



By-Laws of the Pettipaug Scullers

(adapted from the Bylaws of Pettipaug Yacht Club 3/2013)

ARTICLE I: MEMBERSHIP

Section 1. Such persons as are approved by the Board of Governors may become members of the Club upon making written application therefor and paying the current dues and any applicable fees. Applicants for Pettipaug Scullers membership must already be members of Pettipaug Yacht Club (PYC). All members of Pettipaug Scullers must maintain active membership in PYC as well.

Section 2. The Board of Governors may from time to time establish classes of membership, the rights and privileges of each class and, as to any class of membership, shall determine the dues and assessments, if any, to be paid.

ARTICLE II: MEETINGS OF THE MEMBERS OF THE CLUB

Section 1. The Annual Meeting of the members of the Club for the election of the Board of Governors and for the transaction of other business shall be held each year at a date to be determined by the Board of Governors.

Section 2. Special meetings of the members shall be held upon call of the Captain or the Board of Governors, or upon the written request of three or more members, to be held at such time and place to be fixed by the Captain or Board of Governors.

Section 3. Notice of all meetings of members whether Annual or Special shall be emailed to each member at least five days before the meeting. Such notices shall in every case specify the place, the date, and the hour of the meeting. In addition, in the case of a Special or Annual Meeting

at which extraordinary business is to be considered, the notice shall specify the nature of the business to be transacted at the meeting.

Section 4. At all meetings of members of the Club five members, whether present in person or by proxy, shall constitute a quorum, but less than a quorum shall have power to adjourn from time to time until a quorum is present.

Section 5. The Board of Governors' nominations for Officers (and all officers not otherwise provided for in the By-Laws) will be presented and voted on at the Annual Meeting.

ARTICLE III: BOARD OF GOVERNORS

Section 1. The Board of Governors shall be composed of the following Officers of the Club: Captain, Vice Captain, Secretary, Treasurer and in addition one at-large member of the Club. The number of Governors shall be not less than three (3). All members of the Board of Governors shall be members of the Club.

Section 2. The Board of Governors shall hold a meeting as soon as convenient after the Annual Meeting of the Club. Other regular meetings of the Board of Governors shall be held at such time and places as may be fixed by the Board. Special meetings of the Board of Governors shall be held upon the call of the Captain or any two Governors.

Section 3. Notice of all regular and special meetings of the Board shall be mailed or delivered personally to each Governor at least one day before the meeting.

Section 4. The Board of Governors shall have and exercise full power in the management, finance, and control of the business and affairs of the Club.

Section 5. Governors shall be elected by the members of the Club at the Annual Meeting and shall hold office until the next Annual Meeting of the Club.

Section 6. A majority of the Board shall be necessary to constitute a quorum, but less than a quorum shall have power to adjourn until a quorum is present.

Section 7. The Board of Governors may from time to time appoint such committees as it may deem proper, and establish the number of members therein and the function thereof.

ARTICLE IV: OFFICERS

Section 1. The Officers of the Club shall consist of a Captain, Vice Captain, Secretary, and Treasurer and such other Officers as the Board of Governors may from time to time determine. Any person may hold more than one office, except that the same person shall not be both Captain and Secretary.

Section 2. The Captain shall be the chief executive officer of the Club, and shall be in charge of the direction of its affairs. The other Officers of the Club shall have the powers and perform the duties that usually pertain to their respective offices, or as may from time to time be prescribed by the Board of Governors.

Section 3. The Officers shall be elected by the members at the Annual Meeting of the Club and shall hold office for a term of one year or until their successors are elected. Vacancies occurring on the Board for any cause shall be filled for the unexpired term by the Board of Governors by majority vote of the Governors present at any meeting at which a quorum is present.

ARTICLE V: AMENDMENTS

Section 1. These By-Laws may be added to, amended or repealed, in whole or in part, by the members by a majority vote at any meeting at which a quorum is present, provided that notice of the proposed addition, amendment or repeal has been given to each member in advance in the notice of such meeting.