



NORTHERN Yacht Club

Constitution and By-Laws

Jan 21, 2015

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CONSTITUTION

Being Chapter 141 of the Status of Nova Scotia, 1925

1. Albert V. Forbes, Yorke C. Barrington, Reginald F. McNeil, Harry Young, Jack Barrington, Cecil Sutherland, Arthur G. Christie, Jeffrey McChristie, Michael Dwyer, Thomas S. Cook, Robert Oatley and Kenneth L. Brown, their associates, successors and assigns and such other persons as are or shall become members of the Club hereby incorporated according to the rules and by-laws thereof, are hereby created and constituted a body corporate under the name of "The Northern Yacht Club."

2. The Club may purchase, own, take, hold, lease, rent and enjoy real and personal property in the community of North Sydney, or in any other place, to such extent as may be desirable for the purpose of the Club, and without limitation as to value, and may mortgage, sell, lease, rent, assign or otherwise dispose of that property.

3. The general administration of the affairs of the Club shall be vested in an executive committee and the persons named in the first section of this act are constituted a provisional executive committee of the Club who shall have the power to convene a meeting to organize the Club and make by-laws.

4. The Club shall have the power and authority to make by-laws relating to its objects, purposes and aims and for the control and management of its affairs and without restricting the generality of the foregoing prescribing terms and conditions for the election of new members; dividing its members into different classes and defining the rights and privileges to be enjoyed by each class, providing for election of officers for an executive committee and such other committees as may be deemed desirable.

5. The Club may adopt a pennant;

The Club will adopt a burgee. It will be a red pennant. The hoist shall be 12 inches and 24 inches from hoist to fly. There shall be a 1.5-inch-wide yellow cross; the vertical band will start eight inches from the hoist, the horizontal band will be centered and continue from hoist to tip of fly. A, 2.5 inch yellow, five pointed star is to be centered in the upper inside division.



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6. The Club shall have and possess the power to make and become party to promissory notes, bills of exchange and negotiable paper, made, drawn, accepted, endorsed or otherwise executed in accordance with any by-law of the Club made in that behalf, and every such instrument executed as aforesaid shall on no case require the seal of the Club to be affixed and no officer of the Club so making, or drawing, or accepting or endorsing any such instrument for the Club shall be individually liable thereupon. For greater certainty, the liability of a member of the Club is limited to the amount outstanding of any fees, dues, subscriptions or other accounts due by the member to the Club.

7. The Club is empowered to sue for and collect fees, dues, subscriptions and all other accounts and moneys that may become due to the Club.

8. The Club shall have power to make contracts for the purpose of the Club and to sue and be sued in the corporate name.

9. The Club shall have a corporate seal and shall have power and authority by its **C**ommodore and **T**reasurer to make and execute deeds, leases, mortgages or other conveyances of the real and personal estate held by the Club.

10. Any member resigning from the Club or by death, expulsion or otherwise ceasing to be a member thereof, shall ipso facto forfeit all interest therein and in or to the property or assets of the Club. If a member dies, his or her surviving spouse or marital partner shall retain membership in the Club provided all applicable dues and fees are paid. If there is no surviving spouse or marital partner, a paid-up member's yacht may remain on the premises for the remainder of the Club year at the member's rate of dues and fees provided that insurance coverage on the yacht is maintained by the estate. After that time, non-members' storage fees will apply.

11. The Northern Yacht Club is a "Non-profit organization, managed by a volunteer Executive Committee.

BY - LAWS

OVERVIEW

1. Objective or purposes of the Club shall be to: promote sailing and boat building in the Province of Nova Scotia and to encourage its members in becoming proficient in navigation and in the personal management, control and handling of their yachts, and in all matters pertaining to seamanship with special emphasis on Junior training and competitive sailing.



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2. No Flag Officer shall hold the same office for a period exceeding three consecutive years.
3. The Executive of the Northern Yacht Club (NYC) shall include the following 11 members: Commodore, Vice Commodore, Rear Commodore, Past Commodore, Secretary Treasurer, Recording Secretary, Chair of the Race Committee, Building & Grounds, Wharfs & Slipways, Entertainment and one Director. Seven members are required to form a quorum. All members except the Past Commodore shall be appointed by vote at the Annual General Meeting. If any member of the Executive Committee, is absent from three consecutive meetings of the Committee without a satisfactory reason, that person shall cease to be a member of the Committee and must be notified to that effect. Executive meetings are to be held at least once per month.
4. A minimum of four NYC Executive members shall serve on the NYC Junior Sailing Associations Executive.
5. There shall be one Annual General Meeting each year. This is to be held as soon as possible after the Financial Statements are made available to the Executive.
6. Before the Annual Meeting, the Executive Committee shall appoint a Nominating Committee, consisting of five members, three of whom shall be Past Commodores and two from the members at large. Should that number of Past Commodores not be available, they shall be chosen from members at large. It is the duty of the Nominating Committee to prepare a list of nominees for all Executive positions for election at the Annual Meeting. Voting shall be by separate secret ballot for each office.

DUTIES

7. It shall be the duty of the Commodore to take command of the Club, to preside at all meetings and enforce the laws and regulations of the Club. The Commodore may at any time, call a special meeting of the Club. The Commodore Shall Chair the Constitution and By-Laws Committee, receiving all recommendations in writing suggesting proposed changes, additions or deletions. Only recommendations received from paid up members in good standing to be acknowledged and presented to the Executive Committee for consideration. A complete review of the Constitution and By-Laws is to be made every five years.



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8. The Vice Commodore is to assist the Commodore in the discharge of the positions duties and, in the Commodore's absence to act in his / her stead. Oversee the operation of the Bar. Take inventory periodically as directed by the Executive Committee.

9. The Rear Commodore shall assist the Commodore and Vice Commodore in the performance of their duties, and, in their absence, act in their stead and to communicate with the Commodores on Junior sailing and Squadron activities.

10. The duties of the Treasurer, whom the Club shall bond, are to prepare and present the Annual Budget. Maintain proper bank accounts for the Club. Maintain proper books for the Club. Pay bills contracted by the Club on approval of the executive. Prepare financial statements as required. Assist the Auditor in preparing the Annual Financial Statements. Perform other financial related duties as may be assigned by the Commodore and Executive Committee. The Treasurer will act as Commodore in the absence of the Flag Officers.

11. It shall be the duty of the Recording Secretary to keep a record of the proceedings of meetings of the Club in a book provided for the purpose and to keep a roll of members. To file all documents, records and communications and reports connected with the business of the Club. To notify each Executive Member of the Annual meeting and, if unable to attend any meeting, ensure that all necessary books and papers are delivered to the place of the meeting. The Recording Secretary shall act as Sergeant at Arms during all meetings.

12. A Race Committee shall arrange all regattas and races, the Chair of which shall be elected at the Annual Meeting. The Committee shall be known as the Race Committee. No trophies shall be taken outside the confines of the Club without furnishing a suitable bond as decided upon by the Race Committee. The Race Committee shall decide the rules and regulations regarding the awarding of Cups and Trophies. Boats taking part in Committees, races or regattas shall have wharf priorities.

13. Building and Grounds is responsible for the maintenance and upkeep of all buildings and grounds. Propose changes, renovations or additions to the Executive for authorization.

14. Wharfs and Slipways will act as a liaison to boat owners. Ensure that wharfs and slipways are used in a proper manner. Recommend all necessary repairs for approval. Recommend all renovations for approval. Recommend all additions for



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approval. Authorize and distribute berthing privileges. Communicate on behalf of fleet to the Executive. Provide all necessary boating and safety information to the members.

15. Entertainment is to control the entertainment and social activities. Maintain a liaison with the Rear Commodore to facilitate any functions that may be required for sailing activities. Submit a budget proposal to the Executive for the year. Be responsible to the Executive with regards to budgetary confines.

16. The Executive Committee may, by resolution, pass House Rules governing the use of Club property, and such House Rules shall have the force of the By-Laws.

17. The By-Laws may be made or amended at any General meeting by a two-thirds majority of vote cast.

18. The Club shall make available, printed copies of the Constitution and By-Laws

MEETINGS

19 Proper individual notice shall be made available to all members at least seven days prior to the annual General meeting.

20 Where members are entitled to vote, each fully paid senior member shall be entitled to one vote. On matters that deal exclusively with boats, only those *Senior / Life Members* owning a boat may vote. A Senior or Life Member has only one vote, regardless of the number of boats he / she owns. On any other question, every Senior and Life Member shall be entitled to vote, except as it otherwise provided in these By-Laws. The spouse or intimate partner of a Senior Member is entitled to enjoy all the privileges of the Club, inclusive of Club general meetings, except that at a Club general meeting there may only be one vote per membership. In the event of a Senior Member's marriage/ partnership ending, the person whose name is on the original application retains Senior Member status. Membership cards will not be issued, to the spouse or partner, until the Senior Membership dues and fees are paid in full. Spousal or intimate partner are defined as living together at the same residence.



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(a) Employees who wish to hold senior membership may do so, but cannot exercise the right to vote on matters dealing with their employment or perceived to be related to their employment.

(b) A vessel is considered to be jointly owned when the owner's names are clearly registered within the Northern Yacht Club vessel data base.

© A maximum of two owners per vessel shall be allowed to vote on matters as prescribed in Section 21 providing both boat owners are paid Senior members.

21 Senior members who are absent during a meeting where voting takes place, abdicate the right to vote and the issue is decided amongst those present.

22. Dues and fees are due the 1st of January, and payable by the 31st of January. Any Member whose dues or fees are unpaid by the 31st of January and payable shall cease to be a member of the Club. A Senior Member having resigned, either voluntarily or because of non-payment of dues or fees, is not relieved of the boating fee applicable to his or her boat that remains on Club property after this date. Such a member may be reinstated upon payment of the dues or fees owed at the time application for reinstatement is made. The payment of such dues, fees and any other outstanding invoices will be considered and processed in accordance with the guidelines in these By-Laws. Any property of the Club that is in a Member's possession must be returned to the Commodore before the Member may voluntarily resign.

MEMBERSHIP

23 A person over the age of 19 years wishing to become a member must have his or her name proposed and recommended in writing by two Senior Members of good standing within the Club. An application for Club membership is to be completed in full and have payment for the initiation fee attached. To be elected, a majority of the Executive present must vote in favour. If the application is rejected, the fee submitted will be returned and the applicant may not re-apply for one full year. No person shall be entitled to enjoy the privileges of the Club until his or her dues and fees are paid.



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24. A Senior Member is a duly elected person over the age of 19 years paying the fees and dues approved by the members for such membership. The spouse or marital partner of a Senior Member is entitled to enjoy all the privileges of the Club.

25. Honorary Life Member - a person may become an Honorary Life Member of the Club for life, whose nomination for such has the approval of the Executive Committee and then received a two-thirds favourable vote of those voting members present at any Annual meeting of the Club. Beyond any privileges prescribed in these By-Laws, an Honorary Life Member shall have all the privileges of a member, including the right to vote and hold office, but shall not be liable for any annual dues.

26. Honorary Members are entitled to all the privileges of the Club except voting at General Meetings, holding office, or having a vessel on the premises and are not liable to pay the annual dues. Any Senior Member of the Club may nominate a person for honorary membership in the Club. If the Executive Committee approves the nomination, he or she becomes an Honorary Member of the Club for the current year. The Executive Committee may designate various persons as they see fit, such as, Flag Officers and Secretaries of all recognized Yacht Clubs extending the same reciprocal privileges to Officers of the Club, also, Officers of Naval Ships temporarily posted or visiting the region as Honorary Members for the current year.

27. Life Member - The Executive Committee shall have the power to set up a program whereby Senior members in good standing pay a one-time lump sum payment of dues to become a Life member of the Club. Should the Senior member be nominated to receive an Honorary Life Membership, the dues previously submitted shall not be returned.

28. Junior Member is any person under the age of 19, duly elected as such, and has paid the described dues. They shall not be entitled to vote or hold office and may be restricted to such portions of the Club premises as the Executive Committee designates. Junior members who have reached the age of 19 years may apply directly to the Executive Committee for Club membership, this request to be given immediate consideration by the Executive.



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29. Membership in the Northern Yacht Club shall cease:

- a) upon death of the member; or
- b) they cease to qualify for membership in accordance with these By-Laws.

GUESTS

- 30.
- a) Any crewmember of a visiting yacht or service yacht may enjoy the guest privileges of the Club while the yacht is participating in any Club event or is moored, anchored or secured at the Club.
 - b) Every Member shall be responsible for his or her guest(s) and for the guest(s)' observance of the Club rules.

DUES and FEES

31. The Executive shall present a schedule of annual dues and fees and be presented at the Annual General Meeting for approval from the membership. The decisions made and voted on during this time will be adhered to for that current boating year and remain in effect until such time as the membership has altered it at another general meeting. Members are to approve the annual dues and fees at the Annual General Meeting. A complete schedule of dues and fees including the consequences of late payment is to be promulgated immediately after that meeting. These rates are to be reviewed annually. (Dues refer to the costs related to membership; Fees refer to costs related to boating.) Members shall only pay a one-time initiation fee. No boat will be launched or hauled until all dues / fees have been paid and any outstanding accounts have been rectified. An outstanding account is any account more than 30 days in arrears. A current copy of the insurance carried on the member's boat must be on file, and must show that Third Party Liability is included in an amount specified by the Executive Committee. The launch / haul of a member's boat must be booked through the Club Office. At that time, the member's account will be reviewed and confirmation made that proof of insurance is on file.



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No boat shall be removed from the yard / marinas, following its sale, until all outstanding dues and fees have been paid.

- a) Annual dues shall become due January 1st and payable January 31st, of each year.
- b) Invoicing for dues will take place the first week of November, invoices must be paid no later than the 31st of January. The consequences of late payment will be a late payment charge being applied.
- c) All dues and fees incurred shall be paid before a member's boat is launched, lifted out or removed from the Club properly. Payments shall be applied to arrears before current dues and fees are credited.
- d) A "Progress List" will be maintained and posted in the Club at all times.
- e) Unpaid members as of January 31st, of each year shall lose all rights and membership in the Club.
- f) Disqualified members who have lost their rights for non-payment of Annual Dues may apply in writing to the Executive for reinstatement within 90 days of January 31st of each year.
- g) No boat shall be retained on NYC premises (land or water) unless proof of Third Party Liability Insurance is in effect. The amount of liability insurance will be set by the Executive Committee annually and approved by the Members at the Annual Meeting. Proof of insurance in the amount approved by the Membership must be given to the Recording Secretary or the Chair of Wharves & Slipways for retention in the boat owner's file.
- h) Any member whose account is in arrears will be denied access to the General Meeting. A list of delinquent accounts will be monitored at the door. If there is any question concerning a member's eligibility to attend a meeting, the Chair of the meeting shall make a determination.
- i) The fees for NYC marina spaces will be set and approved by the membership at the Annual General meeting. Rates will be published annually.



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DISCIPLINE

32. Members who infringe any By-Laws, Rules or Regulations of the Club, or conduct themselves in a manner contrary to the Code of Conduct, Section 44 and deemed detrimental to the welfare of the Club, may have their privileges and rights suspended, or may be expelled by the Executive Committee for such period and conditions as specified by them following a favourable vote for suspension or expulsion by a majority of the Executive present, all being required to cast a ballot. A copy of the suspension to be posted within the Club premises.
33. Expulsion or suspension of a member shall occur at a meeting of the Executive Committee. Not less than three days prior to a meeting at which expulsion or suspension is to be considered, notice of the complaint against the member must be given to each member of the Executive Committee. A vote in favour of any expulsion or suspension must be a majority of those present at the meeting. Subsequent to the meeting, notice informing the Member of the decision shall be sent by registered mail to the member's last known address or delivered in person by the Chair of the meeting.
34. Any expelled or suspended member may appeal the Executive Committee decision in writing, addressed to the Club Secretary Treasurer or Club Manager within 30 days of receiving notice of the expulsion or suspension. Upon being advised of an appeal, the Commodore shall call a special meeting of the Executive Committee to hear the case. This vote shall be by ballot. If, the majority of the members present, vote to reverse the previous decision, then the member shall be restored to the previously held status at once. Until such reversal, the expelled or suspended member shall not be permitted to enjoy any member privileges.
35. Any expulsion or suspension does not relieve the member concerned from the payment of any dues, fees or other debt due to the Club.
36. Penalty for suspension being as follows:



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- a) First offence - the member shall be denied all the social rights and privileges of the Club. Club house and outbuildings are off limits for 30 days. A suspended member may attend his or her yacht.
- b) Second offence - Same as above, except time period extended to 90 days.
- c) Third offence - Complete expulsion from the Northern Yacht Club, with the right to re-apply as a new member after a period of one year has expired. Any former member having been expelled from the Club shall be denied the reciprocal privileges granted to members by other Yacht Clubs.
- d) Should a member be charged or convicted of an offence, the Executive may, at its discretion, render penalties to suit the action.

GENERAL

- 37. It is the Members responsibility to inspect and maintain their boat while on Club property. NYC may advise the vessel owner of any irregularities or safety concerns.
- 38. The Club reserves the right refuse the lifting or storing of any vessel.
- 39. The Club reserves the right to refuse any cradle or storage apparatus.
- 40. Members are responsible for providing adequate blocking for the keel of the boat and for the location of the stands placed under the vessel. Proper safety chains and bases must be used in conjunction with jack stands.
- 41. NYC will have the authority to move any boat in the yard in order to facilitate the regular launching and placement of other vessels at the Club.
- 42. NYC shall have the authority to sell any boat(s) for non-payment of storage fees. Upon sale of the boat(s), after the payment of all fees and expenses, the balance, if any, will be paid to the boat owner. Should



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there be a difference after the sale of the boat the owner shall be responsible for the same.

CODE of CONDUCT

43. The Code of Conduct is to assist NYC members and employees to understand the standards of conduct and behaviour that are expected of them.
44. Conduct - Members and employees have a duty to promote and support the key principles of the Club and to maintain and strengthen the integrity of the Club. This means acting ethically and in a respectful manner both on and off the water, acting in a way which considers all other members, observing the rights of other people, and treating people with courtesy.
45. Behaviour - Members and employees have a duty to avoid behaviour that could constitute an act of disorder, misbehaviour, law breaking, discrimination, harassment or any behaviour which could bring the Club or themselves into disrepute. Above all, members and employees must act in a courteous and respectful manner to each other at all times.

Amendments to Section 44 and 45 of Conduct.

Complaint Procedure:

1. Whereas a member and/or guest feel they have been subject to or witness a breach of the Code of Conduct they may file a complaint with any Flag Officer or employee of the NYC.
2. The complaint must be in writing and delivered to a flag officer within 14 days of the original date of the alleged breach. E-mails shall be accepted.
3. Once received the Flag Officer/Employee will report the infraction to the Commodore.



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4. If the Commodore is not available, the Vice Commodore or Rear Commodore will act on his/her behalf.
5. Any Flag Officer/Employee who witnesses or subject to a breach of the Code of Conduct is to take immediate action to address the breach.
6. Depending on the nature and severity of the allegation the Flag Officer/Employee will take immediate steps to insure the safety of all members and their guests and protect the property of the Northern Yacht Club.
7. The Flag Officer/Employee are not to become physical involved where there is a risk of personal harm to him/herself. Police shall be called to intercede.
8. The Flag Officer/Employee are required to submit a report detailing the incident and what action was taken.
9. As part of their duties/responsibility Flag Officers and Employees will cooperate in any review of any allegations of misconduct.
10. The employee will record any breaches of conduct in the Bar Tenders Log Book.
11. The Vice Commodore and the Bar Manager will review all report incidents and take all future action when required. Including follow up with Bar Staff.
12. The Commodore and/or Vice Commodore shall have the authority to suspend any member for a period not exceeding thirty (30) calendar days on similar grounds. Such suspension shall be followed up immediately in writing and the member may appeal the suspension in accordance with the NYC Constitution and By-laws.
13. Any expelled or suspended member may appeal to the Executive Committee decision in writing, address to the Commodore within 30 days of receiving notice of the expulsion or suspension. Upon being advised of an appeal the Commodore shall call a special meeting of the Executive Committee to hear the case. This Vote shall be by ballot. If the majority of the members present, vote to reverse the previous decision, then the member shall be restored to the previously held status at once. Until such reversal, the expelled or suspended member shall not be permitted to enjoy any member privileges.



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Process of Complaint:

1. Once a complaint has been received two members of the Executive will review the complaint and forward their report, including recommendations, to the Commodore within 14 days.
 2. The Executive will review the allegations and recommendations and make judgement on the alleged misconduct of member(s)/person(s) responsible.
 3. The punishment up to and including suspension will be in line with NYC By-laws.
 4. All parties will be advised in writing of the decision of the Executive within 14 days of receipt of the report from the review committee.
 5. Any appeal of the decision will follow present NYC By-laws.
 6. Any delays in the review process or executive decision, due to exigent circumstances, will be relayed to the Complainant and subject person(s) in writing.
46. **Member's Guests and Children:**
Members and employees will be responsible for their guests and children at all times and ensure that their guest(s) and or children's conduct is in keeping with the Clubs Code of Conduct and the Club's rules and regulations.



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47. Boat Owners Credit:

- A. The Boat Owner Credit to be removed in name and purpose. The fee will be renamed Capital Improvement Fund with the same amount of \$100.00 per vessel.
- B. The Fund will be utilized for wharf and boating improvements including lift repair and service.
- C. The Capital Improvement Fund is assigned to the boat as one payment per vessel annually.

48. Life Membership Criteria:

- A. Open to members who have obtained a minimum of ten (10) years of consecutive membership.
- B. Have conducted them selves in an exemplary manner as a Senior Member.
- C. Has made significant contribution to the NYC as a volunteer or executive member.

49. Process of Selection

- a. Prior to AGM the Commodore shall call for nominations from the executive.
- b. Each Executive Member may submit a completed nomination form for the selection.
- c. Life nomination form will include such information as years of membership and information to why this person should be considered for Life Membership.
- d. The submission must be signed by one other sponsoring executive member for a total of two (2) signatures.
- e. The Executive will review all nominations and by majority vote select a nominee for consideration.
- f. The selected nominee will be presented to the AGM for final decision.



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Not to be Used for Navigation

Ne pas utiliser pour la navigation

