



Halloween Yacht Club

10 Seaview Avenue
Stamford, CT 06902

www.hyc.net

By-Laws of the Halloween Yacht Club

Revised August 1993

As Further Revised and Approved:

November 3, 1993

October 3, 1995

November 14, 1995

August 7, 2001

September 4, 2001

March 5, 2002

November 9, 2004



Index to By-Laws

Article	I	Objectives	1
Article	II	Membership	1
Article	III	Meetings	2
		Annual Meetings	2
		Regular Meetings	3
		Open Meetings	3
		Special Meetings	3
		Club Meetings	4
Article	IV	Officers and Governors	4
Article	V	Government	6
Article	VI	Standing Committees	7
Article	VII	Duties of Officers and Committees	8
		Commodore	8
		Vice Commodore	9
		Rear Commodore	9
		Treasurer	9
		Secretary	10
		Fleet Captain of Sail	10
		Fleet Captain of Power	10
		Fleet Chaplain	11
		Fleet Surgeon	11
		Nominating Committee	11
		House Committee	11
		Finance Committee	11
		Membership Committee	12
		Cruising Committee	12
		Entertainment Committee	13
		Berthing Committee	13
3		Welfare Committee	14
		Club Improvement Committee	14
		Hospitality Committee	14
		De-Icing Committee	14
		Work Party Notification Committee	15
		Newsletter Committee	15
		Docks Committee	15
		Electrical Committee	16
		Insurance Committee	16
		Member Records Committee	16
Article	VIII	Dues, Fees, Rentals, Assessments	17
Article	IX	Election of Members	18
Article	X	Termination of Membership	19
Article	XI	Indebtedness	20
Article	XII	Club Property	20
Article	XIII	Amendments	20

By-Laws

Article I

Objectives

- Section 1. This Corporation, known as the Halloween Yacht Club, Inc., is incorporated as a voluntary association pursuant to the statute laws of the State of Connecticut regulating the formation and organization of corporations without capital stock. The Articles of Association are dated January 12, 1931.
- Section 2. The Halloween Yacht Club, Inc., is organized to encourage and foster boating, fishing and yacht racing; seamanship and navigation; and to encourage friendship among its members through voluntary participation in social, educational and other boating related activities.

Article II

Membership

- Section 1. The classes of membership shall consist of Active, Life, and Honorary Members.
- Section 2. Active Members are those who are paid up with respect to dues and fees. The minimum age for Active Membership is 18 years old. There are no other requirements for Active Membership.
- Active Members who have reached the age of 65 years shall be known as Senior Members. Senior Members shall pay reduced dues, the rate to be fixed by the Board of Governors.
 - Active Members who have reached the age of 70 years and who have been Active Members for no less than 25 continuous years shall be known as Senior Exempt Members and pay no further dues.
- Section 3. Life Members are non-dues paying Active Members elected by the Board of Governors on the basis of prolonged and dedicated personal service to the Club.
- Section 4. Life Members and other Active Members in good standing shall have the right to:
- Vote in elections at Annual Meetings; Vote at Club Meetings on the specific purpose for which the meeting was called;



- Speak on issues of concern at Annual Meetings, Open Meetings and Club Meetings;
- Participate in Club social and sports activities, and
- Apply for boat berthing space or rack space at the Club

Section 5. Honorary Members are non-dues paying members who are elected by the Board of Governors from among officials of the City of Stamford, persons who render or have rendered the Club a valuable service, and others to whom the Board wishes to extend this courtesy. Honorary Members are eligible to participate in all social and recreational activities of the Club. Honorary Members do not have the right to:

- Vote;
- Speak at meetings;
- Apply or berthing space or rack space.

Section 6. The immediate family of an Active Member, exclusive of married children and their families, shall be accorded the usual Club privileges, subject to such regulations as the Board of Governors may impose from time to time.

Section 7. In the event of death of an Active Member in good standing, the surviving spouse shall receive the deceased Member's rights, privileges, seniority and obligations as an Active Member if she/he desires, for as long as she/he pays the required dues and fees.

Article III

Meetings

Section 1. Annual Meetings: An Annual Meeting of Active Members shall be held on the first Tuesday of November at 8:15 P.M., unless it conflicts with a local election date. If the first Tuesday in November is an election date, the Annual Meeting shall be held on the second Tuesday of November. The Secretary shall mail a notice of the date and time of the Annual Meeting to all Active Members, together with a slate of nominees, in accordance with the provisions of Article IV, Section 5.

The Annual Meeting is considered an Open Meeting as described in Article III, Section 3; and a Regular Meeting as described in Article III, Section 2.

At the Annual Meeting, the Board of Governors is to conduct the business of the Club as described in Article III, Section 2. In addition, all Active Members present shall elect a new Board of Governors (consisting of a



Commodore, a Vice Commodore, a Rear Commodore, a Treasurer, a Secretary and 12 Governors). These are to be elected as described in Article IV, Section 4. While the election is being conducted, at least 40 Active Members must be present to constitute a quorum.

Section 2. Regular Meetings: The Officers and Governors, constituting the Board of Governors, shall conduct the business of the Club on the first Tuesday of each month at 8:15 p.m., except for the meeting in November which shall be one week following the Annual Meeting. The Board may vote to begin any Regular Meeting at a later hour, or to delay such meeting by no more than one week; either by a majority vote at a preceding Regular Meeting or by majority vote of a poll of Board Members at least two (2) weeks prior to the Regular Meeting. Board Members will be advised of such change in writing by the Secretary.

At Regular Meetings, the usual order of business shall be as follows:

- Roll Call of the Officers and Governors
- Secretary's Report
- Treasurer's Report
- Introduction and Welcome of New Members
- Reports of Standing Committees Reports of Special Committees
- Old Business
- New Business
- Correspondence
- Adjournment

The Secretary shall mail notices of Regular Meetings to the Officers and Governors at least ten (10) days in advance of meetings.

Section 3. Open Meetings: Four Regular Meetings of the Board of Governors are considered Open Meetings. In addition to the Annual Regular Meeting in November, these Open Meetings shall be scheduled for the first Tuesdays in February, May and August, at 8:15 P.M. At Open Meetings, Active Members shall have the privilege of the floor. Only the Officers and Governors may propose and vote on motions during Open Meetings. The Annual Meeting is an Open Meeting at which all present Active Members have the right to vote for the nominees and/ or petition candidates for Officers and Governors.

Section 4. Special Meetings: A Special Meeting of the Board of Governors may be called for a specific agenda at the discretion of the Commodore, or upon request of five (5) or more Officers and Governors. Special Meetings of the Board of Governors shall be attended only by Officers, Governors and others invited by the Board.

The Secretary shall mail a notice of the date, time and agenda for a Special Meeting to the Officers and Governors at least ten (10) days in advance of the



meeting. At a Special Meeting, no business may be transacted other than that stated on the agenda for the meeting.

- Section 5. Club Meetings: A Club Meeting of all Active Members may be called for a specific purpose by the Commodore, or by 5 or more Officers and Governors. Also, upon written request of twenty (20) Active Members, the Commodore must call a Club Meeting within thirty (30) days. The Secretary shall mail a notice of the date, time and agenda for a Club Meeting to all Active Members at least ten (10) days in advance of the meeting. This meeting shall be presided over by the Commodore with minutes taken by the Secretary. At least forty (40) Active Members must be present to constitute a quorum. All Active Members present may vote. No business shall be conducted other than that stated in the notice for said meeting.
- Section 6. All meetings of the Board of Governors shall be conducted at the Club House.
- Section 7. All meetings shall be conducted according to Roberts Rules of Order, unless Roberts Rules of Order conflict with the By-Laws or Special Rules of Order of this Club. Accordingly, the Commodore shall appoint a Parliamentarian from among the Officers and Governors to advise on the conduct of meetings.
- Section 8. At all meetings other than Club Meetings, nine (9) Governors and Officers shall constitute a quorum.
- Section 9. Any Officer or Governor absent from three (3) consecutive Regular Meetings shall be released from the Board, unless such absence is caused by sickness or other reason acceptable to the Board.
- Section 10. In critical situations where there is a need for timely action before a meeting can be convened, the Commodore or another Officer designated by the Commodore may survey the individual Officers and Governors by telephone. If and when authorized by a majority of the Officers and Governors surveyed, the Commodore may take emergency action. Following such action, the Commodore must make a full report for ratification at the next Regular Meeting of the Board.

Article IV

Officers and Governors

- Section 1. The Officers of the Club are the Commodore, the Vice Commodore, the Rear Commodore, the Treasurer and the Secretary. These Officers, together with twelve (12) Governors, shall constitute the Board of Governors.
- Section 2. Any Active Member in good standing for at least two (2) years is eligible for



election to the Board of Governors. Any Active Member in good standing for at least two (2) years and who is a Stamford resident is eligible for election as an Officer.

Section 3. Effective in 1995 no one among the twelve (12) elected Governors shall serve more than four (4) consecutive one-year terms.

Section 4. All Officers and Governors shall be elected from among Active Members in good standing.

Section 5. The procedure for electing Officers and Governors shall be as follows:

Each year, the Nominating Committee shall propose a slate of five (5) Officers and twelve (12) Governors for the next annual election, in accordance with the provisions of Article VII, Section 10.

Within one week following the September meeting, the Secretary shall mail the slate to all Active Members, along with a notice of the date and time of the Annual Meeting. At the time of this mailing, the Secretary must also post the slate on the Club bulletin board along with the notice of the Annual Meeting.

The slate of Rear Commodore, Vice Commodore and Commodore (the Bridge) shall be proposed with the understanding that the Officers accepting the nomination are committing themselves to work up through the ranks starting with Rear Commodore. The Nominating Committee will follow this progression in proposing the slate. Any proposed officer must have satisfactorily served either as a Fleet Captain, Committee Chairman, or on the Board of Governors for at least one year.

The Secretary and/or Treasurer are not considered in the line of succession but, in subsequent elections, will be given first consideration for nomination to Rear Commodore.

The Bridge Officers cannot be removed from the line of succession unless incapable of discharging his/her responsibilities as decided by a majority vote of the Board of Governors.

If one Bridge Officer should resign, or if a vacancy should occur, the respective members of the Bridge shall proceed to the next position. The Nominating Committee will then reconvene and propose a replacement for Rear Commodore to be presented for a vote in accordance with Section 4 of Article V of these By-Laws.

Other candidates for election may be nominated by petition. Each petition must contain the name of the candidate, the office the candidate seeks, and



the signatures of twenty (20) or more Active Members. The petition(s) must be delivered to the Secretary at or before the Regular Meeting of the Board in October and shall be announced by the Secretary at that meeting.

Within one week following the October meeting, the Secretary shall mail the petition(s) to all Active Members along with a reminder notice of the date and time of the Annual Meeting in November. At the time of this mailing, the Secretary must also post the petition(s) on the Club bulletin board along with a reminder notice of the Annual Meeting.

At the Annual Meeting, if there are petition candidates for election, all candidates for an office shall run as individuals. The Secretary shall facilitate the casting of votes by preparing and distributing ballots to the Active Members present, each of whom may cast a written vote. Three Inspectors of Election, proposed by the Commodore and confirmed by the Active Members present, shall receive and count the ballots. The individual candidates who receive the highest total votes shall be declared elected. If necessary, additional votes will be cast to break ties.

At the Annual Meeting, if there are no petition candidates, the Nominating Committee's original slate shall be elected.

Article V

Government

Section 1. The affairs of the Club shall be managed by the Board of Governors, which is to be installed in January of the year following its election.

Section 2. If not elected to the Board of Governors, past Commodores shall be non-voting, ex-officio members of the Board, with the privilege of the floor.

Section 3. The Board of Governors, upon the recommendation of the Commodore, shall appoint:

- All Standing Committees;
- All Special Committees;
- A Fleet Captain of Sail;
- A Fleet Captain of Power;
- A Fleet Chaplain; and
- A Fleet Surgeon.

The Board of Governors, upon the recommendation of the Commodore, may change or discharge these appointments at its discretion.

Section 4. The Board of Governors, upon the recommendation of the Commodore, shall



fill vacancies that may occur among the twelve (12) elected Governors. However, should a vacancy occur in the office of Commodore, Vice Commodore, Rear Commodore, Treasurer or Secretary, the Nominating Committee shall propose within thirty (30) days of the vacancy one or more candidates; and at least thirty (30) days in advance of the next Regular Meeting the Secretary shall mail a notice of an election to be held at that meeting. Alternate candidates' petitions must be presented fifteen (15) days prior to the meeting. Each petition must contain the signatures of twenty (20) or more Active Members. Petitions must be presented to the Secretary, who will post a copy of the alternate slate/slates on the bulletin board upon receipt.

Section 5. The Board of Governors shall establish, maintain and enforce such Club Rules as it deems appropriate, provided that these Club Rules do not conflict with any provision of these By-Laws, or with the Lease Agreement-with the City of Stamford.

Club Rules may be amended by action by the Board of Governors at any Regular Meeting or Annual Meeting. Proposed additions or changes shall be presented in writing to each Officer and Governor prior to the next meeting. If presented for the first time at a Board meeting, it shall be laid on the table for action at the next Regular Meeting.

Section 6. Each Officer, Governor and committee chairman - upon acceptance of any assigned duty - shall become familiar with the relevant Club facilities. They shall become acquainted with the relevant By-Laws and Club Rules, so as to properly acknowledge their responsibilities and discharge their obligations effectively.

Article VI

Standing Committees

Section 1. The Standing Committees are:

Reporting to the Commodore:

- Finance Committee, Newsletter Committee, and Insurance Committee.

Reporting to the Vice Commodore:

- House Committee, Club Improvement Committee, Berthing Committee, De-icing Committee, Work Party Notification Committee, Docks Committee, and Electrical Committee.

Reporting to the Rear Commodore:

- Entertainment Committee, Welfare Committee, Hospitality Committee and Cruising Committee.



Reporting to the Secretary:

- Membership Committee, Nominating Committee, and Member Records Committee.

Section 2. Insofar as possible, an Officer (excluding the Commodore) or Governor shall chair each Standing Committee; when available, the previous chairman of a Standing Committee shall be appointed as a member of the present Committee for purposes of maintaining continuity.

Article VII

Duties of Officers and Committees

Section 1. Commodore: The Commodore shall:

- Preside at all meetings of the Board of Governors;
- Take charge of emergency matters between meetings of the Board, subject to report and ratification by the Board at its next Regular Meeting;
- Render an annual report at the Annual Meeting;
- Enforce, insofar as possible, compliance with the By-Laws, Club Rules and the City Lease, and report to the Board of Governors any noncompliance with same;
- Establish and maintain, with approval of the Board of Governors, a program of liability, property and workman's compensation insurance, in compliance with the terms of the City Lease and the laws of the State of Connecticut, in order to protect the Club assets, officers, agents and employees;
- Supervise all Special Committees; and
- Supervise activities of the Fleet Captains of Sail and Power, Fleet Chaplain and Fleet Surgeon.

The Commodore, *ex officio*, is considered a member of all Standing Committees, except the Nominating Committee.

The Commodore, without prior approval of the Board of Governors, is authorized to spend up to one hundred (\$100.00) dollars of Club funds for a specific purpose. Such expenditures are reportable at the next Regular Meeting of the Board.



Section 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 to officiate in the absence of the Commodore. The Vice Commodore shall also be responsible for the supervision of certain Standing Committees as described in Article VI, Section 1.

Section 3. Rear Commodore: It shall be the duty of the Rear Commodore to assist the Commodore and Vice Commodore in the discharge of their duties, and to officiate in their absence. The Rear Commodore shall also be responsible for supervising certain Standing Committees as described in Article VI, Section 1.

Section 4. Treasurer: The Treasurer shall:

- Collect from Active Members dues, fees, rentals, assessments and other charges;
- Maintain the Club financial accounts by keeping books of receipts and disbursements, which shall be open at all times to inspection by the Board of Governors;
- Receive, verify, pay and file all bills, including municipal tax and lease bills, and State and Federal tax obligations;
- Be appropriately bonded;
- For every Regular Meeting, prepare and present to the Board a financial report and summary (including major disbursements of five hundred (\$500.00) dollars or more during the past month). If unable to attend a meeting, the Treasurer shall cause this report to be delivered to the meeting and presented;
- At quarterly intervals, prepare with the Financial Committee and present to the Board a summary of current expenses relative to the current operating budget. If unable to attend a meeting, the Treasurer shall cause his report to be delivered to the meeting and presented.

In monitoring the Club's cash position, the Treasurer is authorized to move assets back and forth between checking and savings accounts at his or her discretion in order to judiciously manage Club funds. However, the advice of the Finance Committee and approval of the Board of Governors are required before the Treasurer may invest Club funds in various financial instruments.

Except for normal operating expenses, all disbursements over one thousand (\$1000.00) dollars shall require the signatures of the Treasurer and one other officer.



When there are significant on-going expenditures for special Club projects, such as renovation or new construction, the Treasurer shall, with the assistance of appropriate committee chairmen, prepare brief financial progress reports for presentation at Regular Meetings of the Board of Governors.

The Treasurer shall perform such other duties as pertain to the office.

Section 5. Secretary: The Secretary shall:

- Keep an accurate record of the proceedings of all meetings of the Club and of the Board, in a book provided for that purpose;
- Maintain files of documents, records, reports and communications relating to the business of the Club, which shall be open at all times to inspection by the Officers and Governors;
- Convey or, if absent, have conveyed to every Regular Meeting of the Board the most current files and records described above.
- Notify the Board of Governors in writing at least 10 days in advance of all meetings.
- Notify all Active Members in writing at least 10 days in advance of all Club and Annual Meetings;
- Supervise the activities of the Member Records Committee as described in Article VII, Section 26;
- Supervise the activities of the Membership Committee as described in Article VII, Section 10;
- Administer the activities of the Nominating Committee as described in Article IV, Section 4;
- Coordinate all correspondence mailed to members, including meeting notices, newsletters and special announcements; and
- Perform such other duties as pertain to the office.

Section 6. Fleet Captain of Sail: The duties of the Fleet Captain of Sail are to provide a program of activities, including cruises, for the sailing fleet; to assist the Commodore in the discharge of his or her duties; and report receipts and distributions for any activities to the Finance Committee.

Section 7. Fleet Captain of Power: The duties of the Fleet Captain of Power are to provide a program of activities, including cruises, for the powered fleet; to



assist the Commodore in the discharge of his or her duties; and report receipts and distributions for any activities to the Finance Committee.

Section 8. Fleet Chaplain: The duties of the Fleet Chaplain are to preside at the annual installation of Club Officers and Governors, to offer an invocation for the Club on Opening Day, and to assist the Commodore in the discharge of his or her duties.

Section 9. Fleet Surgeon: The duties of the Fleet Surgeon are to maintain a first-aid station on Club premises, to provide a program of medical support and personal safety instruction, and to assist the Commodore in the discharge of his or her duties.

Section 10. Nominating Committee: The Nominating Committee shall consist of five (5) Active Members in good standing. At Least one member shall be a past Commodore, and when possible, one member shall be a Governor. The Commodore may not serve on this Committee. At least one member of this Committee shall attend Regular Meetings of the Board of Governors.

It shall be the duty of the Nominating Committee to nominate a slate of 5 Officers (Commodore, Vice Commodore, Rear Commodore, Treasurer and Secretary) and 12 Governors for the next annual election. Individual members serving on the Nominating Committee are not eligible for nomination on this slate for the next annual election, but are eligible for election by petition as described in Article IV, Section 4.

The slate proposed by the Nominating Committee, after reviewing with the Commodore or Commodore-Elect, is to be delivered to the Secretary, in writing, at or before the Regular Meeting of the Board in September, and is to be announced at that meeting by the Chairman of the Nominating Committee. The election process shall be conducted according to the procedure described in Article IV, Section 4.

Section 11. House Committee: The House Committee shall be in charge of operating, maintaining and repairing existing Club buildings, grounds and related structures. This committee shall be responsible for all Club utility facilities and shall monitor utility and energy consumption. The House Committee may declare any area unsafe and close off said area. The Chairman of the House Committee shall supervise the activities of the Club Steward.

The House Committee shall submit an annual budget to the Finance Committee for inclusion in the operating budget submitted to the Board of Governors at the Annual Meeting.

Section 12. Finance Committee: The Finance Committee shall consist of three (3) members in good standing. At least one (1) member of the Finance Committee shall be a Governor or Officer and, when possible, another



committee member shall be a Certified Public Accountant. The Finance Committee shall:

- Arrange for a prompt annual review of, and return within 60 days of receipt, the Club treasury accounts and other Club accounts with substantial cash flow, such as those of the Entertainment and Cruise Committees, including their expenditures compared to approved budget;
- Report the results of these financial reviews and present the annual financial report to the Board of Governors by the Regular Meeting in January;
- Submit an operating budget for the next fiscal year to the Board of Governors at the Regular Meeting in September;
- Include recommendations to the Board of Governors as to changes in dues, fees, rentals, assessments and investments; and
- Arrange for a financial review of the Club accounts whenever the accounts are transferred to a new Treasurer, and report the results of this review within three Regular Meetings of the Board.

The Committee shall perform other duties in connection with the finances of the Club as may, from time to time, be assigned to it by the Board of Governors.

Section 13. Membership Committee: The Membership Committee shall consist of three members in good standing. The Membership Committee shall:

- Receive and review all applications for membership;
- After review, post the acceptable proposed applications on the Club bulletin board at least ten (10) days prior to a Regular Meeting of the Board of Governors and, at that meeting, recommend Board consideration of those applicants;
- Assist the Member Records Committee in maintaining an up-to-date database, alphabetically and by seniority number, of all members of the Club; and
- Notify each newly elected member of admission to the Club, and furnish each newly elected member with a copy of the By-Laws and Club Rules.

Section 14. Cruising Committee: In conjunction with the Fleet Captains, the Cruising Committee shall plan, organize, budget, finance and make arrangements for



the Club Cruises. The Committee may make expenditures for prizes and other expenses within its finances. The Cruising Committee shall be fiscally responsible to the Finance Committee, and shall report its receipts and disbursements to the Finance Committee for review at the conclusion of the cruising program.

Section 15. Entertainment Committee: The Entertainment Committee shall plan, organize, budget, finance and make arrangements for a calendar of social activities (e.g., picnics, parties and other social affairs appropriate to the season). The Committee shall finance its own activities to the extent possible and may make expenditures for prizes and other expenses within its finances.

For expenses, such as Opening Day and other expenses not within its finances, the Committee shall submit an annual budget to the Finance Committee for inclusion in the operating budget, submitted to the Board of Governors for approval at the Annual Meeting. The Entertainment Committee shall be fiscally responsible to the Finance Committee, and shall report its receipts and disbursements to the Finance Committee for review at the conclusion of the Club year.

Section 16. Berthing Committee: The Berthing Committee is responsible for the assignment of berths, dinghy spaces and rack spaces to Active Members who:

- Are eligible with respect to seniority;
- Are paid up with respect to dues and fees;
- Are bona fide residents of the City of Stamford;
- Have properly executed appropriate contracts;
- Have provided evidence of Connecticut registration, when required;
- Have met all insurance and other requirements as specified elsewhere in these By-Laws and Club Rules.

The Berthing Committee shall assign or reassign all berths and rack space to provide for safe and optimum utilization of the Club's facilities.

Acting through the Club Steward, the Berthing Committee may extend temporary berthing and other Club amenities to transients, members of other yacht clubs, and to captains of vessels in distress.

The Berthing Committee shall assist the Member Records Committee in maintaining a list of all current berth-holders, dinghy and rack space holders, as well as the applicable documentation and registration numbers. As required by the Lease with the City of Stamford, a list of summer berth-holders shall



be forwarded to the Parks Department annually, not later than July 1st. A list of winter berth-holders shall be forwarded annually, not later than January 1st.

The Berthing Committee shall implement the seasonal changes in berth and rack space assignments based upon dates established by the Board of Governors. Plans of the assigned seasonal berth spaces and rack spaces, as well as seniority waiting lists for berth spaces and rack spaces, shall be maintained by the Berthing Committee on the Club bulletin board.

The Berthing Committee shall review all pertinent berthing rules with newly assigned berth-holders, and all pertinent rules related to rack space with newly assigned holders of rack space.

The Berthing Committee shall advise the Treasurer which berth-holders are to be assessed for electrical power consumption under the categories defined in the Club Rules Related to Berthing.

The Berthing Committee must report promptly to the Board of Governors any violations of Club Rules related to berthing or rack space, as well as any other unusual situations not specifically covered by the Club Rules. The Board of Governors shall, upon receiving the advice and guidance of the Berthing Committee, evaluate and judge all such circumstances.

Section 17. Welfare Committee: The Welfare Committee shall bring to the attention of the Board all matters pertaining to the general welfare of the individual members of the Club. It shall also extend suitable gestures of sympathy or recognition to members or their families, when appropriate.

Section 18. Club Improvement Committee: The Club Improvement Committee shall recommend to the Board of Governors long-range Club improvement plans for implementation by applicable standing committee or special committee as appointed in accordance with the By-Laws. In addition submit an annual budget to the Finance Committee for inclusion in the operating budget for approval at the Annual Meeting. This Committee shall also take responsibility for updating, researching and budgeting such plans and in so doing, adhere to all the provisions of the Lease with the City of Stamford.

Section 19. Hospitality Committee: The Hospitality Committee shall provide and prepare appropriate light refreshments for members attending scheduled Board meetings.

Section 20. De-icing Committee: The De-icing Committee shall:

- Operate, inspect and maintain the de-icing equipment in the lagoon;
- Recommend to the Board of Governors improvements in the de-icing system, including plans for replacement or future systems;



- Prepare the de-icing system and floats for the use of winter berth-holders; and
- Select, assign and supervise the activity of winter inspection teams as described in the Club Rules Related to Berthing.

In the event of imminent danger to either Club property or to members' boats as a result of a de-icing system failure, the De-icing Committee Chairman is empowered - with the approval of the Commodore, or if unavailable, the Vice Commodore, or the next senior Officer - to take whatever steps are necessary to resolve the immediate problem, including authorization to expend emergency funds in excess of normally approved expenditure limits. Such expenditures must be reported at the next Regular Meeting of the Board.

The De-Icing Committee must coordinate its work with that of the Docks Committee.

Section 21. Work Party Notification Committee: The Work Party Notification Committee shall:

- Assemble groups of members to perform specific activities (maintenance of buildings and grounds, repair of floats, etc.) upon request, providing such request is made with reasonable advance notice;
- Provide and maintain a system for members to use in recording hours of service to the Club;
- Monitor records of members' service; and
- Report to the Board of Governors, as requested, on the status of all members' service, including those who have not served.

Section 22. Newsletter Committee: The Newsletter Committee shall prepare a periodical publication suitable for mailing to all Active Members. The publication will report highlights and news of Club functions, activities of members, and significant actions taken by the Board of Governors.

Section 23. Docks Committee: The Docks Committee is responsible for maintaining, inspecting and repairing docks, floats, ramps and related structures, including the re-building of docks and floats when necessary. Fresh water service on the docks, and winterizing and spring commissioning of same, is also the responsibility of the Docks Committee.

The Docks Committee shall conduct an annual survey and review of the docks, floats, ramps, and related structures. A report of this survey/review,



with appropriate recommendations, if any, shall be made at the February meeting of the Board of Governors.

The Docks Committee shall submit an annual budget to the Finance Committee for inclusion in the operating budget submitted to the Board of Governors for approval at the Annual Meeting.

De-icing equipment and electrical equipment and service are not the responsibility of the Docks Committee. The De-icing, Electrical and Docks Committees must coordinate their activities.

The Chairman of the Docks Committee may declare a dock or portion thereof unsafe and close off said area pending the completion of repairs.

Section 24. Electrical Committee: The Electrical Committee is responsible for the maintenance, inspection, repair and replacement of any electrical equipment. When performed on the docks, the work of this committee must be coordinated with that of the Docks Committee.

Section 25. Insurance Committee: The Insurance Committee shall consist of three active members in good standing. When possible, at least one member of the Committee should be a professional in the insurance industry.

It shall be the duty of this Committee to create and recommend to the Officers and members against:

- Loss or damage to property (including the building, grounds, docks and related structures);
- Risks associated with official club activities on the water (including races and cruises); and
- Other such risks as may be appropriate.

It shall also be the duty of this Committee to review the club's program of insurance periodically and, when appropriate, to recommend changes.

Section 26. Member Records Committee: The Member Records Committee shall:

- Maintain an up-to-date computer database (alphabetically and by seniority number) of all Active, Life, and Honorary Members: and distribute lists of same to Officers, Governors and Committee Chairmen as necessary;
- Prepare invoices for annual dues, summer berth fees, winter berth fees, dock power fees, and all other fees and assessments that may be imposed. Post invoice payments to records and prepare delinquent lists for the Treasurer and Secretary;



- Post berth assignments and wait list applications to the member records database and provide summer and winter dock berth lists and wait lists to the Berthing Committee and Steward as needed;
- Provide mailing labels, lists, and member information for the Newsletter or other Committees and Club Officers as needed;
- Post on the bulletin board in January and June an up-to- date seniority list of members; and once per year post a current alphabetical list of members in the binder near the Committee mailboxes and
- Prepare lists of members attaining Senior and Senior Exempt status each year. Prepare a list of non-renewing members for formal notification of termination of membership by the Secretary.

Article VIII

Dues, Fees, Rentals and Assessments

- Section 1. The Board of Governors, acting on the advice of the Finance Committee, shall be responsible for fixing membership dues, initiation fees, berthing fees, fees for rental of Club facilities, and all other fees. The Board shall fix the time and manner in which all charges shall be paid.
- Section 2. Decisions by the Board on dues and fees for the succeeding year shall be made no later than the Regular Meeting in October, except that fees for winter berthing must be established no later than the Regular Meeting in July.
- Section 3. Only Active Members shall pay dues. Senior Members pay reduced dues. Senior Exempt Members, Life Members, and Honorary Members pay no dues.
- Section 4. Any assessment shall be for a specific purpose and for a specific period of time. Assessments shall be recommended by the Finance Committee and approved by the Board of Governors, and can be implemented only after approval of two-thirds of the Active Members voting at a Club Meeting.
- Section 5. The initiation fee shall be waived for a person applying for readmission as an Active Member, provided the request for readmission is made within 2 years from the date of termination of membership.
- Section 6. Annual membership dues may be billed in December, are due January 1st, and shall be past due after January 31st.
- Section 7. Summer berth-holders must pay their dues and other financial obligations,



pay summer berthing fees; and submit a summer berthing contract by January 31st. Winter berth-holders must be paid up with respect to dues and other financial obligations, pay their winter berthing fees and submit a berthing contract by August 31st. Failure to comply is subject to loss of berth for that season and/or penalties. See Club Rules relating to berthing for details.

Article IX

Election of Members

- Section 1. The minimum age for election as an Active Member is 18 years. Otherwise, no applicant shall be denied membership in the Club, nor shall the Club discriminate against its members, on the basis of age, color, race, religion, creed, sex, national origin, or citizenship.
- Section 2. Each candidate for admission or readmission to Active Membership shall complete the Application for Membership form. This form must be signed by two Active Members, one as the proposer and one as the seconder. The Application for Membership form, properly filled in and accompanied by payment of initiation fee if required, and annual dues, shall be mailed to: Halloween Yacht Club, 10 Seaview Avenue, Stamford, CT 06902-6036.
- Dues payments of new members approved for admittance after November 1 St shall be credited toward the following year's dues obligation.
- Section 3. An application for readmission to the Club will not be accepted from anyone who remains indebted to the Club for past obligations.
- Section 4. The Membership Committee shall process valid applications for membership according to the procedure described in Article VII, Section 13.
- Section 5. The Board of Governors shall receive all proposals for membership as presented by the Membership Committee, and a majority vote of the Board of Governors shall elect an applicant to Active Membership.
- Section 6. The seniority of a new or readmitted member shall be established by the postmark date on the letter of application or reapplication. The seniority number remains inviolate throughout the member's uninterrupted active membership. If two or more applicants have the same postmark date, the seniority will be established by lot at the time the members are proposed and elected. Berthing and other rights shall be based on seniority.
- Section 7. Each October the Board of Governors, upon the recommendation of the Commodore, shall appoint a Special Committee to propose candidates for Life Membership, under the guidelines of Article II, Section 3. The names of the candidates shall be presented to the Commodore for final review and



recommendation to the Board of Governors for consideration and approval at the Annual Meeting in November.

- Section 8. Each October the Board of Governors, upon the recommendation of the Commodore, shall appoint a Special Committee to recommend candidates for Honorary Membership, under the guidelines of Article II, Section 5. The names of the candidates shall be brought to the attention of the Board of Governors for consideration and approval at the Annual Meeting in November.

Article X

Termination of Membership

- Section 1. Active Membership shall be terminated by resignation, cause or death. If terminated by death, an Active Member's surviving spouse is entitled to the deceased's seniority in accordance with the provisions of Article II, Section 7. Otherwise, the seniority number shall be permanently retired.
- Section 2. The resignation of an Active Member shall not be accepted until all indebtedness to the Club has been discharged. The right of the Club to enforce payment of a person's indebtedness to the Club shall continue, even after membership is terminated for whatever reason.
- Section 3. The Board of Governors may expel a member of the Club for conduct that it considers detrimental or dangerous to the welfare, interests, or character of the Club. The Board may also expel a member of the Club for indebtedness, under the provisions of Article XI.
- Section 4. If the Board of Governors proposes to expel a member, the Secretary shall send a written notice by certified mail, return receipt requested, to the member at least 10 days before the proposed date of hearing. This written notice shall set forth the charge or charges against the member in question, and shall designate a time and place for a hearing by the Board at the Special Meeting. The member shall have the right to attend and to present a case on his behalf at the Special Meeting and hearing. At least ten (10) affirmative votes are required for expulsion.
- Section 5. A member expelled by the Board may appeal the decision by calling for a Club Meeting in accordance with Article III, Section 5. The call for this Club Meeting must be received by the Commodore within thirty (30) days of the member's expulsion by Board action. At this Club Meeting, the aggrieved member may appeal the Board's decision to Active Members present. If a majority of Active Members present vote in favor of the expelled member, the decision of the Board shall be null and void, and the membership in question shall remain intact; if a majority of Active Members present do not vote in favor of the expelled member, the membership in question shall be terminated.



Article XI

Indebtedness

- Section 1. If membership dues, fees, rentals, assessments or other financial obligations to the Club are not paid within thirty (30) days after the past due date, the name of the member so indebted, and the amount due, shall be posted on the bulletin board in the Club House. At this time, a reminder of the account shall be sent to the member in question by certified mail, with notification of the posting. The member's name and the amount due shall remain posted until the account is paid.
- Section 2. During the period of posting, the member shall lose all membership rights and privileges. The member shall forfeit berthing rights for the season in which posting occurs. However, the member shall retain his or her seniority number.
- Section 3. The Board of Governors may expel any member for indebtedness that extends beyond thirty (3) days after the member is notified of posting as of the date certified mail was sent. Certified mail returned unclaimed is deemed delivered.

Changes approved at the Annual Meeting 2004.

Article XII

Club Property

- Section 1. The title to all Club property, real and personal, shall be and remain in the name of the Corporation. All conveyances, mortgages and transfers of real estate, and all bonds, notes or other evidence of corporate indebtedness or obligation, shall be made only pursuant to authorization given by the Board of Governors. All such instruments shall be executed in the name of the Corporation by the Commodore, unless the Board of Governors shall direct otherwise.
- Section 2. In the event of winding up the affairs of the Club, only those persons who are presently and have been Active Members in good standing for at least five (5) years shall be entitled to participate in a per capita distribution of the assets of the Club, after payment of all corporate debts and obligations.

Article XIII

Amendments

- Section 1. The Commodore may from time to time appoint a Special Committee for the specific purpose of reviewing and possibly amending these By-Laws.



- Section 2. Upon written petition of no fewer than 40 Active Members, the Commodore shall appoint a Special Committee from among the petitioners for the specific purpose of reviewing and possibly amending these By-Laws.
- Section 3. Upon receipt of a proposal from the Special Committee to amend these By-Laws, the Commodore shall within thirty (30) days call a Club Meeting for this specific purpose, as directed by Article III, Section 5.
- Section 4. A copy of the proposed amendments or alterations to the By-Laws shall be given to the Secretary at least fifteen (15) days before the Club Meeting. At least ten (10) days before the Club Meeting, the Secretary shall make available copies of the proposed changes to all Active Members. The Secretary shall mail a notice of the date and time of the Club Meeting. At this time, the Secretary also shall post a copy of the proposed changes on the Club bulletin board, together with a notice of the date and time of the Club Meeting.
- Section 5. At the Club Meeting, an affirmative vote of at least two-thirds of the Active Members present is required to enact the proposed changes.
- Section 6. At the Club Meeting, amendments and alterations to the original proposition shall not be bound by the restrictions described in Section 4 of this Article.