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# BYLAWS OF SUFFOLK COUNTY BOAT CLUB, INC

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Adopted June 21, 1996



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Bylaws of  
SUFFOLK BOAT CLUB, INC.

ARTICLE 1

NAME

Section 1.1 The name of this organization shall be Suffolk Boat Club, Inc.

Not-For-Profit-Organization

Section 1.2 This is a type "B" Not-For-Profit Corporation organized under the laws of the State of New York and shall have all of the rights, powers and privileges accorded such an organization under New York law.

ARTICLE 2

Objects

Section 2.1 The objects of Suffolk Boat Club, Inc. shall be:

2.1.1 To selectively associate congenial persons of good character having a common love and appreciation of boating as a recreational activity.

2.1.2 To encourage and promote boating as a means to foster fraternal and social relationships among persons so interested.

2.1.3 To encourage and promote a high amateur standard of skill and safety in handling and navigation of boats, power and sail.

2.1.4 To encourage its members to abide by recognized boating traditions, customs, and etiquette.

2.1.5 To render and encourage its members to render such altruistic, patriotic, or other civic service as it may from time to time determine or elect.

2.1.6 To encourage the installation and maintenance of improvements and facilities relating to boating and navigation and to provide boating facilities for the principal use of its members.

2.1.7 To provide social activities incidental to the foregoing purposes.

Word and Term Meaning

Section 2.2 As used herein, unless the context clearly indicates otherwise, the term:

2.2.1 "Club" or "SBC" means Suffolk Boat Club, Inc.

2.2.2 Members, officers, committees, and subjects treated generally refer to and mean those of Suffolk Boat Club, Inc.

2.2.3 Policy and authority of Suffolk Boat Club, Inc. refers to and means the bylaws and the policies adopted by the membership and Board of Directors which are not inconsistent herewith.

Section 2.3 Any word denoting gender used in these bylaws shall apply equally to either gender as the context may require.

## ARTICLE 3

### Membership

Section 3.1 Membership in SBC is a privilege, not a right, and shall be extended by invitation only. Membership shall at all times be contingent upon fulfillment of all obligations to SBC. Any prospective member shall be socially acceptable to the other members of SBC and be able and willing to contribute energy and skill to its objects.

Section 3.2 There shall be the following classes of membership: active members, associate members, and honorary members.

3.2.1 An active member may be an individual or a husband and wife, or a couple who reside together and who are proposed, invited into membership, accept such invitation, and are inducted.

3.2.2 Associate members of this Club shall consist of (1) past commodores of this Club and (2) persons who have been active members for ten (10) or more years, and who have permanently moved their residence from Suffolk County, New York, and who have been proposed for such class of membership and who shall have been granted associate membership by the Board of Directors. Associate members shall not hold elective office or be entitled to vote at any meeting of the Club; nor rent the clubhouse at member rates; nor be entitled to docking privileges. The Board of Directors shall establish an annual fee of no less than \$10.00 for associate members to defray administrative and mailing costs.

3.2.3 Honorary membership may be conferred by the Board of Directors for not more than one year at a time upon any person not a member of SBC who has rendered conspicuous service in the interest of this Club. Honorary members shall not be subject to the payment of entrance fees and dues. Honorary members shall not have any of the privileges extended to other classes of members except that they may wear the SBC membership lapel pin and fly the Burgee.

3.2.4 No blanket invitation to membership may be made by any person to any group of persons. Invitation to membership may be extended only in writing to individuals who must accept such invitation in writing within thirty days of mailing of the invitation or forfeit the privilege. Successive invitations to membership may be extended only upon a two-thirds vote of the Board of Directors present and voting at a duly constituted meeting.

3.2.5 The nomination of a candidate for active or associate membership in this Club must have been endorsed by one or more active members and must have been evaluated by the Board of Directors for final action. Election to any class of membership shall require a two thirds vote of the Board of Directors present and voting at a duly constituted meeting of said Board.

3.2.6 No member of the Board of Directors shall disclose any member's vote or make any comment on or discuss outside the Board's meetings any invitation to membership. No one may—disclose the name-of-any- person- considered for. Membership to anyone not an active member of SBC. No one shall be entitled to receive information from any member of the Board of Directors concerning the invitation or non-invitation of any person to membership in SBC, except that a member proposing a person for membership shall be informed by the Board of Directors as to the status of the proposal. Nothing herein, however, shall preclude the Board of Directors or the Commodore announcing in the newsletter or at a duly called membership meeting that a proposal for membership for a named individual is under consideration.

## ARTICLE 4

### Rules and Regulations

Section 4.1 All rules and regulations not inconsistent herewith passed at regular and special meetings of the Suffolk Boat Club, Inc. and by the Board of Directors, shall be just as binding as these Bylaws and together with these Bylaws shall be considered the governing law and policy and authority of the Suffolk Boat Club, Inc.

## ARTICLE 5

### Officers and Committees - General Provisions

Section 5.1 Elected officers, committee chairmen, committee members and all appointees shall be subject to the following general provisions:

5.1.1 All elected officers, committee chairmen and committee members shall be active members of SBC.

5.1.2 Except as otherwise provided in these bylaws, an officer, committee members and appointees shall: (1) be elected or appointed biennially; (2) serve for two years, at the discretion of the board after year one, or until their successors are elected or appointed, or if applicable, installed; and (3) begin their term of office at the time at which they are elected or appointed, or if applicable, installed.

5.1.3 No active member shall be nominated for or hold more than one elective flag office simultaneously.

5.1.4 The Commodore shall not be eligible to succeed himself unless he is serving out an unexpired term.

5.1.5 A vacancy occurring in any elective office shall be filled by the Board of Directors until the next annual meeting of this Club and a vacancy occurring in any appointive office shall be filled by appointment of the Commodore.

5.1.6 Upon leaving office, elected and appointed officers and committee chairmen shall turn over to their successors all records, reports, communications and documents in their possession and pertaining to the affairs of this Club.

5.1.7 In the event the Commodore, Vice Commodore or the Rear Commodore is determined by self-declaration or by two-thirds vote of the Board of Directors to be incapable of performing the duties of office because of illness or otherwise, the Board of Directors may assign the duties and powers of such office to a past Commodore agreeable to serve. Such assumption of duties by a past Commodore shall last only until the earliest of: (1) the next annual meeting of this Club; (2) the officer rescinds the self-declaration of incapability; (3) the Board of Directors rescinds its declaration of incapability; or (4) the next meeting at least fifty (50) days after the declaration of incapability at which meeting the Board of Directors shall recommend to the membership whether the period of incapability should be extended or the office declared vacant.

### Elected Officers and Committees

Section 5.2 The elected bridge officers of SBC shall be the Commodore, who shall be the ranking officer, the Vice Commodore, the Rear Commodore, the Secretary, the Treasurer and the Financial Secretary, which officers shall be elected by the active members at the November meeting each year. The offices of Treasurer and Financial Secretary may be held by the same person if so authorized by the Board of Directors.

### Elected Assistants

Section 5.3 The Board of Directors may authorize election of an assistant secretary and/or an assistant treasurer. Any such officers shall assist their principals and, in the absence, or incapacity of their principals, act in the principals' stead.

### Elected Committees

Section 5.4 There shall be a Board of Directors consisting of the elected bridge officers, the immediate past Commodore and four (4) active members from the general membership nominated for such position and elected by the active members at the November meeting each year for staggered terms of three (3) years, with two (2) being elected in one year and one (1) in each of the other years of a three (3) year cycle.

Section 5.5 There shall be a Nominating Committee consisting of the Board of Directors.

Section 5.6 There shall be a Bylaws Committee consisting of the Board of Directors.

Section 5.7 There shall be an Auditing Committee consisting of the Board of Directors.

Section 5.8 There shall be a Membership Committee consisting of the Board of Directors.

### Appointed Committees

Section 5.9 Certain standing committees shall report to the Board of Directors:

5.9.1 The Planning Committee shall be composed of three members, one of whom shall be appointed annually by the Commodore for a term of three (3) years; It shall study matters concerning the general welfare of this Club and make recommendations thereon to the Board of Directors. Items for study may be referred to it by the Commodore, the Board of Directors or the membership, or may arise within the Planning Committee itself. It shall file an annual report with the Board of Directors at its meeting preceding the annual meeting.

5.9.2 The Budget and Finance Committee shall be composed of the Commodore, Treasurer and Financial Secretary, the Commodore serving as Chairman. It shall prepare the budget and, in general, plan the overall financial affairs of SBC. It is the responsibility of this committee to present a budget annually to the Board of Directors for approval prior to its being presented to the active members for adoption.

Section 5.10 Certain appointed committees shall report to the Commodore or their respective department heads as required or directed.

5.10.1 The House Committee shall be composed of the Rear Commodore and two (2) members appointed annually by the Commodore. It shall maintain the clubhouse, operate and stock the bar, and supply the kitchen with equipment and consumables.

5.10.2 The Building and Grounds Committee shall be composed of a Chairman and two (2) members who shall maintain the clubhouse exterior, structure, docks and grounds.

5.10.3 The Personnel Committee shall be composed of three (3) members appointed annually by the Commodore. It shall maintain an inventory of the skills of each member so that these skills may be called upon for staff positions, committee chairmen, committee members, etc.

5.10.4 The Club Usage Committee shall schedule and arrange for use of the clubhouse by other organizations and members and shall consist of a Chairman and Assistant Chairman

5.10.5 Other committees, as appointed by the Commodore, shall perform such duties as are usual for their particular operation and as may be directed and shall make such reports as are required by their operations.

### Other Appointed Officers

Section 5.11 The Commodore may appoint a Law Officer who shall be an attorney at law authorized to practice as such. The law officer shall perform such legal duties as may be assigned by the Commodore or by the Board of Directors and which concern the affairs of the Club.

Section 5.12 The Commodore may appoint a Supply Officer who shall have charge of the procurement and sale to members of ensigns, insignia and other Club paraphernalia. The supply officer shall be responsible to the treasurer for all funds received from the sale of supplies.

Section 5.13 The Commodore may appoint a Property Officer who shall have responsibility for all Club property which is not procured for resale to members and who shall maintain a current listing of such property showing location, date procured and condition. A copy of the listing shall be supplied to the treasurer upon request.

Section 5.14 The Commodore may appoint a Chaplain, a Flag Officer, Fleet Captains or such other aides as are deemed necessary to perform such duties as the Commodore or the Board of Directors may assign.

## ARTICLE 6

### Duties and Powers of Officers and Committees

Section 6.1 The Commodore shall:

6.1.1 Preside at all meetings of this Club and its Board of Directors.

6.1.2 Execute all written instruments in the name of SBC when directed by the Board of Directors or by the membership.

6.1.3 Have command of the fleet when the vessels of this Club are formally assembled.

6.1.4 Appoint with the concurrence of the Board of Directors appointive officers and the chairmen and members of the appointive committees.

6.1.5 Be an ex officio member of all committees and boards of this Club.

6.1.6 Publish the Suffolk Boat Club Newsletter.

Section 6.2 The Vice Commodore shall (1) assist the Commodore; (2) in the temporary absence or incapacity of the Commodore, perform the duties and exercise the powers of the Commodore.

Section 6.3 The Rear Commodore shall: (1) assist the Commodore; (2) in the temporary absence or incapacity of the Vice Commodore perform the duties and exercise the powers of the Vice Commodore; and (3) serve as chairmen of the House Committee.

Section 6.4 The Secretary shall:

6.4.1 Have custody of all corporate records, bylaws, and the corporate seal of SBC.

6.4.2 Attest to and affix the corporate seal to written instruments when so directed by the Board of Directors.

6.4.3 Keep a record of all proceedings of this Club and of the Board of Directors, of the attendance at meetings and of all matters of which a record may be deemed advisable, in books belonging to this Club, which records shall at all reasonable times be open to inspection by any active member. No detailed records shall be kept relating to votes on invitations to membership.

6.4.4 Keep an up-to-date record of all members of this Club, including for each member: name, address, telephone number, certificate date and number, type of membership, vessel data and other pertinent information and prepare an annual roster through an Ad Hoc Committee appointed by the Commodore.

6.4.5 Keep and preserve all documents, records, reports, and official correspondence connected with the business of this Club.

6.4.6 Before adjournment, read the minutes of the meeting for correction and approval and at the following meeting, read the minutes for information only.

6.4.7 Send the required notices of all regular and Board of Directors meetings and an list of candidates for office to be voted upon at any election.

6.4.8 Make a report at the annual meeting and at such other times as the Commodore or the Board of Directors may request.

6.4.9 Perform such other appropriate duties as may be assigned by the Commodore or the Board of Directors or as may be required.

Section 6.5 The treasurer shall:

6.5.1 Collect and hold in the name of Suffolk Boat Club all moneys belonging to this organization.

6.5.2 Pay all bills contracted by the Club which have been approved by the Board of Directors or by the Chairman of a committee which has contracted the same by virtue of appropriations made by the Board of Directors or by the adopted budget.

Make interim reports - including statements of-receipts, disbursements and financial condition at each meeting or at such times as the Commodore or the Board of Directors may direct and prepare an annual report as of the last day of the fiscal (business) year.

6.5.4 Keep and preserve an accurate record of all moneys received and disbursed and of all property.

6.5.5 Send to the last known address of each member a bill for the member's dues for the following dues year prior to December 1.

6.5.6 No later than fifteen (15) days prior to the end of the current dues year, notify all members whose following-year dues have not been received that, should such dues be unpaid two weeks after the beginning of the following dues year, their membership will be terminated without further notice.

6.5.7 Prepare and file in a timely manner all required federal, state and local tax and information returns.

6.5.8 Perform such other appropriate duties incident to the office as are required or as the Commodore or the Board of Directors may direct.

6.5.89 The treasurer's records shall, at all reasonable times, be open to the inspection of any member in good standing and shall be audited annually by the Auditing Committee.

Section 6.6 The Financial Secretary shall:

6.6.1 Serve as Chairman of the\* Budget and Finance Committee.

6.6.2 Prepare and send to the Treasurer bills for all monies due the Club for dues, assessments, utilities reimbursements, Club usage donations and dockage and report to the Board of Directors on collections.

6.6.3 Certify the Club membership roster, including associate and honorary members.

Board of Directors

Section 6.7 The Board of Directors shall:

6.7.1 Meet monthly, except July and August, or when convened by the Commodore, have general charge of the policy, management and finances of this Club, be vested with and have legal custody of all Club property and appropriate such sums as may be deemed advisable within the limits of the Club's resources for normal and usual operations.

6.7.2 Issue invitations to all classes of Club membership.

6.7.3 Carry on normal business of this Club between meetings of the membership.

6.7.4 Establish committees and appoint members thereto as may seem advisable and in the best interests of the Club.

6.7.5 Consult with and advise the Commodore regarding appointments to offices and committees.

6.7.6 With the advice of the Treasurer, designate depositories insured by an agency of the United States Government in which Club funds shall be kept and approve the budget for submission to the members.

6.7.7 Enforce the authority given it under these bylaws and take any necessary action to advance the best interests of the Club.

6.7.8 Invite the Law Officer to its meetings when legal expertise is desirable. The Law Officer shall be entitled to speak at such meetings but shall not be entitled to vote.

#### General Committees

Section 6.8 The Nominating Committee shall select a candidate for each elective office provided herein and shall submit its written report to the secretary at least twenty (20) days prior to the November meeting.

Section 6.9 The Bylaws Committee shall be familiar with the current edition of the Bylaws and prepare recommendations as necessary to keep the bylaws current. It shall prepare the wording of proposed amendments as may be directed by the Board of Directors by the membership.

Section 6.10 The Auditing Committee shall examine all records of the treasurer as of the last day of the fiscal year and submit a report of its findings for action by a membership meeting not more than sixty (60) days after the end of the fiscal year. An additional audit shall be performed should a different individual assume the office of Treasurer prior to the end of the fiscal year.

Section 6.11 Each of the above committees shall act as sub-committees of the Board of Directors and shall be chaired by an at-large director appointed by the Commodore.

### ARTICLE 7

#### Dues and Entrance Fees

Section 7.1 The entrance fees and annual dues of dues-paying classes of membership shall be reviewed each year by the Board of Directors and its recommendations for the following year shall be presented to and voted upon by the active members no later than the November meeting. Such fees and dues shall be as so determined provided, however, that in the event no such fees or dues are so fixed for any dues year, fees and dues shall be the same as for the preceding year.

Section 7.2 The dues of this Club shall be due and payable on or before the commencement of the year for which the dues are assessed.

Section 7.3 Dues for new members shall be prorated on a monthly basis from the first day of the month in which the invitee signs and dates the acceptance of membership to the end of the dues year.

Section 7.4 Non-payment of Club dues may be excused or delayed by the Board of Directors for good reason, upon written application of a member.

### ARTICLE 8

#### Membership, Resignation and Reinstatement

Section 8.1 An Active Member in good standing may propose an individual or individuals for any class of file membership by submitting to the Board of Directors a Proposal for Membership Form signed by the proposer and one other Active Member in good standing. The Directors shall investigate the qualifications of the proposee as to character, moral fitness, financial stability, interest in boating activities and social compatibility with the Club's membership, and if by consensus found to be acceptable, the name or names shall be published in the newsletter as having been proposed and being under consideration for membership. If no adverse comments are received by members of the Board of Directors prior to its following month's regular meeting, the Board of Directors may, by resolution, issue an Invitation to Membership, accept dues, and invite the proposee to the next regular membership meeting for induction. In the event three (3) directors' dissent upon

initial review of a proposal or subsequently vote negatively on the motion to issue an invitation, the proposal shall be returned to its originator without further action and may be resubmitted after ninety (90) days.

Section 8.2 A member proposing a person or persons for membership shall have invited such person or persons to attend a Club membership meeting prior to making a proposal for membership.

Section 8.3 Resignations shall be made in writing addressed to the Secretary, except that failure to pay dues shall be treated as a resignation effective on the last day of the previous fiscal year. Paid dues shall not be refunded upon resignation.

Section 8.4 Reinstatement shall be treated in the same manner as set forth in Section 8.1.

## ARTICLE 9

### Meetings, Notices and Quorums

Section 9.1 Regular business meetings shall be held on the third Friday of each month from September to June of the following year, inclusive, at the clubhouse. The Board of Directors may designate other times and places for such regular business meetings upon proper notice. The Board of Directors shall meet as required by Section 6.7.1 herein.

Section 9.2 If a holiday or other circumstance makes it impractical to hold any meeting as provided herein, the Board of Directors may waive such meeting or set another meeting date. The membership shall be notified accordingly.

Section 9.3 The Annual Meeting shall be held at the December holiday party at the clubhouse at which time installation of officers shall be held.

Section 9.4 At the discretion of the Commodore or the Board of Directors, special membership meetings may be called at any reasonable time and shall be called by the Secretary upon written request of five (5) or more active members. Special by meeting three (3) of or the more Board members of Directors of the may Board be called by the Commodore or upon written request of Directors.

Section 9.5 Except as provided in Section 9.2 herein, notices of all regular meetings of the Club and of the Board of Directors shall be published in the Newsletter. Special meetings may be called by telephone notice of the Commodore. All regular meetings scheduled for the year shall be printed and distributed in January.

Section 9.6 At any regular or special meeting, twenty (20%) percent of the active members, as determined by the records of the Club, shall constitute a quorum.

Section 9.7 A quorum for any Board of Directors meeting shall be a majority of its members. For a membership meeting, it shall be ten (10) active members, two (2) of whom are elected officers.

Section 9.8 Voting at regular and special meetings shall be as follows:

9.8.1 Each active member present including each spouse or member of a couple and in good standing in the Club shall have one vote on each question.

9.8.2 Voting shall be by voice unless a poll is demanded by an active member duly qualified to vote, in which event, votes shall be cast by a show of hands. Upon a motion supported by at least one-fifth (1/5) of the active members present and voting, a roll call vote shall be held. The presiding officer may require that voting be by secret ballot if circumstances warrant.

9.8.3 The presiding officer shall vote only when necessary to decide a tie.

9.8.4 Voting at an election shall be as provided in 11.4 herein.

## ARTICLE 10

### Order of Business and Rules of Order

Section 10.1 Unless otherwise provided by the active members or by the presiding officer at the outset of the meeting, the following order of Business shall be observed at all meetings of the membership and the Board of Directors:

10.1.1 Invocation.

10.1.2 Pledge of Allegiance.

10.1.3 Reading of the minutes of the proceeding meeting for information.

10.1.4 Good and welfare.

10.1.5 Reports of Officers.

10.1.6 Reports of Committees.

10.1.7 Communications and bills.

10.1.8 Unfinished business.

10.1.9 Nomination or election of Officers (if any to be nominated or elected).

10.1.10 New business.

10.1.11 Reading of minutes for correction and approval.

10.1.12 Adjournment.

Section 10.2 Orderly parliamentary procedure shall govern at all meetings. All questions of procedure not otherwise covered herein shall be determined in accordance with the most current edition of Robert's Rules of Order, Newly Revised.

## ARTICLE 11

### Nominations, Elections and Voting

Section 11.1 Candidates for office to be voted upon at the November meeting may be nominated (1) by the Nominating Committee as herein provided or (2) by petition in writing signed by at least five active members in good standing and filed with the secretary at least fifteen (15) days before the date of election.

Section 11.2 If vacancies exist in the properly formulated slate of nominees at the time of the election, they shall be filled by nominations from the floor duly made by active members.

Section 11.3 No active member shall be eligible for nomination without first signifying willingness and ability to serve if elected.

Section 11.4 At any election, each active member present and in good standing shall have one vote for each office to be filled. Voting shall be in the following manner:

11.4.1 Cumulative voting is prohibited.

11.4.2 Election to an uncontested office may be effected by a supported motion and a ballot cast and recorded by the secretary.

11.4.3 Election to a contested office shall be effected by secret ballot, unsigned and cast in person. Such elections shall be determined by a judge of election and not less than three (3) tellers, all of whom shall be appointed by the Commodore. The secret ballots shall be delivered to the judge of election and opened and inspected by the tellers, and the final results shall be tabulated and announced to the members before the close of the meeting.

## ARTICLE 12

### Miscellaneous

Section 12.1 Any person collecting moneys for any activity of the Club shall be prepared at all times to make a full and complete accounting of the same to the Commodore and to the Board of Directors.

Section 12.2 No officer or member shall contract any bills in the name of the Club unless previously authorized by the Board of Directors or by the adopted budget.

Section 12.3 When any account authorized by the Board of Directors or by the adopted budget is closed, any excess funds therein and a complete accounting shall be promptly turned over to the treasurer.

Section 12.4 No person shall take advantage of Club membership status in order to achieve personal gain or remuneration which would otherwise be unavailable, provided however, a member may do business with or render services to the Club for monetary consideration, provided that his interest in such transaction, if not otherwise known, is fully disclosed to the Board of Directors.

Section 12.5 The Club fiscal (business) year shall be for twelve (12) consecutive months beginning on 1 January and ending on the last day of December.

Section 12.6 All publications or notices of any nature issued by this Club shall have the prior approval of the Commodore or the Board of Directors before being sent to members or to the public.

## ARTICLE 13

### Discipline

Section 13.1 A member may be censured, suspended, placed on probation, expelled or his resignation may be requested by a two-thirds (2/3) vote of the Board of Directors, if found guilty of any offense or misconduct which may be deemed prejudicial to the best interests of the Club. Should a member whose resignation has been requested by the Board of Directors fail to comply with such a request within fifteen (15) days from the mailing thereof by certified mail, such failure to resign shall automatically act as an expulsion from membership in the Club.

Section 13.2 Any member or members having a complaint to make against any other member or members for an infraction of these Bylaws or for any misconduct or for any conduct prejudicial to the best interests of the Club shall make such complaint in writing addressed to the Secretary and such complaint must set forth the facts of the case, together with the names and addresses of the witnesses where applicable.

Section 13.3 After receiving such a complaint, a meeting of the Board of Directors shall be held as soon as practicable but not later than one month after the receipt of said complaint to investigate such complaint. At a future special meeting called for that purpose only, a hearing shall be held to determine the merits of the complaint. The complaining parties, all witnesses and the member or members charged with the misconduct or other infraction shall be given two (2) weeks' notice of the hearing with a copy of the charges.

Section 13.4 At the hearing, all parties involved in the complaint shall be heard. All statements and evidence taken shall be reduced to writing and shall be filed with the secretary. The decision of the Board of Directors shall be filed with the secretary who shall forward copies thereof by mail to the member or members complained of and the member or members filing the complaint.

## ARTICLE 14

### Flags, Uniforms, Insignia and Etiquette

Section 14.1 Flags, uniforms, insignia and matters of etiquette shall conform to the policy and authority of SBC and generally accepted Yacht Club tradition.

Section 14.2 SBC Burgee may be flown from the mast of the clubhouse or from any member's boat.

Section 14.3 The Club Burgee shall be a pointed flag with letters S, B and C in International Code; the S being the upper part close to the fly, the B in the lower part close to the fly, and the C starting one-third (1/3) from the fly.

## ARTICLE 15

### Club Publication

Section 15.1 The official Club publication shall be known as "Suffolk Boat Club Newsletter".

## -ARTICLE-16-

### Distribution of Assets After Termination

Section 16.1 No member of this Club shall have, as an individual, any interest in or title to its assets which shall be devoted exclusively to Club purposes.

Section 16.2 In the event of dissolution and voluntary surrender, or of revocation of this Club's corporate charter, all assets then belonging to SBC shall be assigned to another organization which qualifies for a Club tax exemption (under Section 501(c) of the Internal Revenue Code of 1986, as from time to time amended, and any rules and regulations promulgated thereunder, or such other section of the code by which SBC is exempt) as selected by the Board of Directors. If no such body exists or no selection is made, the assets of this Club shall be assigned as required under the New York Not-For-Profit Corporation Law.

## ARTICLE 17

### Amendments

Section 17.1 These bylaws may be amended by a two-thirds (2/3) vote of the active members present and voting at any regular or special meeting, provided that a quorum is present at the time the vote is taken AND (1) the proposed amendments are stated in the notice of the meeting at which action is to be taken thereon and (2) the proposed amendments shall be posted on the Club bulletin board for fourteen (14) days prior to action by the membership.

Section 17.2 When proposed amendments are properly before any meeting for consideration, they may, before final action is taken thereon, be changed by a majority vote, provided the change is germane to the subject of the amendment under consideration.

Section 17.4 Amendments to these bylaws shall not become effective until notice of such approval is provided to each active member. Notice of approval in the Club publication, duly issued and circulated, shall fulfill the above requirement.

## ARTICLE 18

### Corporate Seal

Section 18.1 The Corporate Seal of this corporation shall have inscribed thereon the name, the year of its incorporation and the words: "Corporate Seal Suffolk Boat Club, Inc. 1958 ".

Revisions:

Jan 11, 2024 - revised paragraph 5.2 accepted via vote of a quorum of members:

From:

5.1.2 Except as otherwise provided in these bylaws, an officer, committee members and appointees shall: (1) be elected or appointed annually; (2) serve for one year or until their successors are elected or appointed, or if applicable, installed; and (3) begin their term of office at the time at which they are elected or appointed, or if applicable, installed.

To:

5.1.2 Except as otherwise provided in these bylaws, an officer, committee members and appointees shall: (1) be elected or appointed biennially; (2) serve for two years, at the discretion of the board after year one, or until their successors are elected or appointed, or if applicable, installed; and (3) begin their term of office at the time at which they are elected or appointed, or if applicable, installed.