



Lake Wallenpaupack Yacht Club By-Laws

*Adopted April 1960;
Latest Revision August 2023*

The purposes for which this Corporation is formed are as follows:

The promotion and encouragement of social activities among its members; and associations in sailing, boating, yachting, fishing, bathing, outings and other refined recreations; and

To purchase, lease, hold, rent, sell and mortgage real and personal property; and
To do all things incidental and necessary.

Responsibility for accomplishing the purposes of the corporation resides with the officers and directors, who will henceforth be referred to as the "Board".

Section I - Membership

1. **CLASSES**

Members of the Lake Wallenpaupack Yacht Club, herein after referred to as "LWYC", shall be those persons who apply for, and are admitted to membership in the following classes:

A. Proprietary Members

Any individual and spouse/declared partner, age 21 years or older, who owns three or more shares of stock in LWYC Corporation who are in good standing, including all their children under age 24 children in the Armed Forces (I.D. required) and children that are full time students (I.D. required) are accorded Club privileges. Only Proprietary Members may hold elective offices in the Club. Proprietary Members are subject to the annual dues, fees and assessments which, when paid, are considered to be in good standing.

B. Junior Members

Any individual between the ages of 16 and 24 years not already a member who does not necessarily own stock in the LWYC Corporation. Said member may remain in Junior membership status if a full-time student or in the Armed Forces. Junior members will be entitled to the same privileges accorded to children of Proprietary members and subject to the junior membership dues. Junior members over the age of 24 claiming to be a student must provide written verification from the school of enrollment verifying full-time student status. Junior members over the age of 24 claiming military status must provide a copy of their current military photo ID. Such documentation must be submitted with annual dues payment or junior membership will be forfeited.

C. Associate Members

Any individual and spouse/declared partner, age 21 years or older, who does not own stock in LWYC Corporation, who are in good standing, including all of their children under age 24, children in the Armed Forces (I.D. required) and children that are full time students (I.D. required) will be accorded privileges of the Club for one (1) year only and will be subject to the annual dues, fees and assessments of a Proprietary member. Associate Members may not vote at the Annual Meeting or any other special meeting.

D. Inactive Members

For a yearly fee established by the Board, members may maintain an inactive status. An inactive member in good standing may regain his/her Proprietary status by paying the then current dues and assessments. If inactive fees are not paid, one's membership is terminated.

E. Social Members

Social members must meet the same admission requirements as Proprietary members; however, they will have no initiation fee, no stock purchase, no voting privileges and no keys. Access to Club facilities is only with Club social activities or Board approval. They may park at docks if coming to Club functions by boat. They will pay annual dues and assessments as established by the Board. Total social membership is limited to 80% of Proprietary membership.

F. Life and Honorary Members

Life and Honorary memberships may be granted at the discretion of the Board. Life and Honorary members are not subject to annual dues but shall be subject to all other assessments or fees.

G. Temporary Membership

Limited to 7 days maximum in any 12 month period. Temporary Members are non – voting and rights are limited to the use of boats, access to the beach and picnic area. Temporary Membership must be preapproved by the Commodore. Examples of temporary members can be parents, children over 24, grandchildren, siblings.

2. ADMISSION

Application for new membership will be accepted for Associate, Social and Junior memberships only. A copy of a photo ID verifying name, age and current address must be submitted with any application. Applicants who meet the qualifications for membership shall be admitted, when vacancies exist, upon written application to the membership secretary on the standard LWYC form and after receiving approval, written or oral, of the Board at a regularly scheduled meeting or via email vote.

At the end of the Associate member's first year, the BOD will meet to determine if the Associate member should be accepted as a Proprietary member. This review will focus on the member's participation in the club's social activities, as well as attendance on work days (and dock days if said member has a slip/beach assignment). All dues and assessments must be paid on time.

Upon successful completion of one (1) year as an Associate member, said member shall be required to purchase at least three (3) shares of stock in the LWYC Corporation to become a Proprietary member, submit application for Social membership or forfeit membership in LWYC.

Upon successful completion of one (1) year as a Social member, said member may continue as a Social member or, by written request to the Membership Secretary, become a Proprietary member after paying any initiation fee and dues for said class of membership, purchasing three (3) shares of stock in the LWYC Corporation and paying any assessments in effect at that time.

Upon successful completion of one (1) year as a Junior member, said member may continue as a Junior member until he/she no longer meets the qualifications of a Junior member. At such time, said member may continue as a Social member (after paying dues for said class of membership), become a Proprietary member by formal application to the Membership Secretary (after paying dues for said class of membership and purchasing three (3) or more shares of stock in the LWYC Corporation) or forfeit membership in LWYC.

Upon meeting all financial requirements, no further approval is required.

3. MEMBER'S CODE OF CONDUCT

All members of the Club and each of his/her immediate family members agree to act with decorum and to comply with all the Club's Rules and By-Laws. Any refusal or neglect to do so, or any conduct which, in the opinion of the Board of Directors (BOD), is offensive or unworthy of a member, and injurious to the peace, order, welfare and reputation of the Club, shall place members at risk of disciplinary action. Members shall also be responsible for the actions of their guests and their compliance with Club Rules and By-Laws

Process for Complaint

If any current member makes a written complaint against another member, it will be the responsibility of the BOD to determine the validity of the complaint. The commodore will appoint three members of the board to investigate the complaint and report their findings to the BOD within ten (10) days.

When the BOD receives the committee's report, it can decide to accept the recommendation and proceed to a hearing called by the commodore. It can determine that the issue does not require a hearing but may require a Letter of Censure from the BOD. It can also determine that the complaint should be dismissed.

Hearing Process

The hearing will be held according to club rules and procedures. A quorum will be required. The commodore will preside. The commodore will call a BOD Special Meeting within ten (10) days after receiving the BODs recommendation. Both the claimant and the said member will be present. The claimant will present their evidence. The members will have an opportunity to be heard.

The commodore will provide all parties substantial leeway in presenting any evidence necessary to their position. Based on the hearing, the BOD will determine if disciplinary action is required. The decision of the BOD must be rendered in writing within three (3) days

Termination

Membership shall be terminated if:

- a. The member notifies the Secretary in writing his/her intent not to renew membership.
- b. Their dues and fees have not been paid within thirty (30) days of the due date. or
- c. Membership has been forfeited because of a duly held hearing. A member who has not paid all dues and fees will be sent a letter return receipt requested prior to the thirty (30) days past due date. Extenuating circumstances shall be submitted to the Board for consideration.

Removal from Office

Any officer may be removed from office with just cause at any time by an affirmative vote of at least a 2/3 vote of the BOD. The Board shall have a duty to notify the membership within five (5) days of such action and shall take necessary steps to fill the vacancy as soon as possible.

Limitation of Club

Members, their families and/or guests may attend Club events and activities entirely at their own risk and accept that:

- a. The Club, as well as its Board and Officers, will not be liable for any damage or loss of property belonging to members, their families and/or guests.
- b. The Club, as well as its Board and Officers, shall not be held liable for any personal injury arising out of attending Club events and activities, either sustained by members, their families and/or guests.

Indemnification

The Board of Directors and Officers shall be defended and indemnified by the Club in respect to any and all matters in which they have acted in any capacity for the benefit of the Club. Such defense and indemnification shall include the costs and expense of defending a civil or criminal action or proceeding in advance of the final disposition of such action or proceeding. Any such indemnification may be provided although the person to be indemnified is no longer a BOD of the club. However, indemnification shall not be provided for any person with respect to any matter as to which he/she shall have adjudicated in any proceeding not to have acted in good faith in the reasonable belief that his/her action was in the best interest of the Club.

4. VOTING PRIVILEGES

Voting privileges are extended to all Proprietary members in good standing who hold three (3) shares of voting stock, which entitles them to one (1) vote.

5. GOOD STANDING

A member shall be deemed in good standing if all dues, fees and assessments have been paid. Members who have not paid all dues, fees and assessments will be denied all club privileges and their names shall be posted on the Member's Only section of the club's website. The Financial Secretary will advise the Board of any member who has failed to pay all their dues, fees and assessments. Members not in good standing are not permitted on the club's property, nor may they vote at the Annual Meeting.

Section II - Assessments, Initiation Fee and Dues

All annual dues, fees and/or assessments for all classes of membership shall be decided annually by the Board. Membership dues and all fees are due no later than March 1.

An initiation fee shall be paid by each new Proprietary or Associate member and by each member reinstated from inactive status that has not previously paid it. New applicants for Proprietary membership who are a current Junior member, or a child of an existing Proprietary member are exempt from this initiation fee.

Full dues must be paid by applicants accepted prior to July 31st.

Only fifty percent (50%) of the annual dues need be paid by applicants that are accepted between July 31st and December 31st.

Section III - Directors and Officers

The immediate past Commodore/President, if no longer an elected member of the Board, shall automatically be appointed an ex-officio member of the Board for a period of one (1) year.

Any member of the Board being absent from two (2) Board meetings, in the same term of office, shall vacate his/her position on the Board unless the Board shall otherwise order.

Directors

The directors shall be elected by a majority vote of the voting shareholders represented at the Annual Meeting, in person or by proxy, and shall consist of four (4) members, all of whom shall be Proprietary members in the LWYC Corporation. The term of office for a director shall be two (2) years, with two (2) directors being elected each year.

Officers

There shall be seven (7) elected officers to be titled as follows:

- Commodore/President,
- Vice Commodore/President,
- Rear Commodore/ Second Vice President,
- Secretary,
- Treasurer,
- Financial Secretary, and
- Membership Secretary.

They shall be elected by a majority vote of the voting shareholders represented at the annual meeting, in person or by proxy, for term of one (1) year. The Board shall publish a payment schedule for those who are compensated for their services.

THE DUTIES OF THE OFFICERS

Commodore/President

Shall preside over meetings of the directors, appoint, and remove members of all committees, call and preside over annual and special meetings, act as ex-officio voting member of all committees, act as the Chief Executive Officer. and maintain general control and supervision over the club affairs. He/She shall sign all documents pertaining to the business of the LWYC Corporation, as authorized by the Board.

Vice Commodore/Vice President

Shall act in place of the Commodore/President, in their absence, and shall perform other duties as he may direct.

Rear Commodore/Second Vice President

Shall act in place of the Vice Commodore/Vice President, in their absence, and shall perform such duties as the Commodore/President might direct.

Secretary

Shall record all proceedings of the LWYC Corporation including meetings of the Board, Annual and Special meetings and shall be responsible for maintenance of all records, supervising all publications and such duties as the President and Board may prescribe.

Treasurer

Shall be responsible for receipt, custody and disbursement of funds of LWYC Corporation, the keeping of necessary accounts, providing a financial report to the Board at each meeting, submitting a budget for the current year at the first scheduled Board meeting of the year, and shall have the authority to draw checks in the name of LWYC Corporation in accordance with existing policies and procedures as established by the Board. The fiscal year for the corporation will end December 31st.

Financial Secretary

Shall be responsible for maintaining the record of all members with addresses and stock holdings, the issuance of all stock and shall issue notices for and collect all dues and assessments.

Membership Secretary

After the Membership Secretary accepts an application for membership and before submitting said application to the Board for action, the Membership Secretary shall investigate the applicant using the guidelines as established by the Board from time to time. This report must be presented to the Board before any action is taken on any application.

Voting Privileges

Voting privileges at meetings of the Board are extended exclusively to the elected and appointed Board members.

Quorum

A quorum shall exist when two-thirds (2/3) of the voting members of the Board are in attendance. A majority of those voting shall preside.

Vacancies

With the approval of the Board, the Commodore/President may make appointments to fill an office until the next annual meeting.

Term of Office

The term of office for all directors and officers begins with the new business at the first Board meeting after the annual meeting. Resignation of a Board of Director, committee head, bartender, cleaning person, must be in writing.

Section IV - Standing Committees

The following standing committees shall be appointed by the Commodore/President with the approval of the Board. At least one officer or director shall serve on each committee to provide liaison services.

1. House Committee

Responsible for the care and management of the clubhouse, its contents, grounds, all structures and access roads. The following subcommittees shall be established under the house committee.

2. Property Committee

Responsible for all buildings, structures and their contents including all manner of furniture, equipment, and fixtures.

3. Grounds and Landscape

Responsible for the maintenance and improvement of the grounds belonging to LWYC.

4. Road Association Committee

Responsible to represent the club in all activities with the road association.

5. Beach and Dock Committee

Responsible for all property and equipment pertaining to the waterfront. This includes liaison with the sailing fleets for suggested improvements, assignment of mooring locations, dock maintenance including arranging for putting in and taking out docks, periodic moving of docks as required and recommendation to the Board for expansion of docking facilities.

6. Bylaws Committee

Responsible for proposing revisions to the bylaws, as required, to the Board.

7. Budget, Finance, Insurance Committee

Responsible for budget preparation and arranging special financing as required. The Treasurer will chair this committee.

8. Sailing and Regatta Committee

Responsible for coordinating all sailing and regatta activities.

9. Legal Committee

Responsible for handling all legal matters pertaining to all club activities.

10. Publicity Committee

Responsible for all club publicity including news releases to club members and public media concerning past and pending club activities. Maintains the club website and our social media links.

11. Membership Committee

Responsible for investigating and gathering necessary information on proposed members and for submitting recommendations to the Board. Also responsible for submitting recommendations pertaining to membership drives, etc. The Membership Secretary will be chairman of this committee.

12. Planning Committee

Responsible for all current and long- range planning concerning the physical plant, property, buildings, etc.

13. Social Committee

Responsible for staffing and coordinating all social, dining and entertainment functions sponsored by the club.

14. Audit Committee

Responsible for the audit of the club books at the completion of the fiscal year. The audit shall be performed by a minimum of two Proprietary members that are not currently members of the Board. The committee shall examine all records and accounts of the LWYC Corporation to check their accuracy and report their findings to the Board. The Secretary shall supply a complete set of minutes for said year, the Treasurer shall supply all financial records for said year and the Bar Steward shall supply all account records pertaining to the bar for said year.

Section V - Meetings

Annual Meeting

An annual meeting shall be held each summer close to the end of the summer season on Lake Wallenpaupack, Pike County, Pennsylvania, during the months of August or September.

Special Meetings

Special meetings, when deemed necessary, or upon demand in writing by fifteen (15) members using a petition to express necessity for such meeting, shall be called by the Commodore/President.

Board Meetings

Board meetings will be held at the request of the president as required for the conduct of corporation business. A majority of the Board may serve written notice on the President and on all Board members to call them unto meeting and set the time and place. There shall be a minimum of four (4) Board meetings per year.

Section VI - Amendments

These bylaws may be amended by a two thirds (2/3) vote of all Proprietary members on our current voting app. Elections for club officers will also be held on our current voting app. Paper ballots may be requested and must be submitted at the annual meeting.

Section VII - Bylaws

The bylaws shall not supersede the Articles of Incorporation of this corporation; the sale of stock shall be governed by paragraph 6 of the Articles of Incorporation.