

Jordan Lake Rowing Club Bylaws

Adopted by the members of the club, April 24th 2017

ARTICLE I

PURPOSE

The Jordan Lake Rowing Club (JLRC) was established in 2015 at B Everett Jordan Lake, North Carolina, for the purpose of providing an opportunity for local High School and Middle School students to participate in the sport of rowing. The Club was founded by Jim and Heidi Walker, members of the Chapel Hill Amateur Oaring Society (CHAOS) and a group of local families and volunteers. The club is incorporated as a nonprofit corporation filed with the North Carolina Department of the Secretary of State and governed by the State of North Carolina.

The purpose of the Jordan Lake Rowing Club is to be a non-profit organization formed and maintained to promote the sport of rowing; to teach and train young oarsmen and oarswomen without preference to race, creed, religion, gender or color; to provide the equitable means for both recreational and competitive rowing, locally, regionally, nationally, and internationally; and to develop the sport of rowing as an interscholastic sport in the Raleigh-Durham-Chapel Hill area.

ARTICLE II

MEMBERSHIP

SECTION 1: MEMBERSHIPS. The following memberships are available for individuals who plan to be active participants in the club's activities during the year. A member's age on January 1 will be used to determine the membership class for that year. For all memberships, the minimum swim test as stated in the Club's safety policy must be on file with the JLRC Membership Officer. Swim test specifics are available from the JLRC Membership Officer. The swim test may be waived on the discretion of the JLRC Membership Officer upon proof of lifeguard certification, past or present membership in a swim league, or proof of completion of a recognized community swim program/class.

- (a) **High School Junior.** High School Junior membership is available for persons 14 to 18 years old who are enrolled in a local High School or equivalent educational program (including home schooling). High School Junior members must be accompanied or supervised at all times, on and off the water, by a designated coach or a qualified member at least 21 years of age. Rowing together with another junior at least 16 years old is permitted.
- (b) **Middle School Junior.** Middle School Junior membership is available to persons 13 to 14 years old who are enrolled in a local Middle School or equivalent educational program (including home schooling). Middle School Junior members must be accompanied or supervised at all times, on and off the water, by a designated coach or a qualified member at least 21 years of age.

- (c) **Coxswain.** Free membership for Coxswains is available for persons willing to be available on a reasonable basis to cox. Coxswains are subject to all other membership rules. If Coxswains row, they must pay membership dues.
- (d) **Temporary.** Temporary membership is available for persons residing in or visiting the Raleigh-Durham-Chapel Hill area for a short period of time, e.g. June through August, or under other circumstances (as determined by the Board) where full membership is not appropriate.
- (e) **Adult membership.** Adult membership is available to coaches, volunteers and officers of Jordan Lake Rowing Club for the purposes of running the club, coaching and rowing in crews with Middle School and High School Junior members..

SECTION 2: VOTING AND FEES. Each member (other than a Temporary Member) **21 years of age and older** as of January 1 of the respective year and who is current with dues and fee payments is entitled to one vote. The Board of Directors shall establish fees to be paid by members. Fees may include, without limitation, initiation fees, annual membership dues, maintenance charges, boat storage fees and assessments. A listing of fees applicable to members shall be published by the Board of Directors and available to members and potential members. Any member who fails to make payment toward his or her annual membership dues, maintenance charges, boat storage fees or assessments within ninety (90) days after such payments are due will be considered to have resigned, and his or her membership will be terminated.

SECTION 3: APPLICATION. Any individual who meets the requirements above in Section 1 may seek membership by filling out a membership application form, waiver of liability form and, upon approval by the Membership Officer, tendering payment of the annual dues to the club.

SECTION 4: MEMBERSHIP RIGHTS AND OBLIGATIONS. Members are entitled to use club equipment (subject to club regulations) in club facilities subject to availability, to attend regular club meetings, to attend club social activities, and to receive club correspondence. High School Junior Members, Middle School Junior Members and Coxswains are also entitled to compete in any regattas as part of the Jordan Lake Rowing Club. Members are obligated to use club equipment and facilities in accordance with club rules and good rowing practices. Members are responsible for damage to any club facilities and equipment beyond reasonable wear and tear and may be required by the Board of Directors to reimburse the Jordan Lake Rowing Club for damages to any club equipment or facilities.

SECTION 6: RESIGNATION. Any member may resign from the club by delivering a written letter to the Membership Officer. No refund of club dues will be extended to members who resign except by approval of two-thirds of the Board of Directors.

SECTION 7: TERMINATION OF MEMBERSHIP.

(a) **Violation of rules.** A member, who does not abide by the Jordan Lake Rowing Club Bylaws, Safety Rules and Regulations, or other rules and regulations pertaining to club equipment and facilities, can have his or her membership revoked. Revocation of membership can only be accomplished by a two thirds vote of the Board of Directors, after an investigation and hearing of why the member should be terminated. The Board of Directors will provide any member whose membership status is under investigation with written notice of the investigation and the reasons for the investigation. Revocation of membership will not be effective until at least 30 days from the date of the notice. The Board of

Directors shall have broad discretion in the interpretation of all matters related to a member's compliance with club requirements, and decisions made by the Board of Directors shall be final. A terminated member will not be eligible for a refund of any annual dues, assessments, or initiation fees paid. In addition, the club can seek reimbursement for damages from any member whose membership is terminated. Failure to make progress toward the payment of reimbursements determined by the Board of Directors for any damages from a terminated member may result in legal action by the Jordan Lake Rowing Club. Restoration of membership and its privileges is at the discretion of the Board of Directors.

(b) Inappropriate behavior. The Chief Coach has the right to immediately suspend membership without reimbursement of any and all fees or to deny the renewal of membership of a person, who engages in conduct, actions or behavior that is deemed unsafe or dangerous to himself, herself, or others in conduct, actions or behavior that inappropriately compromises, impairs, interferes with or impedes the enjoyment by others of Jordan Lake Rowing Club, Crosswinds Boating Center and other facilities and waterways. Inappropriate behavior specifically includes but is not limited to a member's behavior while participating in or attending a Jordan Lake Rowing Club event (such as a regatta, camp, or social event) or otherwise representing the club in public. The Board of Directors will consider and investigate every allegation made about a member's inappropriate behavior. When such an allegation is made against a member, the Jordan Lake Rowing Club's Officers will designate at least two members of the Board of Directors to investigate the allegation. After completing their investigation and hearing, the designated members will present their findings to the Board of Directors and make a recommendation to the Board of Directors. The Board of Directors will review the recommendation and vote to determine if the person's membership should be revoked or denied. The Board of Directors will decide by a two-thirds majority vote. The Board of Directors' decision should be provided to the person in writing and clearly state the reasons for the decision and the required steps for consideration for reinstatement.

ARTICLE III

MEETINGS

SECTION 1: GENERAL MEMBERSHIP MEETINGS. General membership meetings can be held as needed at the Board of Directors' discretion, and the President or any member in good standing may call for a general membership meeting to be held. The Board, President or member calling the meeting shall notify the general membership, at least one week in advance, of the purpose, place and time of the meeting either by mail, e-mail, newsletter, telephone, or sign posted at the boathouse. The member calling the meeting shall notify the President of the purpose of the meeting and shall circulate an agenda to the general membership. Members not able to attend a general membership meeting shall have the right to vote on matters to be voted on at the meeting by written proxy given to another member who attends the meeting. While any item of business may be offered to the general membership for discussion at the general membership meetings, business items should be brought before the Board of Directors initially.

SECTION 2: BOARD OF DIRECTORS MEETINGS. The Board will conduct quarterly meetings at a place designated by the Board of Directors. Board members will be notified, at least one week in advance, by mail, e-mail, newsletter, telephone or club calendar, or, of the time and place of the meeting.

The Board will be responsible for discussing the general business and activities of the club. On matters of business before the Board, the Board will discuss each item thoroughly and then make a recommendation for a course of action. A simple majority of the Board will constitute a quorum and a simple majority of the quorum is required to pass or reject any item of business before the Board at its regular meetings, except as otherwise provided in these Bylaws. Voting may be conducted by phone, written proxy, or e-mail where appropriate and supervised by the President. Each officer and Board member is entitled to a single vote, even if one individual serves in more than one capacity. Assistants and other committee members are not entitled to a vote unless they are acting as proxy. Voting at meetings will be conducted orally, by written ballot or by the customary tradition of raising the right hand.

SECTION 4: SPECIAL BOARD OF DIRECTORS MEETINGS. Special meetings of the Board of Directors may be called by the President or any other officer when the situation dictates the necessity to meet at times other than designated Board meetings. Board members will be notified, as soon as reasonably practicable, by mail, e-mail or telephone of the time and place of the meeting as well as the reason for the meeting and the item or items to be considered. No business other than that contained in the meeting notice will be considered. A simple majority of the Board will constitute a quorum and a simple majority of the quorum is required to pass or reject any item of business before the Board at a special meeting, except as otherwise provided in these Bylaws.

SECTION 5: VALIDITY OF BOARD ACTION. Matters set out in these Bylaws requiring a two-thirds majority vote require the majority vote of two-thirds of the Board as constituted at the time of the vote. Upon receipt of the votes as described above, actions taken by the Board regarding any such matter are valid. A meeting of the Board is not required. Actions taken at a Board meeting, other than those specifically requiring a two-thirds majority vote, are valid upon the votes of a simple majority of a quorum as described above.

ARTICLE IV

BOARD OF DIRECTORS

SECTION 1: CONSTITUTION OF THE BOARD: The Board of Directors shall constitute no less than five directors. New Board members will be approved by a simple majority of existing Board members.

SECTION 2: DEFINITION. The Board of Directors is responsible for managing the affairs of the club. The Board membership shall consist of appointed and confirmed committee chairs, the Corporate Officers, and the immediate Past President. If the immediate Past President has been reelected, the immediate Past Vice President shall serve. If both the Immediate Past President and the immediate Past Vice President are reelected, the immediate Past President board position shall remain unoccupied.

SECTION 3: QUALIFICATIONS. Directors shall be at least 21 years of age in good standing with the club.

SECTION 4: VACANCIES. If a Director resigns his or her office, dies while in office, is removed from office, or is otherwise unable to serve out his or her term, for any reason, the Board, by a two-thirds vote will appoint a new Director at the next Board meeting to fill the vacancy.

SECTION 5: LIMITATION ON EXPENDITURES OF FUNDS. The Board of Directors and the Officers shall have authority to expend club funds in the usual and customary operation of the club in accordance with these Bylaws. Notwithstanding any other provisions of these Bylaws, any proposed expenditure **in excess of \$50,000** requires the approval of the general membership by a majority of those members voting.

SECTION 6: ANNUAL BUDGET. The Board of Directors shall adopt, by a two-thirds majority vote, an annual budget at the beginning of each year, which shall be available to members upon request. Any changes to the budget, including expenditures exceeding budget amounts, require the approval of two-thirds of the Board.

ARTICLE V

OFFICERS

SECTION 1: OFFICERS. The officers of the club shall consist of a President, Vice President, Treasurer, and Secretary. One individual may hold up to two roles at any given time.

SECTION 2: NOMINATION. Nomination for office will be accepted from December 1 through first week of January of each year. Nominations should be made to the Board of Directors and may be made by any active member of the club. The Board of Directors will notify the general membership of all nominees eligible for election. Additional nominations may be taken from the floor during the general membership meeting prior to voting. Ballots will be prepared by the Board prior to the elections with space for additional nominations via write-in or taken from the floor.

SECTION 3: ELECTIONS. Elections for office will be held at a general membership meeting in January of each year. To be elected, an individual must win a majority of the votes cast by those members voting. When there are three or more candidates for an office, and after voting no one candidate has a majority of the votes cast, a runoff election between the top two candidates polling the most votes will be held. Newly elected officers will assume office immediately after the conclusion of the election. The outgoing officers are obligated to assist new officers for a transition period of up to three months.

SECTION 4: VACANCIES. If the office of the President becomes vacant, one existing officer will succeed to the position of President in the following order of succession: Vice President, Treasurer, and Secretary. If the office of any other officer becomes vacant, the Board may appoint an interim officer to serve until the election of a replacement at the next regularly scheduled January election.

SECTION 5: PRESIDENT. The President is responsible for discharging the following duties:

- (a) Presiding over general and special membership and board meetings.
- (b) Recommending the chairpersons for standing committees and special committees for appointment and confirmation by the Executive Committee

- (c) Interpreting the Bylaws and Rules of Order and settling disputes as to the meaning of the Bylaws and Rules of Order. Appeal of any interpretation by the President may be made in writing to the Board of Directors. A two-thirds vote by the Board of Directors will be necessary to overturn an interpretation by the President.
- (d) Representing the club in all official functions with the local community, the United States Rowing Association and with all individuals and organizations conducting business with the club.
- (e) Signing checks and making deposits of club funds in the absence of the Treasurer.
- (f) Serving as an ex-officio member on all standing and special committees.
- (g) Co-signing for the club's bank accounts and safety deposit box, as may be required.

SECTION 6: VICE PRESIDENT. The Vice President is responsible for discharging the following duties:

- (a) Presiding over all general and special membership and Board meetings in the absence of the President.
- (b) Presiding over standing committees as assigned by the President to ensure the committees' objectives are met.

SECTION 7: TREASURER. The Treasurer is responsible for discharging the following duties:

- (a) Collecting membership dues, mailing annual dues statements, in January each year, and collecting assessments and fines in a timely fashion according to the rules outlined in [ARTICLE II](#).
- (b) Depositing all funds received in the club's checking or savings account.
- (c) Paying all obligations appropriately incurred by the club.
- (d) Maintaining the club's general financial records.
- (e) Preparing a quarterly financial report for quarterly Board meetings. and a detailed financial statement at the end of the calendar year showing as a minimum the current balance in the treasury, annual receivables, payables, short and long term debt obligations, to be presented to the Board (and available to any member upon request) at the end of the calendar year.
- (f) Developing an annual budget to be presented to the Board of Directors (and available to any member upon request) not later than December 31st of the preceding calendar year, including a comparison of the expenses of the expiring year to the expiring year's budget.
- (g) Preparing a draft budget for the incoming Board upon change of officers.
- (h) Maintaining administration, correspondence, and signatures with banking institutions, lenders and the United States Rowing Association.
- (i) Co-signing for the club's bank accounts and safety deposit box, as may be required.

SECTION 8: SECRETARY. The secretary is responsible for discharging the following duties:

- (a) Taking minutes of Board and General Membership meetings. Minutes of Board and General meetings shall be recorded and filed. A copy of minutes shall be made available to any member upon request.
- (b) Maintaining a copy of records, documents and correspondence sent or received by the club during the calendar year, except as otherwise required by the Treasurer.
- (c) Corresponding with members, other clubs, the United States Rowing Association, community groups and other interested parties and individuals on matters of club business and activities, except as otherwise required by the Treasurer.

- (d) Ensuring the availability of waiver of liability forms, and maintaining other similar documentation utilized in the regular activities of the club.
- (e) Co-signing for the club's bank accounts and safety deposit box, as may be required.
- (f) Informing the Board and the general membership of meeting dates.

SECTION 10: REMOVAL OF OFFICERS. Upon the vote of two-thirds of the Board of Directors or a majority of the members of the club eligible to vote, any officer may be recalled and his or her official capacity and responsibility terminated immediately.

ARTICLE VI

COMMITTEES

SECTION 1: APPOINTMENT OF COMMITTEES. The President shall appoint committee chairs for one (1) year terms. The appointment shall be confirmed by a majority vote of the Executive Committee. The vote for confirmation of appointments shall be held within thirty (30) days of the election of Officers, (see [ARTICLE V, SECTION 3](#)). Directors shall take office immediately. Committees may be composed of one individual only and may or may not be composed of Executive Committee members.

SECTION 2: EXECUTIVE COMMITTEE. The Executive Committee consists of the President, Vice President, Second Vice President, Treasurer, and Secretary. The committee is responsible for the following:

- (a) Considering and acting on matters of importance which require action in the interim between the regularly scheduled meetings of the Board of Directors.
- (b) Reporting to the Board at its next meeting of any action taken.
- (c) Determining appropriate committees needed for the upcoming year.

SECTION 3: MEMBERSHIP. The Membership Committee is responsible for the following:

- (a) Publishing the club roster, club information and/or brochure and maintaining complete membership records.
- (b) Maintaining and processing membership applications and ensuring that the Treasurer receives proper payments.
- (c) Preparing, maintaining and delivering membership applications, rules of the club, and other information as deemed appropriate to prospective and new members.
- (d) Answering questions regarding membership.
- (e) Making recommendations to the Board as to the suitability of prospective members, including a brief description of the applicant's rowing experience.
- (f) Coordinating the processing of applications with the Treasurer.

SECTION 4: EQUIPMENT. The Equipment Committee is responsible for the following:

- (a) Making recommendations to the Board as to equipment needs.
- (b) Making recommendations to the Board as to purchase or sale of club equipment.
- (c) Acquiring and disposing of club equipment per approval of the Board.
- (d) Maintaining an inventory and maintenance log of club equipment.
- (e) Managing agreements with CHAOS rowing club and other local clubs as to the use, loan, maintenance and insurance of loaned equipment to and from Jordan Lake Rowing Club.

- (f) Keeping equipment in good repair in a timely manner.
- (g) Conducting work sessions.
- (h) Conducting classes on repair and maintenance of equipment as deemed appropriate.
- (i) Reporting to the Board violations of rules on using equipment and recommending necessary action.
- (j) Recommending to the Board procedures to be followed when equipment is damaged including any recommended action regarding the individual responsible for the damage.
- (k) Train members in the proper use of motor boats.
- (l) Advise members if they have used equipment improperly.
- (m) Ensuring that the yearly fire inspection is completed in a timely manner and that the club is in compliance with safety regulations.

SECTION 6: COACHING. The Coaching Committee shall be responsible for the following:

- (a) Day-to-day running of rowing sessions for the junior members
- (b) Establishing and maintaining coaching programs for both existing and prospective members.
- (c) Organizing the Learn to Row program for new members.
- (d) Participating in the coaching program for existing members as determined by the Board.
- (e) Ensuring compliance with background checking and safety requirements and policies.

SECTION 7: LEGAL COMPLIANCE. The Legal Compliance Committee shall be chaired by a member of the Board and shall be responsible for the following:

- (a) Counseling and advising the officers and Board of Directors with respect to all legal matters of concern to the club.
- (b) Preparing and reviewing legal documents relating to the club and its operation.
- (c) Insuring that the club complies with state required corporate record keeping and documentation.

SECTION 8: COMMUNICATIONS. The Communications Committee shall be responsible for the following:

- (a) Developing and distributing press releases, race results, advertising, and promotional materials as required.
- (b) Developing and publishing on a regular basis to the club social media feeds.
- (c) Developing and maintaining the club's website.

SECTION 9: DEVELOPMENT & SOCIAL. The Development & Social Committee shall be responsible for the following:

- (a) Identifying and pursuing fund raising opportunities from community, businesses, public sector and philanthropic sources.
- (b) Developing and coordinating club social functions.
- (c) Representing the club at community social events.

ARTICLE VII

PAYMENT OF FEES, DUES & ASSESSMENTS

SECTION 1: DUES. Annual dues are to be paid in full no later than thirty (30) days after the date of the bill.

SECTION 2: ASSESSMENTS. The Board, upon a two-thirds vote, may determine that an annual assessment is required for the club to meet its financial obligations. Annual assessment amounts and due dates are determined as deemed appropriate by the Board.

SECTION 3: PENALTIES. A penalty of \$25 will be assessed for late payment of any monies due to the club.

ARTICLE VIII

AMENDMENTS

SECTION 1: APPROVAL. Amendments of the Jordan Lake Rowing Club Bylaws may only be made with the approval of two-thirds of the Board and the approval of a majority of those members voting.

SECTION 2: PROCEDURE. The Board of Directors must approve the final written form of any amendment by a two-thirds majority. After such Board approval, the Board shall hold an election recommending that the membership approve the amendment. Voting may be conducted by written vote or e-mail. A majority of those members voting is required for approval. The President shall notify the membership of the results of the voting and, if the requisite approval is given, shall implement such changes as are required in accordance with the amendment.