

Constitution of the Hampton Roads Rowing Club

ARTICLE I

Name, Duration and Principal Office

The name of this corporation is Hampton Roads Rowing Club, duration and principal office shall be set forth in the corporation's Certificate of Incorporation.

ARTICLE II

Objective

The objective of this club shall be the encouragement and furtherance of aquatic and athletic sports among amateurs, more particularly the instruction, improvement, and competition in, and enjoyment of, the art of rowing and the promotion of a friendly and social spirit among its members.

ARTICLE III

Membership

The club shall consist of the following classes of members who shall be entitled to the privileges as specified here within:

Section 1: Individual Members. (\$350)

Any person who shall have attained the age of eighteen years and High School graduation shall be eligible for individual membership. All privileges of individual membership are granted once annual dues have been received by the club treasurer. Individual members, over the age of 21, may hold office in the club and shall be entitled to cast one vote at any meeting of the club at which said member is present. Individual members enjoy the right to use club equipment and to store rowing equipment at the rowing site (space permitting and at an additional charge). Additionally, individual members may sponsor up to one guest per day. (See Section 7)

Section 2: Collegiate Members. (\$125)

In order to provide the opportunity for younger persons / students to engage in rowing any person over the age of 18 and under the age of 25 who is a full-time student may be eligible for student membership.

Section 3: Family Membership. (\$525)

Any individual member with a spouse or domestic partner or with children over the age of 18 and under the age of 22 with an interest in rowing may apply for a family membership. Dues for family membership will be set at 150% of individual membership dues. Each member of the family will enjoy the privileges of individual membership. Families with children in high school must have a majority vote by the board for the child to be allowed to join under this membership. This individual can only row with a parent, in open rows or if invited by a set crew to join an 8x/8+/4+/4x. The use of singles and doubles for high school aged students is at the coach(es)' discretion.

Section 4: Honorary Members.

Honorary membership shall be reserved for the purpose of recognizing persons who shall have been of lasting or outstanding service to the club or to the sport of rowing. It shall not be awarded as compensation for specific services rendered. This category of membership will afford individuals the opportunity to affiliate with the club, without having to pay dues. Honorary members shall not vote or have use of club equipment.

Section 5: Non-resident Members (Visiting / Out-of-Town Members) (\$75)

This membership is for individuals who are not full time residents of the Hampton Roads Metropolitan Area; to afford them the opportunity to participate in competitive training programs or races offered by the club. (The Hampton Roads Metropolitan area is defined as within a fifty mile radius from Norfolk, Virginia.) These-members may use club equipment but may not vote, have guests or hold office.

Section 8: Summer College Members. (\$75)

This is to provide college students home for the summer break to join. These-members enjoy the right to use club equipment but may not vote, have guests or hold office. The duration of the membership is only 3 months.

Section 7: Non-equipment Members. (\$100)

Non-equipment membership is designed for private boat owners only. These members enjoy individual membership but are not eligible to use club rowing equipment such as shells and oars or to receive coaching from HRRC employed coaches.

Section 8: Guests

Guests may row club equipment as long as they are sponsored by a member. The member will be responsible for the guest's signing of a waiver, the guest's conduct and for any damages, if incurred. Upon attending five separate rowing sessions in a year, guests will be required to join the club as individual or student members prior to continued use of any club rowing equipment. It is the responsibility of the sponsoring member to ensure the five session rule is enforced.

ARTICLE IV

Dues

Annual dues will be recommended by the Board of Directors to the membership of the club for approval.

Section 1: Individual / Family Membership Dues.

Individual and Family Membership dues will run on the calendar year (January 1 through December 31). Payment of membership dues to the club treasurer shall be accomplished by each member prior to April 1 of that calendar year. Dues may be paid in 3 equal installments by February 1, March 1 and April 1 of that year. Should a new member wish to join after September 1, (s)he will only be required to pay one-half the rate of annual dues. If dues are not paid in full by April 1 (or within 30 days of joining the club whichever comes later), all membership privileges will be suspended until dues are paid in full.

Individual members who are **full-time, active duty** members of any branch of the military are eligible for a reduction in dues to 80 % of the Individual Membership dues.

Section 2: Collegiate Dues.

Student membership dues will run on the calendar year (January 1 through December 31)

Payment of student membership dues to the club treasurer shall be accomplished by each student member prior to February 1 of that year. If student membership dues are not paid in full by February 1, all student membership privileges will be suspended until dues are paid in full.

Section 3: Non-equipment Membership Dues.

Non-equipment membership dues will run on the calendar year (January 1 through December 31). Payment of dues to the club treasurer shall be accomplished by each non-equipment member prior to February 1 of that year. If dues are not paid in full by February 1 all membership privileges will be suspended until dues are paid in full.

Section 4: Non-resident Dues.

Payment of non-resident dues shall be accomplished by each non-resident member in full within 2 weeks of joining the club. If dues are not paid within 2 weeks, all membership privileges will be suspended until dues are paid in full.

Section 5: Storage Fees.

Boat and rowing equipment storage will only be available to Members who have paid their annual membership dues. Space permitting, rack space for shells and other rowing equipment will be made available for private storage at a rate to be set by the Board of Directors. Payment of storage fees to the club treasurer shall be accomplished by the member prior to April 1 of that calendar year. Storage fees may be paid in 3 equal installments by February 1, March 1 and the complete sum is paid by April 1 of that year. Should storage begin after September 1, (s)he will only be required to pay one-half the rate of annual storage fees.

ARTICLE V

Board of Directors

Section 1. Responsibilities and Duties.

Unless otherwise directed by the membership or otherwise specified by the By-Laws, all matters of governance of the Club in every respect shall be determined by the Board of Directors including without limitation the setting of dues, fees, assessments and numerical membership limits, the maintenance of order, the protection of Club property, the handling of Club funds, the discipline of members and all other matters incident to successful continuation of the Club into the future in accordance with its objectives. A decision of the Board of Directors may be overruled only by a vote of two-thirds of the members present at a meeting called for that purpose on two weeks' notice. At such a meeting each member of the Board of Directors shall have one vote on the issue in question.

Section 2. Composition.

The Board of Directors shall consist of twelve members as follows; the President; the Vice President; the Secretary, Treasurer and Boathouse Captain; plus seven Trustees elected at the Annual Meeting. To ensure continuity, at the first election following adoption of these By-Laws, two Trustees shall be elected for a 1 year term; two Trustees shall be elected for a 2 year term and three Trustees shall be elected for a 3 year term; and thereafter each Trustee shall be elected for a 3 year term at each subsequent annual meeting. The Boathouse Captain shall be appointed by the Board. The Board of

Directors shall plan to meet not less frequently than once a month and six members shall constitute a quorum.

Section 3. Terms.

The President, Vice-President, Secretary, Treasurer, and Boatyard Captain shall take office on January 1 and shall serve for a term of one year and until successors are duly elected. Officers are eligible for re-election. Vacancies in any office may be filled for the balance of the term by the Board of Directors.

Section 4: Compensation

No member of the Board of Directors shall receive any compensation for services as a Director. No officer, agent or employee of the club shall receive any compensation for services unless authorized by the affirmative vote of a majority of those present and voting at any regular or special meeting of the Board of Directors.

ARTICLE VI

The President and Vice President

If at any time the President shall be unable to act, the Vice-President shall take his place and perform his duties; and if the Vice-President shall be unable to act, the Board shall appoint one of the Directors to do so. The President or such Vice-President or Director:

- Shall preside over all meetings of the members of the Corporation and Directors. Shall sign, as President, all contracts and instruments, which have been first approved by the Board of Directors.
- Shall call Directors together whenever he or she deems it necessary, and shall have, subject to the advice of the Directors, direction of the affairs of the Corporation and shall discharge generally such other duties as maybe required by these by-laws or by the Board.

ARTICLE VII

Secretary

It shall be the duty of the Secretary:

- To keep a record of the proceedings of the meetings of the Board of Directors and members. To keep a record of the member rolls. To keep the corporate seal and to affix the same to all papers requiring a seal.
- To keep a record of the number of members in good standing and make it available during general meetings when a quorum is required.
- To discharge such other duties as pertain to said office or may be prescribed by the Board of Directors.

ARTICLE VIII

Treasurer

It shall be the duty of the Treasurer:

- To receive and deposit all funds of the Corporation and account for all receipts, disbursements and balance on hand.

- To keep the financial records according to generally accepted accounting principles and in such a way as to facilitate completion of an annual audit and tax filing as required for HRRC tax and corporate status.
- To ensure compliance with Article XII – Financial Policy.
- Prepare documents for filing taxes and completion of audits and assist with those functions when requested.
- To discharge such other duties as pertain to his office or may be prescribed by the Board of Directors.

ARTICLE IX

Boathouse Captain

- Enforce rules that govern use of club equipment. Assign rack and storage spaces to members who desire to store rowing equipment in the club's boatyard under direction of the Board of Directors
- Act as central point of contact for (groups of) members who wish to reserve club boats for use in regattas.
- Schedule maintenance for all club equipment.

ARTICLE X

Election of Officers

Section 1: Annual Elections.

The elections of Club Officers shall take place annually at the time and place of the annual meeting. Any individual, family, non-equipment or student member in good standing shall be eligible for office. A member must be at least 21 years old in order to be eligible for office. All individual, family & non-equipment members shall be entitled to vote.

Section 2: Removal from Office.

An officer may be removed from office only by a majority vote of the Board of Directors, followed by a two-thirds vote of the members present at a meeting specifically called for such purpose on two weeks' notice. The person charged shall have no vote on such issue.

Section 3: Nominations and Elections.

The Board of Directors will recommend a slate for club officers / Trustees of the Board which will be presented to the general membership for consideration two weeks prior to the election; at that time additional nominations may be made by the membership. A vote will be taken by the general membership requiring a majority to be elected to office.

ARTICLE XI

Meetings

Section 1: Annual Winter Meeting.

The annual winter meeting of the club shall be scheduled by the Board of Directors for election of officers and trustees, receiving reports, and the transaction of other business. The order of business at the Annual Meeting shall be as follows:

- a. Call to order
- b. Reading of minutes from previous meeting

- c. Reports
- d. Election of officers
- e. Unfinished business
- f. New business
- g. Adjournment

Section 2: Additional Membership Meetings.

Additional membership meetings may be held as required by decision of the Board of Directors or by the membership at a previous meeting. At least two weeks' notice will be provided to the club members.

Section 3: Quorum.

The presence of one-third of the total number of individual, family, non-equipment and student and members shall constitute a quorum at any meeting.

Section 4: Order of Business.

The order of business may be altered or suspended at any meeting by a majority vote of the vote eligible members present. The usual parliamentary rules as laid down by Robert's Rules of Order shall govern when not in conflict with these By-Laws.

ARTICLE XII

Financial Statements, Budgets, Bank Deposits and Execution of Checks

- The funds of the Corporation shall be deposited in such bank or banks as designated by the Board.
- The fiscal year of HRRC shall be January 1 to December 31.
- Prior to the beginning of the fiscal year the outgoing Treasurer shall work with the President and the incoming Treasurer to write a budget based on a review of the previous year's expenses and income and those anticipated for the coming year, including HRRC sponsored regattas and events. This budget shall be presented at the January Board meeting, voted on, and approved by a majority vote. Approval of the budget constitutes authorization for the Treasurer to disburse HRRC funds in accordance with the budget.
- A financial statement shall be presented at each Board and General meeting showing year to date expenses and income as well as anticipated future expenditures and projected income.
- Expenditures not included in the currently approved budget shall be brought to the Board for majority approval. Under unusual circumstances the President or Vice President, with the approval of two voting Board members may authorize up to \$ 1000.00; such expenditures must be approved by the Board at the next regularly scheduled meeting.
- Reimbursements to club members for expenses shall be made upon presentation of the original receipt or other valid documentation. Reimbursement checks will be mailed within 14 days of receipts being presented.
- The President and Treasurer shall have access to the checking account and debit card.

- Event coordinators shall provide the Treasurer with a projected budget at least 1 month prior to the event. Substantial increases in such budgets shall be brought to the Board for approval.
- The accounting software will be compatible with that used by the accountants.
- Club financial records shall be audited at least once per year.

ARTICLE XIII

Equipment Use Policy

The Board of Directors will approve and publish the operating rules that govern the use of the club equipment.

ARTICLE XIV

Amendments

These by-laws may be altered or amended at any meeting of the Board of Directors called for that purpose and at which not less than a majority of the Directors present and voting shall vote in favor of such alteration or amendment.

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