



Report of the Bylaws Committee, July 17, 2007

The Bylaws Committee has met five times in 2007, starting in January and most recently July 16 and has collaborated extensively in cyberspace, developing along the way seven major drafts. The result of these deliberations amounts to not just a series of amendments to the Constitution and Bylaws but a Revision, which the Committee urges be voted on by the Membership in its entirety. Breaking up the work of the Committee into specific amendment proposals would result in dozens of amendments, nearly all of which would be connected.

The Committee has reviewed the KIYC Bylaws and Constitution, has collected the bylaws of several other yacht clubs from the Chesapeake area, and has used *Robert's Rules of Order* as a guide. The committee developed an electronic copy of our Constitution and Bylaws; incorporated those amendments passed since 2001; edited in order to make both the older amendments and the revision proposed consistent throughout the document; explicitly incorporated the responsibilities and authorities of a General Manager and clarified in that context the duties of the Officers and the Board; and incorporated many good ideas that have been suggested by our members as well as ones we hijacked from the bylaws of other clubs.

A major proposal in this revision is a change to the calendar and the method of establishing budgets for the operation of the Club. Since we are proposing to move the budget deliberations up to October, to get these changes into effect this year, approval from the Membership will be needed at the September meeting. Here is the calendar that the Committee and the Board envision for adoption of the revision approved by the Board:

- Publication of the major items under consideration in the July newsletter and on the website (done)
- Review of the revision at the July Board meeting (done)
- Presentation of a detailed outline and draft of the proposed revision at the July Membership Meeting, soliciting comments from the Membership (done)
- Putting the final touches on the revision proposal, incorporating comments, in July (done July 17)
- Circulating petitions during July to submit the revision to the Board at their August 7 meeting. (underway)
- Submission of petitions to the Board on August 7, 2007.
- Publication in the newsletter and on the web a more detailed outline in August with information about petitions and the need for a quorum at the September meeting (done, in press)
- Vote of the membership at the September meeting

As is clear from the attached proposed revision, proposed changes are extensive. Some of them, of course, are corrections in numbering of lists, renumbering of lists, relocation of some things to a place where they make more sense, clarification of obscure or clumsy language, and the elimination of redundancies.

The following is an outline of the more substantive changes that incorporated in the proposal, listed not in the order that you will find them in the attached copy, but in an order of importance and perhaps controversy:

- A change in the Club calendar for budget development and approval
 - The Budget Committee will develop a budget for the upcoming year to be submitted to the Board and then the Membership for approval in October.
- Changes in the schedule of Membership meetings
 - Membership Meetings will be Quarterly, in February, May, August, and October.
 - The Annual Meeting of the Club will be the February meeting.
 - Officers will be elected in November in an election for which polls will be held open for half a day. Officers will be installed on Election Day, but there will be no official meeting of the Club unless there is budget business which was not resolved at the October Meeting.
 - No specific times or days for meetings or Elections will be incorporated into the Bylaws, but will be set at the December BOG meeting for the upcoming year, published, and incorporated into the Club calendar.
- Changes in the method of determining and collecting dues.
 - Dues will be determined annually at the October Budget Meeting and made a part of the Budget for the upcoming year.
 - Invoices for dues will be mailed in November, due on December 1, and members will be in arrears if dues are not paid by January 1 (same 60 days as now, just moved up 2 months).



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- Changes and additions in Membership types
 - Adding a "Family Membership," but not calling it that. Spouses and significant others will become Members with the privilege to vote, hold office, and serve on committees, with the proviso that two members of the same family cannot serve at the same time on the BOG, the Nominating Committee, the Budget Committee, the Audit Committee, or the Rules Committee. Only one vote per membership *number* will be allowed.
 - Changing the designation of "Regular Member" to "Full Member."
 - Adding a Past Commodore Membership with no dues (but responsibility for all other debts, like assessments) but a vote and the right to apply for a slip.
 - Addition of a "Legacy Membership," but again, not calling it that. The son, daughter, ward, son-in law, daughter-in-law, step-son, or step-daughter of a voting member may join with no initiation fee.
 - Creating the designation of "Voting Member," which includes Full, Past Commodore, and Golden Members. Voting Members are liable for assessments.
 - Creating a Non-Resident Membership, with no vote, no slip, and up to 50% dues.
- Changes to committees to simplify and clarify committee duties and authorities
 - Simplifying the Bar and Kitchen Committees to make them annual appointments instead of staggered terms.
 - Adding consultation with the General Manager for the Bar, Kitchen, Pool, House, Grounds, and Docks Committee.
 - Adding a Pool Committee (no, there wasn't one!)
 - Adding a Rules Committee to look on a regular schedule at the Constitution and Bylaws, House Rules, Pool Rules, Docks and Slip Rules and any other rules that may pop up.
 - Adding an Emergency Preparedness and Response Committee
- Addition of the explicit provision for a General Manager and spelled out authorities, responsibilities, and reporting, meanwhile wordsmithing to retain the specific responsibilities of officers and committees if there is no manager (heaven forbid!).
- Addition of arrears in assessments to dues as cause for automatic suspension from membership and making other indebtedness cause for suspension after a vote of the Board.
- Making membership dues non-refundable and unconditional.
- Redefinition of Flag and Bridge Officers (Flag Officers are those with a flag; Bridge Officers are the "line" officers).
- Addition of malfeasance, nonfeasance, fraud, or missing two Board meetings to missing two membership meetings for cause for removal of an officer or Board member (by a 2/3 vote of the BOG)
- Making the number of members' signatures (one signature per membership number) required for submission of an amendment to the Constitution and Bylaws 40 instead of 10% of the Membership.
- Making explicit the requirement that removed (not resigned) members have to pay the then required initiation fee (and, of course, all other indebtedness).
- Making all majorities to be of those present *and voting* at a meeting (one vote per membership number).

It is important to add that the Committee has been in touch with the Auxiliary and is aware of their deliberations on redefining their organization. Because their deliberations are ongoing and, more importantly, the requirements of the ratification calendar, we've not attempted to incorporate changes in the Auxiliary (or other organization name) into the present proposal, instead deferring these discussions to the new Rules Committee.

Signatures will be collected starting July 17, 2007 to present the Revision to the Board of Governors.

Respectfully submitted,

2007 Bylaws Committee
David Ross, Chairman
Dick Miller
Jef Friton
Mike Grant *ex officio*