

BY-LAWS OF THE TACOMA YACHT CLUB SHIPMATES

ARTICLE I

Name

The name of this organization shall be the "SHIPMATES" and shall be the women's Auxiliary of the Tacoma Yacht Club.

ARTICLE II

The object of this Auxiliary shall be to promote friendliness among its members, encourage social and charitable activities, and promote the sport of yachting.

ARTICLE III

Section 1. Any woman who is a member in good standing of the Tacoma Yacht Club shall be eligible for membership.

Section 2. Any Shipmate who has served as President of the Auxiliary shall have the privilege of retaining continuing membership. All Past Presidents, current Tacoma Yacht Club members or not, shall be invited to the Shipmates Installation and Past President's Luncheon.

Section 3. HONORARY Any woman who holds an honorary membership in Tacoma Yacht Club shall be cleared for eligibility through the Membership Committee. Honorary membership may be conferred for a period of one year to be renewed annually.

Section 4. LIFETIME A lifetime membership shall be granted to any active Shipmate upon reaching her 80th birthday, and having been a dues paying Shipmate member, for the past 5 years.

ARTICLE IV

Termination

Section 1. Members may voluntarily resign from this Auxiliary by giving written notice to the Corresponding Secretary.

Section 2. Any member, who has not paid the yearly dues by November 1, shall be dropped from the membership.

Section 3. As of June 1, 1999 Membership in shipmates shall be automatically terminated when the membership in TYC is terminated by a voluntary demit or by action of the Tacoma Yacht Club Board.

Section 4. REINSTATEMENT. Any former member of Shipmates who has resigned in good standing may be reinstated by paying the current membership dues, if qualified.

ARTICLE V

Dues

Section 1. Beginning June 1, 2008 the dues of this Auxiliary shall be \$20.00 and on June 1 of each year thereafter, dues shall incur an annual percentage increase (CPI escalator) of 3%.

Section 2. Lifetime members are not required to pay their annual dues for Shipmate membership.

ARTICLE VI

Officers, Duties and Elections

Section 1. The Governing Board of the Auxiliary shall consist of the following elected officers: President, Vice President, Recording Secretary, Corresponding Secretary, and Treasurer. Also, there shall be four (4) elected Board Members.

Section 2. In addition the Immediate Past President shall serve as a Board Member. If she is unable to serve, the previous Immediate Past President shall serve.

Section 3. The Commodore's wife shall be invited to serve as an Honorary Member of this board, but shall not be eligible to vote. If she is unable to serve the Commodore shall designate who shall be invited to serve in this capacity. The designee must be a member of Shipmates. If the Commodore does not designate a representative, that position shall remain vacant.

Section 4. A term of office of elected officers shall be for one (1) year.

SECTION 5. No elected officer shall serve in the office to which she is elected for more than two (2) years consecutively, with the exception of the Treasurer.

SECTION 6. The Board Members shall serve for two (2) years with two new Board Members being elected each year.

SECTION 7. No member of the Auxiliary shall hold two elective offices at the same time. Duties of the officers shall be:

PRESIDENT: The President shall preside at all meetings, specify job delegations to the four elected Board Members, and appoint all non-elective officers and committees except as herein otherwise provided and shall act as chairman of the Governing Board and be ex-officio member of all committees. The President or her designee shall serve as liaison officer to the Tacoma Yacht Club Board. She shall not take part in debate while in the chair. As a member of the board, she is entitled to vote in the case of a tie.

VICE PRESIDENT: The Vice President shall assist the President in the discharge of her duties and in the event of the President's absence shall officiate in her stead. She shall act as Chairman of the Entertainment Committee, which shall consist of two other members, appointed by her. She shall have charge of the Past Presidents Luncheon, assisted by the old and new Governing Board. She shall purchase the door prize for each regular meeting.

RECORDING SECRETARY: It shall be the duty of the Recording Secretary to keep a true record of the proceedings at all the meetings of the Auxiliary and of the Board, and perform all duties to the proper conduct of the Auxiliary and its affairs, or which may be from time to time imposed upon her by the Auxiliary. With regard to elections, she shall receive ballots by mail as follows: On receipt of envelopes marked "ballot", she shall check the voting member's standing and hold intact to be given to the Ballot committee. The Recording Secretary will follow the voting directions of Article VII Election of Officers Section 2.

CORRESPONDING SECRETARY: It shall be the duty of the Corresponding Secretary to handle correspondence of the Shipmates as requested by the Board.

TREASURER: The Treasurer shall receive all monies paid into the Auxiliary from every source and shall give proper receipts therefore. She shall pay all bills allowed by the Auxiliary when due. All checks must be signed by (2) of the following officers: President, Vice President or Treasurer. She shall give a current report each month and it shall be her duty to close the Auxiliary Books as of May 31.

BOARD MEMBERS (4): It shall be the duty of the four elected Board Members to fulfill job delegations as specified by the President. They shall meet monthly during the club year with the elected officers to discuss Shipmate's business and make recommendations for club action.

SECTION 8. In the event of emergency, the President shall authorize the Governing Board to take action reporting said action at the following meeting.

ARTICLE VII

Election of Officers

SECTION 1. Election of officers shall be held at the May meeting each year.

SECTION 2. There shall be a Nominating Committee consisting of three members chosen from the Governing Board and three members in good standing elected from the floor at the regular February meeting. It shall be the duty of the Nominating Committee to name one candidate for each elective office from the members in good standing, with the exception of the office of President, one candidate for that office may be submitted. The Committee shall cause to be posted on the bulletin board of the Auxiliary its list of candidates no later than two weeks prior to the regular April meeting. The Committee shall further prepare a list of candidates, presenting such to the Recording Secretary who shall print a ballot containing a list of offices to be filled, together with the Candidates thereof. The names of the

Candidates on said ballot shall be in one column only, and in order of their rank from the top downward; commencing with the office of President. Immediately beneath the name of each office shall appear the number to be elected and the names of the several candidates nominated in alphabetical order. At the left of the name of each candidate shall be printed a square in which the voters in a straight line from the top to the bottom of the ballot, and in no case shall there be any distinguishing mark between the Candidates for any office. There shall be no nominations from the floor. There shall be a locked ballot box and provisions for voting by written ballot, to be mailed in by members unable to attend the regular meeting. Absentee ballots must be mailed to the Recording Secretary before the election date thusly: The ballot will be enclosed in a plain sealed envelope within the voting member's name. Before the regular May meeting, the President shall appoint three (3) members as a Ballot Committee to supervise the election. They shall receive all "Ballot by Mail" from the Recording Secretary, and those ballots from the voting members present, tally the votes and present their report to the President and to the Recording Secretary. The Chairman retains a copy of the report along with the ballots for a period of three months.

SECTION 3. The officers and board shall take office at the regular June meeting following the installation.

SECTION 4. No member shall be eligible to the office of President until she has served one term as an elective officer or Board Member of the Auxiliary.

SECTION 5. There shall be no votes by proxy.

SECTION 6. Whenever a vacancy shall occur in the office of President, the Vice President shall automatically succeed her.

SECTION 7. Whenever a vacancy shall occur in any elective office except President, the Auxiliary shall proceed at the next regular meeting to elect a successor who shall hold office until the next regular election.

SECTION 8. In the event any member of the Governing Board shall absent herself without good and sufficient cause, of which the Board shall be the judge, for two consecutive meetings, the Board shall declare the office vacant.

ARTICLE VIII

Meetings

SECTION 1. Regular meetings shall be held on the first Wednesday of each month unless otherwise designated.

SECTION 2. Special meetings of this Auxiliary may be called by the President or upon written request of ten (10) members in good standing but no other business than that indicated in the call shall be presented at any such meeting. No special meetings shall be called on Sundays or legal holidays.

SECTION 3. The Installation meeting shall be the regular June meeting.

SECTION 4. The Past President's Luncheon will be held in May of the current year.

ARTICLE IX

Government

SECTION 1. The government of this Auxiliary shall be by a majority vote of the members present in regular meeting, except as otherwise provided by these by-laws.

SECTION 2. Only members in good standing are eligible to vote. A member in good standing is one whose dues are paid up to date and who has been a member for at least three months.

SECTION 3. QUORUM An elective officer and twenty (20) members in good standing shall constitute a quorum for an Auxiliary meeting.

SECTION 4. Roberts' Rules of Order shall govern in all cases not covered by these By-laws.

ARTICLE X

SECTION 1. At all regular meetings of this Auxiliary, the following order of business will be followed by the chair, unless, as a matter of experience on occasion, she deems fit to depart therefrom:

1. Roll call
2. Reading minutes of previous meetings.
3. Reading of Treasurer's Report and Outstanding Bills.
4. Reading of minutes of previous Board Meetings.
5. Reading of Communications.
6. Action of Communications.
7. Unfinished business.
8. Report of standing committees.
9. Report of Special Committee.
10. New Business.
11. Good & Welfare.
12. Adjournment.

ARTICLE XI

Standing Committees

SECTION 1. The Standing Committee Chairpersons are appointed by the President with approval of the Governing Board.

SECTION 2. There shall be ten (10) Standing Committees to carry on the general activities of this Auxiliary. These committees shall be named as follows:

1. Entertainment
2. Membership
3. Luncheon
4. Sunshine
5. Finance
6. By-laws
7. Historian
8. Properties
9. Parliamentarian
10. Inter-Club Representative to WIC

SECTION 3. The President, with the approval of the Governing Board may appoint any special committee and designate the duties of said committee when and as she deems necessary.

ARTICLE XII

Duties of Standing Committees

SECTION 1. ENTERTAINMENT

The Entertainment Committee Chairman shall be the Vice President. The committee shall furnish entertainment at all the regular meetings or special meetings of the Auxiliary when requested to do so by the President.

SECTION 2. MEMBERSHIP

The Membership Committee shall exert their best efforts to obtain new members and to retain those now enrolled in the Auxiliary membership. It shall be their duty to confirm eligibility of new members.

SECTION 3. LUNCHEON

The Luncheon Committee shall make all arrangements for each Shipmates luncheon, including but not limited to menu, serving arrangements, decorations and greeter to welcome members and guests.

SECTION 4. SUNSHINE

The Sunshine Committee shall report all illness among members and contact those sick and in distress.

SECTION 5. FINANCE

The Finance Committee shall consist of three (3) members; the Treasurer and two appointive members. One member to be appointed for a one-year term and one member to be appointed for a two-year term. Thereafter as the term of each appointed member expires, her successor shall be appointed for a two-year term. Its duties shall be to keep the Board and the membership posted on the financial condition of the Auxiliary, to prepare and submit a budget for the operation at the May Board meeting, also to assist the Treasurer with such duties as she may impose upon it.

SECTION 6. BY-LAWS

The By-laws Committee shall consist of one member whose duty shall be to see that any future amendments that shall be drawn up are duly entered into said by-laws.

SECTION 7. HISTORIAN

The Historian Committee's duty shall be to keep all published items of the Auxiliary's activities.

SECTION 8. PROPERTIES

The Properties Committee's duties shall be to

take care of the maintenance of the Shipmate's locker.

SECTION 9. PARLIAMENTARIAN

The Parliamentarian shall act as advisor to the President on Parliamentary Procedure and should attend all Board Meetings as a non-voting member of the Board.

SECTION 10. REPRESENTATIVE TO THE WOMENS INTER –CLUB

The Inter-Club Representative shall attend all WIC meetings and report at the next meeting. She shall make the necessary arrangements for Inter-Club luncheon reservations; she shall have an alternate representative.

ARTICLE XIII

Nullification

These By-laws nullify all previous By-laws and amendments to this date, April 4, 2007.

ARTICLE XIV

Amendments of By-laws

These By-laws may be amended by a three-fourths vote of the members present at any regular meeting after such amendments have been read at a previous meeting.

ARTICLE XV

Present Officers and Committeewomen

Officers and committeewomen who have been elected or appointed prior to the adoption of these By-laws shall continue to serve for the remainder of their term.

ARTICLE XVI

Regarding Tax Exemption Status

Shipmates, the woman's Auxiliary of the Tacoma Yacht Club, has been formed for non-profit purposes and no part of the net earnings inures to the benefit of any private shareholder or individual. If Shipmates should dissolve the assets of Shipmates would go to TYC.