

THE DEEP RIVER YACHT AND TENNIS CLUB

BY-LAWS

(As amended in 2010)

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THE DEEP RIVER YACHT AND TENNIS CLUB

BY-LAWS

(As amended in 2010)

1 NAME AND ADDRESS OF THE CLUB

1.1 Name

The name of the club shall be "The Deep River Yacht and Tennis Club".

1.2 Address

The Head office of the Company shall be at 34 Pier Rd., Deep River, Ontario.

2 PURPOSE

The club is established for the purpose of organizing and promoting boating, tennis and associated sporting and social activities among the members and to provide facilities for such activities. The income of the club, if any, shall be used in promoting the object of the club as aforesaid. The club shall be carried on without the purpose of gain as stated in the Amendment to the Letters Patent, (2010).

3 BOARD OF DIRECTORS

3.1 At the Annual General Meeting a board of nine directors shall be elected from among the adult members of the club, to the positions of Commodore, Vice Commodore, Adult Tennis Chair, Sailing Chair, Junior Tennis Chair, Rowing Chair, Membership Chair, Secretary and Treasurer. A tenth director shall be a Past Commodore, preferably the Commodore of the previous Board of Directors.

3.2 The directors shall hold office for one year or until their successor is elected. When any director ceases to be a member his/her office shall thereupon become vacant. Any vacancy occurring on the Board of Directors may be filled for the remainder of the term by the remaining directors from among the adult members of the club.

3.3 Five of the directors shall form a quorum for the transaction of business and for the election of officers to vacancies.

3.4 The Directors shall serve without compensation. No director shall, directly or indirectly, receive any profit from his/her position as such, but may be paid reasonable expenses incurred by the performance of his/her duties.

3.5 Duties of the Board of Directors

3.5.1 General

The Board of Directors shall be responsible for the management and control of the business of the club and its property.

3.5.2 Commodore

The Commodore shall preside at all the meetings of the directors or members and shall be entitled to vote on all questions. He/she may call special meetings of the Board of Directors at his/her discretion and shall call such meetings when requested in writing by two members of the Board or as decided at a Board Meeting as herein provided. He/she must call an Annual General Meeting as herein provided. He/she shall sign, as commodore, all contracts or other instruments which it is necessary to have in writing and which have first been approved by the Board of Directors. He/she shall ensure that the rules and regulations of the club are enforced. He/she shall coordinate the activities of the various committees with the policies of the Board of Directors, and to this end shall be an ex officio member of all committees.

3.5.3 Vice Commodore

The Vice Commodore shall assume the duties of the Commodore in the absence of that officer with regard to the holding of meetings. He/she shall act as Chair of the House and Grounds Committee, and shall appoint a Social Chair.

3.5.4 Secretary

It shall be the duty of the secretary to maintain a minute book and to keep an accurate record of the proceedings of all meetings. The secretary shall manage correspondence to ensure appropriate records of the official business of the club are kept, including by-laws, letters patent, etc.

3.5.5 Treasurer

The treasurer shall receive all monies of the club and deposit same to the credit of the club in a financial institution to be designated by the Board of Directors. Club monies shall be disbursed under directions of the Board by cheques signed by any two of the Commodore, and/or the Treasurer and another director or an employee of the club. He/she shall, in the manner prescribed by the Board of Directors, keep proper books of account, submit a financial report at the Annual Meeting, and before April 30 of the year following his/her term of office he/she shall submit to the club an audited statement of his account for the past year. The treasurer shall also maintain a correct inventory of the club's assets. He/she shall act as custodian of all club financial records. He/she shall hold a key to the Safety Deposit Box.

3.5.6 Adult Tennis Chair

The Adult Tennis Chair shall be responsible for the club's adult tennis program and to that purpose shall organize and act as Chair of the Adult Tennis Committee. He/she is responsible for the upkeep and repair of the tennis courts and associated lighting and may, at his/her discretion, appoint an individual to manage these facilities.

3.5.7 Junior Tennis Chair

The Junior Tennis Chair shall be responsible for the club's Junior Tennis Program and to that purpose shall organize and act as Chair of the Junior Tennis Committee. The Junior Tennis Chair has the responsibility for hiring any tennis instructors with the approval of the Board.

3.5.8 Sailing Chair

The Sailing Chair shall be responsible for the club's sailing program and to that purpose shall organize and act as chairman of the Sailing Committee. He/she may, at his/her discretion, appoint individuals with particular responsibility for the junior and adult sailing programs and the maintenance and repair of the club's sailing boats and rescue boats. The Sailing Chair has responsibility for hiring any sailing instructors with the approval of the Board.

3.5.9 Rowing Chair

The Rowing Chair shall be responsible for the club's rowing program and to that purpose shall organize and act as chair of the Rowing Committee. The rowing chair may, at his/her discretion, appoint individuals with particular responsibility for the upkeep and repair of the rowing equipment.

3.5.10 Membership Chair

The Membership Chair handles club registration and fee collection. He/she maintains records of all member information including a list of member email addresses for group mailings. He/she shall appoint a Publicity Chair.

3.5.11 Past Commodore

The Past Commodore is the commodore of a previous year's Board of Directors. He/she acts as advisor, and gives continuity to the Board of Directors and may take on other responsibilities as designated by the Board.

4 OFFICERS

Five officers are on record with the Ontario Ministry of Government Services, Service Ontario, Companies and Personal Property Security Branch as the legal representatives of the Deep River Yacht and Tennis Club.

- 4.1 The five officers shall consist of the Commodore, the Vice Commodore, the Secretary, the Treasurer and the Adult Tennis Chair .
- 4.2 The Commodore shall act as Chair, and the Vice Commodore shall act as Vice Chair.

5 MEMBERSHIP

Membership in the club shall be as follows:

5.1 Classes of Membership

- 5.1.1 Adult
- 5.1.2 Junior
- 5.1.3 Student
- 5.1.4 Honorary
- 5.1.5 Family

5.2 Definition of Classes of Membership

- 5.2.1 Adult Members, including supporting members, shall be a person 19 years of age or older on January 1 of the year in question. A supporting member is an adult member who is not registered for any program activities.
- 5.2.2 Junior Member shall be a person 18 years of age or younger on January 1 of the year in question.

- 5.2.3 Student Member shall be a person 19-23 years of age on January 1 of the year in question, who is registered at an Educational Institution as a full-time student.
- 5.2.4 An honorary member shall be a person appointed to honorary membership by the Board of Directors.
- 5.2.5 A Family membership shall be for people in a family unit consisting of parent(s) or guardian(s) and children. Individual family members have all the rights, privileges and responsibilities of members of their own age group.

5.3 Procedure for Granting Membership

Any person who applies for membership to the club shall be accepted provided he/she has not been expelled previously according to Section 5.4. The Board of Directors may impose some limit to the total membership of the club.

5.4 Obligations of Membership

All members shall abide by the by-laws, rules and regulations of the club. In the event that any member fails to so abide he or she may be suspended from membership by the Board of Directors and his or her membership may be cancelled at the next regularly convened meeting of the board members by a majority vote.

5.5 Privileges of Membership

The privileges granted to the various classes of members shall be determined from time to time at the annual and special general meeting of the club, and when so approved shall form part of the rules of the club.

5.6 Membership Dues

The annual dues of the various classes of membership and program fees shall be determined from time to time by the Board of Directors.

6 MEETINGS

6.1 General Meetings

6.1.1 Notice of General Meetings

Notice of a General Meeting shall appear in a local newspaper at least 10 days before the date of the meeting.

6.1.2 Annual General Meeting

The Annual General Meeting of the club shall be held in the Town of Deep River, Ontario, for the election of officers, receiving of annual reports and financial statements, and transacting such other business as may properly come before it.

6.1.3 Special General Meetings

Special General Meetings of the club may be called at any time by the Commodore or the Board of Directors, and must be called within two weeks of the receipt of a request from at least ten Adult Members of the club. The business to be transacted must be clearly stated in both the request and the notice of the meeting.

6.1.4 Quorum

At the Annual General Meeting and all Special General Meetings a minimum of six adult members present at the time called for the commencement of the meeting shall constitute a quorum.

6.1.5 Voting Privileges of Members

At all meetings each adult member shall be entitled to one vote, and said vote shall be cast in person, or by proxy, in which case the proxy must be in writing, and filed with the secretary or his/her appointee before the meeting.

6.1.6 Rules of Procedure

The rules contained in the current edition of "Robert's Rules of Order" shall govern all meetings of the club in all cases to which they are applicable and in which they are not inconsistent with the by-laws of the club or any special rules of order which the club may adopt.

6.2 Board of Directors' Meetings

Meetings of the Board of Directors shall be held at the call of the Commodore or, in his absence, by the Vice Commodore. The Secretary shall give two clear days notice of the time and place of such a meeting.

7 COMPOSITION AND DUTIES OF STANDING COMMITTEES

7.1 Standing Committees

Activities of the standing committees shall be subject to general approval of the Board of Directors. The Chair of each committee shall present a report of the activities of his/her committee during the past year at the Annual General Meeting.

7.2 Special Committees

Special Committees for the carrying out of specific programs may be appointed as necessary by the Board of Directors. Rules governing the powers and conduct of Standing Committees generally shall apply to Special Committees.

7.3 House and Grounds

The House and Grounds committee shall consist of the Vice-Commodore and such other members as he/she may appoint. It shall manage the clubhouse and surrounding grounds, exclusive of harbour, boats and tennis court facilities. It shall provide for the maintenance, repair and improvement to these areas. All maintenance, repair and improvement work must be approved by the Board, except for the approval of normal maintenance or emergency work which is left to the discretion of the Commodore or Vice Commodore. The committee shall also enforce such regulations as may be approved by the Board to ensure proper use of the clubhouse and grounds.

7.4 Social

The Social Committee shall consist of the Chair of the Social Committee and such other members as he/she may appoint. It shall be responsible for planning and organizing the club's social program including the holding of appropriate dances, dinners, luncheons, teas and other such social affairs, and for the operation of the club bar. The Social Chair reports through the Vice Commodore to the Board of Directors.

7.5 Sailing

The Sailing Committee shall consist of the Sailing Chair and such other members as he/she may appoint. It shall manage the sailing activities of the club, organize and supervise races and regattas, select club teams, assign handicaps, maintain class standards and supervise the maintenance and distribution of junior and senior sailing trophies. It shall manage the club's waterfront facilities and operate and maintain the club safety boats.

7.6 Rowing

The Rowing Committee shall consist of the Rowing Chair and such other members as he/she may appoint. It shall manage the Rowing activities of the club and organize the regular rowing schedule and lessons. It shall maintain the rowing equipment.

7.7 Adult Tennis

The Adult Tennis Committee shall consist of the Adult Tennis Chair and such other members as the Chair may appoint. It shall manage the senior tennis program of the club, organize local and interclub tournaments, select club teams and supervise the maintenance and distribution of adult tennis trophies. It shall also make and enforce regulations for the use of the courts and maintain and manage the tennis facilities. It shall operate and maintain the club tennis facilities including courts, lighting and nets.

7.8 Junior Tennis

The Junior Tennis Committee shall consist of the Junior Tennis Chair and such other members as he/she may appoint. It shall manage the junior tennis program of the club, organize local and interclub tournaments, select club teams and supervise the maintenance and distribution of junior tennis trophies.

7.9 Membership

The Membership Committee shall consist of the Membership Chair and such members as he/she may appoint. The Committee shall collect all fees, bank all such monies, and keep computerized spreadsheets to reflect all income including Jr. Tennis and Sailing Lesson Fees, and Boat Storage Fees. He/she also keeps a computerized record of all members which is used for group mailings. The membership Chair will also make all tennis tags and issue membership cards, as necessary, and pick up and distribute club mail. The Membership Chair shall appoint a Publicity Chair.

7.10 Publicity

The Publicity Committee shall consist of the Chair of the Publicity Committee and such other members as he/she may appoint. It shall be responsible for planning and coordinating or organizing the club's publicity program, including the annual club brochure and club website, the use of local media (eg. NRT), posters, sandwich boards and any other Board-approved means to promote its ongoing programs and special events. The Publicity Chair reports through the Membership Chair to the Board of Directors.

7.11 Nominating

The Nominating Committee shall be the Commodore and Past-Commodore. It shall present at the Annual Meeting a nomination of one or more qualified candidates for each position on the Board of Directors, all such nominations having been accepted by the nominees.

8 AUDITING OF THE ACCOUNTS OF THE CLUB

At the Annual General Meeting an auditor or reviewer shall be appointed for the purpose of auditing or reviewing the accounts of the club. Such auditor or reviewer need not be a club member. The auditor or reviewer shall not be a director or officer of the club.

9 PROCEDURE FOR AMENDING THE BY-LAWS

- 9.1 Amendment of the by-laws is the repeal, or change or addition to one or more items or parts of the by-laws. The club may, from time to time, amend the articles of these by-laws by a two-thirds affirmative vote of those members present at a General Meeting.
- 9.2 Notice of any motion for amendment to the articles of these by-laws must be submitted in writing to the Secretary thirty (30) days in advance of the General Meeting.
- 9.3 The Secretary shall notify the membership of such motion for amendment and the time and place of the General Meeting no less than Ten (10) days prior to said meeting.

10 AFFILIATIONS

The club shall maintain affiliations with the following organizations

- 10.1 The Deep River Community Association.
- 10.2 Any other organization agreed upon at a General Meeting of the club.

11 DISSOLUTION OF THE CLUB

- 11.1 The Deep River Yacht and Tennis Club shall only be dissolved by resolution of a Special General Meeting which shall be governed by the procedures described in Section 9, Procedure for Amending the by-laws.
- 11.2 Upon dissolution of the club, all assets of the club shall become the property of the Deep River Community Association.

12 COLOURS, BURGEE, and FLAG

- 12.1 The colours of the club shall be RED and WHITE.
- 12.2 The club burgee shall have a WHITE design representing an atom on a triangular RED pennant.
- 12.3 The Commodore's flag shall have a design as in 12.2 above on a "fish-tail" RED pennant.