONS FROM THE FLOOR** – NOMINATIONS FOR ANY OFFICE TO BE ELECTED MAY BE MADE FROM THE FLOOR DURING THE ANNUAL GENERAL MEETING, OR DURING A SPECIAL GENERAL MEETING CALLED FOR THE PURPOSE OF ELECTIONS.

**(M) QUALIFICATIONS FOR OFFICE** – TO BE ELIGIBLE FOR THE POSITION OF COMMODORE, A NOMINEE MUST BE A FULL MEMBER WHO HAS SERVED ON A PREVIOUS EXECUTIVE COMMITTEE FOR AT LEAST TWO YEARS. TO BE ELIGIBLE FOR THE POSITION OF VICE COMMODORE, A NOMINEE MUST BE A FULL MEMBER WHO HAS SERVED ON A PREVIOUS EXECUTIVE COMMITTEE FOR AT LEAST ONE YEAR. AS A GROUP, THE FLAG OFFICERS ELECTED MUST SATISFY THE REQUIREMENT FOR BOAT OWNERSHIP AS OUTLINED IN THE BY-LAW REGARDING “FLAG OFFICERS COMMITTEE”.

- (N) **TAKING OFFICE** – AT THE DISCRETION OF THE PREVIOUS EXECUTIVE, NEWLY ELECTED FLAG OFFICERS SHALL ASSUME THEIR DUTIES WITHIN, AND NO LATER THAN, THIRTY (30) DAYS OF ELECTION. HOWEVER, NO MEETING OF THE PREVIOUS EXECUTIVE SHALL TAKE PLACE WITHOUT THE NEWLY ELECTED FLAG OFFICERS BEING NOTIFIED OF SAID MEETING IN DUE TIME, AND HAVING THE RIGHT TO ATTEND AND VOTE ON ANY BUSINESS MATTER. THE PREVIOUS EXECUTIVE SHALL NOT BE COUNTED FOR A QUORUM, NOR BE ALLOWED TO VOTE ON ANY BUSINESS MATTER BEFORE THE DULY ELECTED EXECUTIVE.

## **MEETINGS**

**10. A. ANNUAL GENERAL MEETING** – THERE SHALL BE A GENERAL MEETING OF THE FULL MEMBERS OF THE CLUB HELD IN THE FALL OF EACH YEAR, TO BE KNOWN AS “THE ANNUAL GENERAL MEETING”, OF WHICH EACH AND EVERY MEMBER OF THE CLUB SHALL BE NOTIFIED, IN WRITING, BY THE EXECUTIVE COMMITTEE, AT LEAST TEN (10) DAYS PRIOR TO THE DATE SET THEREFORE. AT THIS MEETING, SHALL BE SUBMITTED, THE REPORTS FOR THE YEAR OF EACH MEMBER OF THE EXECUTIVE COMMITTEE, THE FINANCIAL STATEMENT AND BALANCE SHEET TO DATE OF THE AFFAIRS OF THE CLUB AND REPORT OF THE AUDITOR. SIXTY (60) PERCENT OF FULL MEMBERS, OR TWENTY (20) FULL MEMBERS, WHICHEVER IS LESSER, IN GOOD STANDING, INCLUDING PROXIES, SHALL CONSTITUTE A QUORUM FOR THE ANNUAL GENERAL MEETING.

**B. ORDER OF BUSINESS** – THE ORDER OF BUSINESS AT THE ANNUAL GENERAL MEETING SHALL BE:

1. CALL TO ORDER
2. ATTENDANCE
3. PROXIES
4. ADOPTION OF AGENDA
5. APPROVAL OF MINUTES FROM PREVIOUS AGM
6. COMMODORE’S REMARKS
7. REPORTS FROM EXECUTIVE COMMITTEE
8. MOTION FOR APPROVAL OF THE EXECUTIVE ACTIONS OF THE PREVIOUS SEASON
9. MOTION FOR RENEWAL OF LIQUOR AND OTHER LICENCES REQUIRED
10. APPOINTING OF DIRECTORS OF THE MANITOBA YACHT CLUB HOLDING COMMITTEE
11. CORRESPONDENCE AND OLD BUSINESS
12. NEW BUSINESS – REVIEW OF MEMBERSHIP, DOCKAGE AND STORAGE FEES AND GENERAL BUSINESS
13. ELECTION OF OFFICERS
14. ADJOURNMENT

- C. THE COMMODORE MAY CALL A SPECIAL MEETING OF THE FULL MEMBERS AT ANY TIME, IF IN HIS/HER OPINION, THE BUSINESS TO BE DISCUSSED AT SUCH MEETING, WARRANTS A GENERAL MEETING OF FULL MEMBERS. AT LEAST TEN (10) DAYS NOTICE OF SUCH SPECIAL MEETING SHALL BE GIVEN TO ALL FULL MEMBERS, AND SUCH NOTICE SHALL SPECIFY THE REASON FOR CALLING THE SPECIAL MEETING. THE COMMODORE SHALL CALL A SPECIAL GENERAL MEETING, IF REQUESTED IN WRITING, TO DO SO BY AT LEAST TWENTY (20) FULL MEMBERS OF THE CLUB. SUCH REQUEST TO STATE THE REASON FOR SUCH MEETING. SIXTY (60) PERCENT OF FULL MEMBERS OR TWENTY (20) FULL MEMBERS, WHICHEVER IS THE LESSER, IN GOOD STANDING, INCLUDING PROXIES, SHALL CONSTITUTE A QUORUM FOR A SPECIAL GENERAL MEETING.
- D. THE FISCAL YEAR OF THE CLUB SHALL END ON THE 31<sup>ST</sup> DAY OF DECEMBER IN ANY YEAR.
- E. IN CASE, OR CASES, OF DISPUTE, ROBERTS RULES OF ORDER “REVISED” SHALL BE THE OFFICIAL GUIDE FOR ALL MEETINGS OF THE CLUB.

### **STANDING MEMORIAL COMMITTEE**

- 11. THE STANDING COMMITTEE SHALL HAVE SUCH POWERS AND DUTIES AS MAY BE DELEGATED TO THEM BY THE EXECUTIVE COMMITTEE. IN ADDITION TO SUCH DUTIES AS ARE SET OUT IN THE STANDING RULES, ALL ACTIONS TAKEN BY ANY COMMITTEE SHALL BE SUBJECT TO APPROVAL BY THE EXECUTIVE COMMITTEE. THE ROYAL MANITOBA YACHT CLUB SHALL OBSERVE ANNUALLY THE MEMORIAL SAIL PAST, TO SALUTE THEIR DEPARTED MEMBERS.

### **FLAG OFFICERS COMMITTEE**

- 12. (A) **DUTIES AND MAKEUP** – THE FLAG OFFICERS OF THE CLUB SHALL CONSTITUTE THE FLAG OFFICERS COMMITTEE. THREE (3) MEMBERS OF THE COMMITTEE SHALL FORM A QUORUM. THE DUTY OF THE FLAG OFFICERS COMMITTEE SHALL BE THE DISCIPLINE OF ANY MEMBER OF THE CLUB. AT ALL TIMES, HEREAFTER, A MAJORITY OF THE FLAG OFFICERS COMMITTEE SHALL BE OWNERS OF A CABIN CRUISER, AND SUCH OWNERSHIP SHALL BE A CONDITION OF MEMBERSHIP IN THE FLAG OFFICERS COMMITTEE, FOR AT LEAST A MAJORITY OF THE MEMBERS THEREOF.
  - (B) INFRACTIONS OF THE BY-LAWS OR STANDING RULES OF THE CLUB SHALL BE REPORTED TO AND DISPOSED OF BY THE FLAG OFFICERS COMMITTEE.
  - (C) THE FLAG OFFICERS COMMITTEE MAY SUSPEND ANY MEMBER AND DENY THE PRIVILEGES OF THE CLUB TO ANY MEMBER FOR JUST CAUSE, PROVIDED THAT A MAJORITY OF THE COMMITTEE, IS IN FAVOUR OF SUCH SUSPENSION. IN THE EVENT THAT THE COMMITTEE SUSPENDS A MEMBER

HERETO, IT SHALL NOTIFY THE MEMBER IN WRITING OF THEIR SUSPENSION, GIVING THE DATE OF THE HEARING, WHICH SHALL TAKE PLACE WITHIN TEN (10) DAYS OF DELIVERY OF SAID NOTICE. AT THE HEARING, THE MEMBER MAY ATTEND IN PERSON TO APPEAL SUCH SUSPENSION. THE DECISION OF THE COMMITTEE TO CAUTION, EXPEL, OR REQUEST RESIGNATION SUBSEQUENT TO THE SAID HEARING, SHALL BE FINAL AND BINDING UPON THE SUSPENDED MEMBER.

**(D) COMPLAINTS** – ALL COMPLAINTS BY MEMBERS SHOULD BE ADDRESSED TO THE COMMODORE IN WRITING.

## **STORAGE OF BOATS**

**13 (A) SUMMER DOCKING OR STORAGE** – ALL FULL MEMBERS SHALL HAVE THE PRIVILEGE TO BERTH THEIR OWN BOATS, AT THE CLUB BERTHING DOCKS, IN THE LOCATION DESIGNATED BY THE REAR COMMODORE, AND SHALL BE OBLIGED TO PAY FOR SUCH BERTHING, AT SUCH RATES AS ARE SET EACH YEAR AT THE ANNUAL GENERAL MEETING. A FULL MEMBER WHO WISHES TO STORE HIS BOAT DURING THE SUMMER, IN THAT AREA OF THE CLUB GROUNDS DESIGNATED FOR WINTER STORAGE, MAY BE GRANTED THE PRIVILEGE OF DOING SO UPON MAKING APPLICATION TO THE EXECUTIVE COMMITTEE FOR SUCH PRIVILEGE, AND UPON PAYMENT OF FEES ASSESSED BY THE EXECUTIVE COMMITTEE, IN LIEU OF NORMAL SUMMER DOCKING FEES, BUT ONLY PROVIDED SUCH PRIVILEGE IS GRANTED BY THE EXECUTIVE COMMITTEE, AND SUCH PRIVILEGE SHALL REQUIRE RE-APPLICATION FOR ANY SUBSEQUENT SUMMER SEASON.

**(B) WINTER STORAGE** – ALL FULL MEMBERS SHALL HAVE THE PRIVILEGE TO WINTER STORE THEIR BOATS, ON THAT PART OF THE CLUB GROUNDS SO DESIGNATED FOR THAT PURPOSE, IN A LOCATION DESIGNATED BY THE REAR COMMODORE, AND SHALL BE OBLIGED TO PAY FOR SUCH STORAGE AT SUCH RATES ARE SET EACH YEAR AT THE ANNUAL GENERAL MEETING. WINTER STORAGE OF THE BOATS IN THE RMYC YARD IS INTENDED TO BE A TEMPORARY SITUATION AND BETWEEN OCTOBER 1 AND MAY 31 OF THE FOLLOWING YEAR. NO TEMPORARY OR PERMANENT STRUCTURE SHALL BE ERECTED ON RMYC PROPERTY, BY OR ON BEHALF OF ANY RMYC MEMBER. ALL HOARDING SHALL BE AFFIXED TO THE MEMBERS BOAT OR TRAILER.

## **CLUBHOUSE OPERATION**

**14 FACILITY RENTAL** – RESPECTING SECTION (E) 2 OF THESE BY-LAWS IT MAY BE DEEMED BENEFICIAL TO THE INTERESTS OF THE CLUB TO ENTER INTO A **MANAGEMENT AGREEMENT** WITH A THIRD PARTY TO MANAGE THE OPERATION OF THE BAR AND RESTAURANT, INCLUDING THE SPACE OCCUPIED BY THE GAZEBO.

DURING THE TERM OF ANY SUCH MANAGEMENT AGREEMENT, SHOULD ONE EXIST, THE MEMBER WISHING TO RENT THE FACILITY WILL DEAL DIRECTLY WITH THE THIRD-PARTY MANAGER WITH RESPECT TO NEEDS AND RENTAL FEES.

IN THE ABSENCE OF ANY SUCH MANAGEMENT AGREEMENT THE THIRD VICE COMMODORE (HOUSE) SHALL BE RESPONSIBLE FOR PROMOTING AND BOOKING THE GAZEBO AND NEGOTIATING SAME WITH THE RESTAURANT CONTRACTOR, AND COORDINATING BAR STAFF. ALL NON-CLUB SPONSORED EVENTS HELD IN THE CLUB SHALL ATTRACT A MINIMUM FACILITY FEE WHICH MAY BE WAIVED, BY EXECUTIVE DECISION, ONLY IF FOOD SERVICE IS PROVIDED.

### **BY-LAWS**

- 15 BY-LAWS** – ADDITIONS TO, OR ALTERATIONS, IN THE BY-LAWS OF THE CLUB, MAY BE MADE ON THE MOTION OF A FULL MEMBER, PASSED AT A GENERAL MEETING OF THE FULL MEMBERS DULY CALLED FOR THAT PURPOSE, PROVIDED THAT WRITTEN NOTICE OF SUCH MOTION HAS BEEN FORWARDED TO THE EXECUTIVE COMMITTEE AT LEAST FIFTEEN (15) DAYS PRIOR TO THE MEETING IN QUESTION. A CURRENT COPY OF THE BY-LAWS WILL BE KEPT IN THE CLUBHOUSE, UNTIL SUCH TIME THE BY-LAWS ARE UPDATED AND PRINTED.

### **STANDING RULES**

- 16 STANDING RULES** – ADDITIONS TO OR ALTERATIONS IN THE STANDING RULES OF THE CLUB MAY BE MADE ON THE MOTION OF A FULL MEMBER, PASSED AT A GENERAL MEETING OF THE FULL MEMBERS DULY CALLED FOR THAT PURPOSE, PROVIDED THAT WRITTEN NOTICE OF SUCH MOTION HAS BEEN FORWARDED TO THE EXECUTIVE COMMITTEE AT LEAST FIFTEEN (15) DAYS PRIOR TO THE MEETING IN QUESTION. ALSO, ADDITIONS OR ALTERATIONS IN THE STANDING RULES OF THE CLUB MAY BE MADE BY MOTION DULY PASSED AT ANY EXECUTIVE COMMITTEE MEETING OF THE CLUB. A COMPLETE CURRENT COPY OF THE STANDING RULES IS TO BE KEPT IN THE CLUBHOUSE AT ALL TIMES. NEW OR ALTERED STANDING RULES SHALL NOT COME INTO FORCE AND EFFECT UNTIL A NEW COPY OF THE NEW AND ALTERED STANDING RULE HAS BEEN POSTED. SUCH COPIES TO REMAIN SO POSTED UNTIL AN UPDATED SET OF STANDING RULES IS POSTED IN WHICH THEY ARE INCLUDED. WITHIN THIRTY (30) DAYS OF INITIATION, A COPY OF THE NEW OR ALTERED STANDING RULES SHALL BE MAILED TO ALL MEMBERS OF ALL CLASSES. ALL STANDING RULES WILL BE REVIEWED BY THE EXECUTIVE COMMITTEE AT THEIR FIRST MEETING, OR AS SOON AS REASONABLY POSSIBLE, AND THE MINUTES OF THAT MEETING WILL SHOW THAT THE REVIEW HAS TAKEN PLACE.

## NOTICES

- 17 METHOD OF GIVING** – ANY NOTICE, COMMUNICATION, OR OTHER DOCUMENT TO BE GIVEN BY THE CLUB TO A MEMBER, A MEMBER OF A COMMITTEE, OR A SUB-COMMITTEE, OFFICER OR AUDITOR OF THE CLUB BY LAW, OR UNDER THE PROVISION OF THE BY-LAWS OR STANDING RULES OF THE CLUB SHALL BE SUFFICIENTLY GIVEN IF DELIVERED PERSONALLY TO THE PERSON TO WHOM IT IS TO BE GIVEN, OR IF DELIVERED TO THEIR LAST ADDRESS AS RECORDED ON THE BOOKS OF THE CLUB, OR IF MAILED BY PREPAID MAIL IN A SEALED ENVELOPE ADDRESSED TO THEM AT THEIR LAST ADDRESS AS RECORDED IN THE BOOKS OF THE CLUB, OR IF SENT BY ANY MEANS, OR WIRE OR WIRELESS, OR ANY OTHER FORM OF TRANSMITTED OR RECORDED COMMUNICATION. THE CLUB MAY CHANGE THE ADDRESS ON THE BOOKS OF THE CLUB OF ANY MEMBER IN ACCORDANCE WITH ANY INFORMATION BELIEVED BY THEM TO BE RELIABLE. A NOTICE, COMMUNICATION, OR DOCUMENT SO DELIVERED SHALL BE DEEMED TO HAVE BEEN GIVEN WHEN IT IS DELIVERED PERSONALLY, OR AT THE ADDRESS AFORESAID; AND A NOTICE, COMMUNICATION OR DOCUMENT SO MAILED SHALL BE DEEMED TO HAVE BEEN GIVEN WHEN DEPOSITED IN A POST OFFICE, OR PUBLIC LETTER BOX; AND A NOTICE SENT BY ANY MEANS OF WIRE OR WIRELESS, OR ANY FORM OF TRANSMITTED OR RECORDED COMMUNICATION COMPANY OR AGENCY OR ITS REPRESENTATIVE FOR DISPATCH.
- 18 COMPUTATION OF TIME** – IN COMPUTING THE DATE WHEN NOTICE MUST BE GIVEN, UNDER THE PROVISION OF THE BY-LAWS OR STANDING RULES OF THE CLUB, REQUIRING A SPECIFIC NUMBER OF DAY'S NOTICE OF ANY MEETING OR OTHER EVENT, THE DATE OF GIVING NOTICE AND THE DATE OF THE MEETING OR OTHER EVENT SHALL NE EXCLUDED.
- 19 OMMISSIONS AND ERRORS** – THE ACCIDENTAL OMMISION TO GIVE ANY NOTICE TO ANY MEMBER, MEMBER OF A COMMITTEE, OR SUB-COMMITTEE, OFFICER OR AUDITOR, OR THE NON-RECEIPT OF ANY NOTICE BY ANY MEMBER, MEMBER OF A COMMITTEE OR SUB-COMMITTEE, OFFICER OR AUDITOR, OR ANY ERROR IN ANY NOTICE, NOT AFFECTING THE SUBSTANCE THEREOF, SHALL NOT INVALIDATE ANY ACTION TAKEN AT ANY MEETING PURSUANT TO SUCH NOTICE, OR OTHERWISE FOUNDED THEREON.
- 20 WAIVER OF NOTICE** – ANY MEMBER, MEMBER OF A COMMITTEE, OR SUB-COMMITTEE, OFFICER OR AUDITOR, MAY WAIVE ANY NOTICE REQUIRED TO BE GIVEN, UNDER ANY PROVISION OF THE BY-LAWS OR STANDING RULES OF THE CLUB, OR OF THE COMPANIES ACT, AND SUCH WAIVER WHETHER GIVEN BEFORE OR AFTER THE MEETING, OR OTHER EVENT OF WHICH NOTICE IS REQUIRED TO BE GIVEN, SHALL CURE ANY DEFAULT IN GIVING SUCH NOTICE.



## **INTERPRETATION**

- 21** IN THESE BY-LAWS AND ALL OTHER BY-LAWS, OR STANDING RULES OF THE CLUB, WORDS IMPORTING THE SINGULAR MEMBER ONLY SHALL INCLUDE THE PLURAL AND VICE-VERSA. WORDS IMPORTING THE MASCULINE GENDER SHALL INCLUDE THE FEMININE AND NEUTER GENDERS. “THE COMPANIES ACT” SHALL MEAN THE COMPANIES ACT (MANITOBA) AS AMENDED FROM TIME TO TIME OR ANY ACT THAT MAY HEREAFTER BE SUBSTITUTED THEREFORE.

## **REPEAL AND COMING INTO FORCE**

- 22** ALL FORMER BY-LAWS OF THE CLUB ARE REPEALED FROM AND AFTER THE COMING INTO FORCE OF THESE BY-LAWS WITHOUT PREJUDICE TO ANY ACTION HERETOFORE TAKEN THEREUNDER.