

VENICE SAILING SQUADRON BY-LAWS

Amendment April 2016

ARTICLE I

1. The name of this non-profit corporation shall be VENICE SAILING SQUADRON, hereinafter referred to as THE SQUADRON.
2. The Squadron pennant shall be that shown in Exhibit A.

ARTICLE II

1. The purpose of the Squadron shall be to encourage the sport of sailing, to promote the science of seamanship and navigation, to sponsor cruises, races and instruction classes, and to foster a spirit of good fellowship, courtesy and sportsmanship; to sponsor entertainment and refreshments for members and their guests.
2. Special attention shall be paid to young members.

ARTICLE III

1. The officers of the Squadron shall be a Commodore, and a Vice Commodore known as Bridge officers. A Secretary, Treasurer, Fleet Captain Cruising, Fleet Captain Racing, and a Fleet Captain Operations all of whom shall be known as Flag officers. All Officers shall be members in good standing.
2. The term of all Flag officers shall be for a minimum of two years. Vacancy in any of these offices shall be filled by the Board subject to approval by the membership present at the next regular meeting. The Bridge Officers will normally serve one year as Vice Commodore and one year as Commodore but may serve an additional year with the approval of Membership. It is the intention of the Squadron to promote continuity by limiting the number of Flag Officers changing to no more than three years.
3. It shall be the duty of the Commodore to:
 - a.) preside at meetings;
 - b.) appoint all committees;
 - c.) are an ex officio member of all committees;
 - d.) have command of the Squadron;

- e.) call a meeting of the Board not less than four times per year and special meetings of the Board whenever considered necessary;
 - f.) call special meetings of the membership whenever considered necessary or at the written request of twenty-five per-cent (25%) of the voting membership; and
 - g.) make a full report of all property belonging to the Squadron, both real and personal, and present the report to the membership at the end of the term office.
4. It shall be the duty of the Vice Commodore to:
- a) assist in the discharge of the Commodore's duties;
 - b) officiate for and perform the duties of the Commodore in the Commodore's absence; and
 - c) oversee communications including the Telltale and Website.
5. It shall be the duty of the Fleet Captain Operations to:
- a.) assist all other officers in the discharge of their duties;
 - b) establish and coordinate a contract for the venue for the General Meetings
 - c) Coordinate programs for each of the General Meetings
 - d) prepare a budget for programs and venue, present it to the board and if approved manage the function within the budget.
6. It shall be the duty of the Fleet Captain Racing to:
- a.) establish a Racing Committee
 - b.) administer the Racing program in accordance with VENICE SAILING SQUADRON POLICIES RACING SAILING INSTRUCTIONS.
 - c.) recommend changes to the INSTRUCTIONS as appropriate.
 - a) prepare a budget for the program, present it to the Board and if approved manage the program within that budget.
7. It shall be the duty of the Fleet Captain Cruising:
- a.) establish a Cruising Committee
 - b.) inquire of the membership interest in specific cruises.
 - c.) appoint a Cruise Master for each Cruise
 - d.) prepare a budget for the Cruise Program, present it to the Board and if approved operate the program within that function.
8. The Secretary shall:
- a.) keep written minutes of all Board meetings, the annual membership meeting, and other membership meetings that require a quorum of the membership be present to conduct Squadron business. and
 - b.) keep all Squadron records except those pertaining to the office of Treasurer.

9. The Treasurer shall:
 - a.) collect all funds due the Squadron and shall disburse funds of the Squadron only as authorized by the Board;
 - b.) shall sign all checks drawn against the Squadron's account;
 - c.) report the condition of the Squadron's account at each regular meeting of the Board and at membership meetings on request;
 - d.) keep an accurate record of the membership of the Squadron and maintain a written list of the members in good standing;
 - e.) collect all fees, dues, and assessments due and payable to the Squadron; and
 - f.) issue membership cards to all members upon payment of dues.

ARTICLE IV

1. The affairs of the Squadron shall be managed by a Board consisting of the elected Squadron Officers and four directors, who shall be members in good standing. The board shall be presided over by the Commodore, and in case of a tie vote, the Commodore shall cast the deciding vote.
2. There shall be two directors elected each year for a two year term.
3. The immediate Past Commodore shall serve as an advisor to the Board.
4. There shall be a meeting of the Board at least four times a year, or upon request of any three members of the Board, or upon the written request of twenty-five percent (25%) of the voting membership of the Squadron.
5. Seven members of the Board shall constitute a quorum to do business.
6. The Board members are required to attend all scheduled meetings of the Board. Any Board member who misses three consecutive meetings shall be dismissed from the Board and any office held in the Squadron, after being given an opportunity to resign or be excused. A member losing office may continue membership in the Squadron.
7. Board members are expected to take responsibility for the following Squadron activities;
 - a.) membership including publicity and Directory
 - b.) dockside and Change of Watch including coordination of both land activities

c.) Annual Holiday Party

ARTICLE V

1. The annual meeting of the membership shall be held each year in the month of May.
 2. During the month of March, prior to the annual meeting, it shall be the duty of the Commodore to appoint a Nominating Committee to select qualified nominees for the open positions of Officers and Directors. The Nominating Committee shall consist of one current director and two persons from the regular membership. The Committee shall report its nominations to the full membership at the regular meeting in April. Prior to the voting at the annual meeting, nominations may also be made from the floor.
 3. At the annual meeting of the membership in May each year, the election of officers and directors shall take place, and they shall assume their duties immediately.
-
1. There shall be a single class of membership in the Squadron. Membership shall accrue to all members of a common household, provided however, that only two members of such household shall have the right to vote or hold office.
 2. The Board shall have the power to suspend or expel any member for violation of the charter, by-laws, or the Squadron rules, or for conduct which they shall deem improper or prejudicial to the Squadron, provided that no member shall be expelled or suspended for more than thirty days without a hearing from the Board.
 3. The Board shall receive resignations, which must be in writing from any member in good standing, and may re-admit to membership any former member whose written resignation has been accepted.
 4. The Board shall receive applications for membership in written form accompanied by funds covering dues and/or other initial charges and properly executed forms releasing the Squadron from liability. If not rejected by the Board, applicants shall be shown on the list of members and their admission announced at the next meeting of the Squadron membership.

ARTICLE VII

1. After the programs and their costs have been recommended by the committees and approved by the Board, the Board shall establish a proposed Budget for the

coming season, and thus determine the dues and assessments to be collected from the membership. This proposed budget and dues and assessment schedule shall be included in the May issue of the "Tell-Tale", and presented to the membership at the annual meeting for their approval. Dues will become due October first.

2. Any member entering the Armed Forces shall be considered an absentee member until his or her return, and shall be readmitted upon the payment of current dues.
3. Any members who shall neglect to pay their dues or other indebtedness to the Squadron for a period of thirty days after they become due shall have his or her name posted, and if said dues or other indebtedness is not paid within sixty days after they become due, the member shall automatically forfeit membership in the Squadron and shall be dropped from the rolls.
4. Any past member wishing to rejoin the Squadron must enter as a new member, be approved in like manner as a new member and pay the same dues and other initial charges as is required of a new member.

ARTICLE VIII

1. Regular meetings of the Squadron membership shall be held during the season (September through May) as determined by the Board and published with the annual program. These meetings shall normally be held monthly.
2. There shall be at least twenty percent (20%) of the voting membership present to transact any business at a membership meeting.
3. All meetings shall be conducted according to Roberts Rules of Order.

ARTICLE IX

1. There shall be a Finance Committee appointed by the Commodore to be chaired by the Treasurer.
2. The Finance Committee shall assemble the budget requests for presentation to the Board for their recommendations.

3. The Commodore shall appoint an Audit Committee to audit the Treasurer's books at the end of each year, and each time the Treasurer's office is changed. The findings of this Audit Committee shall be reported to the Board.

ARTICLE X

1. These by-laws may be amended, altered or rescinded in whole or in part by the Board subject to approval by the membership at the next regular meeting.