

# ***Boardwalk Caper Yacht Club***

**Fort Myers Beach, Florida**



**BY-LAWS**

**2013**

Boardwalk Caper is a condominium complex consisting of 300 units and a private marina with over 200 boat slips which can accommodate vessels up to fifty feet in length, and is located on a wide deep water channel of 8 ft. in depth connected directly to the Gulf of Mexico at Fort Myers Beach.

The Boardwalk Caper Boating Association is the governing body controlling the overall use of the marina. A year round harbormaster is employed by the association to oversee and enforce the regulations of the marina.

Early in 1996, Boardwalk Caper Yacht Club was formed to promote safe and enjoyable boating for the accomodation and pleasure of its members.



## **I. BOARDWALK CAPER YACHT CLUB**

### **II. BURGEE**



**III. Registration** — Yacht Club of America- also membership. The Secretary will change the club mailing address to the Commodore's address whenever a new Commodore is elected or appointed.

### **V. Rules Constitution By-Laws**

#### **Constitution**

1. **Name of Club**- Boardwalk Caper Yacht Club

2. **Object of Club**-Promotion of safe boating plus the accommodation and pleasure of its members.

#### **3. Membership**

##### **a. Types**

Regular-Voting members shall be limited to owners in Boardwalk Caper, and shall be eligible as Resident Member in the Club, and shall be entitled to vote, hold office and enjoy all the privileges of the Club. Privileges of the membership shall be extended to residents of the member's condominium unit.

Associate- Non Owner residents shall enjoy all the privileges of the Club, but are not entitled to vote or hold office.

##### **b. Eligibility**

Regular- Owner in Boardwalk Caper

Associate- Non Owner resident of Boardwalk Caper.

##### **c. Procedure**

All applicants must complete and sign a current Application; be sponsored by two Members in good standing, whose signatures must appear on the application as Sponsors. Dues shall be determined for new member by the number of quarters left in the Fiscal year. Applications shall be presented at regular Board meetings and shall be voted on by the entire Board present after verification of a properly completed application and payment of required Dues and initiation fees.

##### **d. Dues and Initiation**

Initiation = \$50

Dues: Fiscal Year-Feb 1 to Jan 31. The annual dues shall be presented by the Board and member vote at the Annual meeting.

Dues shall be paid within 90 days of the start of the fiscal year.



Failure to pay the dues within this period shall result in loss of membership. A new membership may be attained by completion of a new application form, payment of the Initiation fee, and any outstanding dues.

e. Attendance at Club Functions

Non-Member Boardwalk Caper residents are permitted at Club functions only if they have an application pending and have permission of the Board. The Board shall determine if non-resident guests will be permitted at a club function. The cruise or function director will establish the guest fees, and limits (not to exceed 6) on the number of guests a member may invite. Any function requirements that are established for members will also apply to guests.

4. Command & Board of Directors

The general affairs of the Boardwalk Caper Yacht Club and management of Club property, shall be the responsibility of the Board of Directors, which shall consist of the Commodore, Vice Commodore, Rear Commodore, Secretary, Treasurer. (2) Directors [including the immediate Past Commodore]. The Dockmaster is a non-voting member of the Board.

a. Term of Office

All Directors shall serve on the Board a term of one year, except the Commodores. Board Members and officers shall assume their positions and commence their term immediately after the Annual Meeting in January; after a one year term, the Commodore shall revert to Board as a Director with the title of "Past Commodore." The Vice Commodore shall move to the Commodore's position. For whatever reason, should a vacancy occur during the year, the Board shall fill that vacancy on a temporary basis for the remainder of the term until the Annual Meeting when the vacancy shall be filled by membership vote.

b. Officers

The Flag Officers of the Club shall be the Commodore, Vice Commodore, Rear Commodore, Secretary, and Treasurer.

c. Election Rules

Upon notice of Annual Meeting to be held in January of each year, a quorum will be established by a minimum of 15% of the members entitled to vote present in person or by written proxy.

d. Officers and Board of Directors Duties

(1) Commodore: The Commodore shall take command of the fleet and preside at all meetings of the club and of the Board of Directors. The Commodore shall appoint the Chairman of all standing committees and shall define their duties.

The Commodore shall call special meetings of the Board of Directors, or of the Club, whenever deemed necessary, or upon



written request of the Board of Directors or members as herein provided. The Commodore shall be an ex-officio member of all committees. The Commodore shall appoint the Chairman of all special committees, and Ad Hoc Committees as deemed necessary to enable the Commodore and Board of Directors to better execute their powers and duties for the benefit of the Club.

The Commodore shall plan the agenda of each meeting of the Club or the Board of Directors and must include any matter which five (5) members desire to be addressed, as evidenced by their written request. At, or following the January Annual Meeting of the Membership, the Commodore shall appoint the Chairmen of the Standing Committees and such other Special Committees as may be ordered necessary by the Board of Directors. Such committees shall perform such duties as may be prescribed by the Board of Directors and their action shall be subject to the approval of the Board of Directors.

- (2) Vice Commodore: The Vice Commodore shall assist the Commodore in the discharge of duties required by the office, and to act in the absence of, or at the request of the Commodore. The Vice Commodore shall be responsible for the scheduling and coordinating of all Landside Activities for the Club, for at least the months of October through March: To arrange for Chairmen to follow through with the activity; and, upon completion, shall present all details and results of the activity to the Commodore and Board of Directors. The Vice Commodore shall succeed to the office of Commodore should a vacancy occur in that office other than by expiration of the term of office.
- (3) Rear Commodore: The Rear Commodore shall assist the Commodore and the Vice Commodore in the discharge of their duties, and to act as Commodore in the absence of the Commodore and Vice Commodore, and Vice Commodore when the Vice Commodore is acting Commodore. The Rear Commodore shall act as Ticket Chairman for all Landside Activities; shall keep an accounting of all ticket sales and reservations; shall present all proceeds from ticket sales to the Treasurer for deposit; shall report results of ticket sales, reservation, no-shows, etc. to the Commodore and the Board of Directors. The Rear Commodore shall succeed to the office of Vice Commodore should a vacancy occur in that office other than by expiration of the term of office. The Rear Commodore shall succeed to the office of Commodore if the Vice Commodore is unable to serve.
- (4) Secretary: It shall be the duty of the Secretary to keep and preserve a true record of all the proceedings of the General Membership and the Board of Directors Meetings; to be custodian of the Club Records; The Secretary shall sign all Membership Cards of the Club. The Commodore may, at the request of the Secretary, appoint an Assistant Secretary who shall assist at the direction of the Secretary, and act in



the Secretary's stead. Either the Secretary or the Treasurer, at the pleasure of the remainder of the Board, shall be eligible to succeed to the position of Rear Commodore upon that office's vacancy.

- (5) Treasurer: It shall be the duty of the Treasurer to keep all accounts of the Club; To collect all the bills; to receive all moneys and deposit same to designated accounts; to pay all the bills when properly approved, and preserve all records of payments and receipts.

The Treasurer shall report at each regular meeting of the Board of Directors and General Membership on the financial condition of the Club and be prepared to submit a special report on Club activities as may be required from time to time.

The Treasurer shall deposit all Club funds in a depository as approved by the Board of Directors and may be bonded as determined and provided by the Board of Directors.

The Commodore may, at the request of the Treasurer, appoint an Assistant Treasurer who shall assist the Treasurer at the direction of the Treasurer, and act in the Treasurer's stead, provided said Assistant Treasurer may be bonded as determined and provided by the Board of Directors.

- (6) The Board of Directors: shall have charge of the management and the property of the Club and the management and control of all affairs of the Club. The responsibility of the selection of the Club's Official Seal, Insignia, Burgee, Colors, etc., is vested in the Board of Directors. The Board of Directors shall convene at the call of the Commodore or upon written request of five (5) of its members. A majority, being five (5) or more of its members, shall constitute a quorum. (A quorum of Directors shall consist of any five (5) of the Board Members thereof, and such quorum shall have the authority to transact the business of the Club by a majority vote of those present.)

The Board of Directors shall make and change such policies and rules as may be desired for the proper and effective use of the Club property and conduct of the Club affairs, and such rule shall remain in force until repealed by Board action. Members shall be notified of any new or changed policies or rules.

The Board of Directors shall be responsible for establishing, adjusting and revising matters of policy continuously, for the benefit and interest of the Club as a whole and of each individual within it, and shall maintain a maximum of satisfaction with due regard for judiciously balanced compromises whenever necessary. (The Board shall from time to time, adopt Rules and Regulations for the governing and operation of the Club, relating to such matters not herein determined.) the Board of Directors is authorized to purchase or contract and pay from Club funds, all necessary material and, or services for the



development and maintenance of the Club property and the management of the Club.

The Board of Directors shall approve all Club bills before payment is made by the Treasurer.

The Board of Directors is responsible for passing on any Application for Membership, and shall establish and adjust the entrance fees and dues rate for each class of Membership.

The Board of Directors shall have the power to suspend or drop a member, and refund the Member's dues for that year on a pro-rated basis.

Regular meetings of the Board of Directors shall be held each month if needed at regular fixed times, except as provided for in Article V, Sec 7b. Special Board Meetings may be called by the Commodore or by written request of five (5) of it's members.

Any member of the Board of Directors who shall be absent for two (2) consecutive meetings without good and sufficient reason for such absence, may be dropped from the Board and his/hers position.

A majority vote of the Board of Directors present at any Board meeting excepting where otherwise noted in these By-Laws, is required to validate any action of the Board, Any of the Board's actions may be questioned and brought before any Regular Meeting of the Club upon the signed request of any two (2) Members of the Board. In the event of an emergency or other unforeseeable situation calling for it, the By-Laws may be suspended by a vote of six (6) Members of the Board.

Meeting frequency: Annual Meeting (Jan), and monthly, or as determined by the Board.

5. Committees.

a. Nominating Committee: A Nominating Committee shall be appointed by the Commodore and/or Board of Directors each year, two (2) months prior to the regular Annual Meeting of the Membership. The Nominating Committee shall consist of three (3) Regular Members in good standing. No current Member of the Board of Directors shall serve on this Committee. At the November Board Meeting, the Nominating Committee shall present a slate of proposed Directors to serve on the Board for those terms that will expire at the end of the fiscal year.

Other nominations for Officers and Directors may be made from the floor at the January Annual Meeting of the Membership. A member may accept nomination for but one (1) office.

b. Standing Committees: There shall be five (5) Standing Committees.

Audit & Finance: Treasurer

Membership & Roster: Secretary



Tickets: Rear Commodore  
Landside Activities: Vice Commodore  
Activities by/at Sea: Commodore  
Special Events: As assigned by the Commodore

**6. Election of Officers & Directors (Ref. 4c)**

Immediately following the annual membership meeting, the duly elected Board of Directors shall elect the above mentioned officers of the Club.

a. Election: The election shall be conducted by the Election Chairman, who shall be the Chairman of the nominating committee, or his/ her designee. The election shall be at the Annual Meeting which shall be the General Meeting in January of each year. Voting for Directors may be by secret ballot, if requested. A majority of votes cast by the Regular Members present, or by proxy, and voting shall be necessary or election to office. Any position, for which a majority is not obtained, shall be settled by conducting a run-off vote for the two highest contenders. Tie votes shall be settled by lot, or in any manner determined by the presiding officer.

b. Quorum: No voting shall be conducted without a quorum of Regular Members in good standing present or by proxy. Any regular Members who cannot be present at the Annual Meeting in January, may by a signed statement, give his/her proxy to any Regular Member who expects to be present and voting at the Annual Meeting. Said proxy vote is to be presented to the Election Chairman.

c. Eligibility to Vote: Only Regular Members in good standing will be eligible to vote ("In Good Standing") Is defined as being a resident owner current in Annual Dues, due and payable within a 3 month period after the Annual Meeting, and any special assessments that may have been assessed, paid in full by the Annual Meeting.

**7. Meetings:**

a. Annual Meeting: The January Meeting shall be the "Annual Meeting", At which the Election of Directors and Officers will be conducted.

b. Board of Directors: There shall be a meeting of the Board of Directors monthly from October through April, unless otherwise called for by the Commodore, or by the Board of Directors.

c. Special Meetings: Special Meetings may be called by the Commodore, the Board of Directors or by written request signed by twenty (20%) percent of the Regular Members.

d. Notice of Meetings: Notice of the Annual Meeting, and/or Special Meeting of the Club, shall be announced by posting of notice on established public bulletin boards.



e. Agenda: The following shall be the Order of Business at all Regular Meetings of the Membership.

- (1) Call to Order
- (2) Roll Call of Officers
- (3) Reading of Minutes of Last Minutes
- (4) Reports: Officers
  - Standing Committees
  - Special Committees
- (5) Unfinished Business (old business)
- (6) New Business
- (7) Adjournment

8. Amendment to By-Laws: Amendments to By-Laws must be distributed in writing to the members not less than twenty days before a vote may be taken at a Members Meeting. Favorable action shall require two-thirds (2/3) affirmative vote of the Regular Members present and voting. If so indicated by affirmative vote, the Amendments or Revision becomes effective immediately.

9. Dissolution of Club:

a. Individual Interest: No member of the Club shall have, as an individual, an interest in or title to the assets of this Club, and such assets shall be devoted exclusively to the objects and purposes of this Club.

b. Distribution of Assets upon Termination: In the event of the dissolution of this Club or the voluntary surrender or revocation of this Club's Charter, the Board of Directors shall, after paying or making provisions for payment of all of the liabilities of the Club, then dispose of all of the assets of the Club by assigning them to an institution or corporation that qualifies for tax exempt status, pursuant to Florida Statutes and Internal Service Codes.

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