

BYLAWS

ARTICLE I – Purpose and Name

Section 1

The purpose of the Tampa Cruis-A-Cade Club shall be to promote family cruising and to serve the interest of outboard motor and motor boat owners, to defend such owners against discriminatory legislation and unjust taxation, to prevent the pollution of all recreations waters, to stimulate a greater interest in boating to develop a fraternal spirit among local outdoor enthusiasts, to own or lease property for Club uses, to develop boat storage and dock facilities, and to do all other things which might contribute to the welfare and pleasure of owners of boats and boat equipment.

It shall be the further purpose of the Tampa Cruis-A-Cade Club whenever possible to initiate, promote and assist other local organizations in civic undertakings calculated to add to the material and social welfare of the City of Tampa, Florida and to its reputation as a pleasure resort, a recreational center, and a community of alert progressive citizens.

Section 2

The name of this Club shall be the Tampa Cruis-A-Cade Club.

Section 3

The Tampa Cruis-A-Cade Club shall be a non-political, non-profit organization.

Section 4

The words “Club” and “Tampa Cruis-A-Cade Club” when used in these Bylaws are to be construed to mean the Tampa Cruis-A-Cade Club, Inc.

Sufficient amount of time is to mean 48 hours in an emergency or 14 days in non emergency situations.

ARTICLE II – Membership

Section 1

General membership in the Tampa Cruis-A-Cade Club shall be limited to motorboat owners who are interested in the purposes of the Club as outlined in Section 1 of Article I of these Bylaws.

Section 2

Application for membership in the Tampa Cruis-A-Cade Club shall be in writing on a form to be prescribed by the Club, and such application shall contain an agreement by the applicant to abide by the provisions of these Bylaws. Said application for membership, upon recommendation by the Board and vote of General Membership shall, upon approval, and payment of dues, provide membership for applicant and spouse or significant other.

Section 3

Upon receipt of a written application for membership in the Club, together with the entrance fee, the application shall be referred to the Membership Committee for investigation as to the applicant's morals, general reputation, and desirability as a member of the Tampa Cruis-A-Cade Club. The applicant shall also be subject to a background check and if found to be convicted of a forcible felony, or listed either as a sexual offender or sexual predator, the applicant shall be ineligible for membership.

If any member shall have cause to believe the applicant should not become a member, he or she shall advise the Membership Committee. The application shall then be submitted to the Board of Directors for approval as soon as a thorough investigation of the applicant's qualifications for membership in the Tampa Cruis-A-Cade Club will permit.

A prospective regular member and spouse or significant other shall participate in a planned organized Club cruise in his/her own boat or a planned club social function and attend one regular meeting before his/her application can be voted upon by the General Membership. The applicant, if present at the meeting at which his/her application is being voted upon, will be asked to step outside while the vote is being put to the floor.

Section 4

There will be two (2) classes of membership in the Tampa Cruis-A-Cade Club, Regular and Honorary.

- (1) Regular – With all rights and privileges of the Club.
- (2) Honorary – Membership when selected by the Board of Directors and approved by the membership. Honorary members shall have Club privileges without payment of annual dues, but shall not be entitled to vote at regular or special meetings of the Club nor hold elective office.

Section 5

A member may resign from the Tampa Cruis-A-Cade Club at any time. Such resignation shall be in writing and shall be addressed to the Club Secretary. This resignation will be without reimbursement.

Section 6

Membership in the club shall be terminated for the non-payment of dues in accordance with the provisions in Section 2 of Article VIII of these Bylaws.

ARTICLE III – Management

The business management of the Club and the care of its real and personal property shall be vested to the Board of Directors. Any expenditure of money in excess of the current budget must have prior approval of the membership at a special or regular meeting.

ARTICLE IV – Board of Directors

Section 1

The Board of Directors shall consist of the Commodore, Vice Commodore, Rear Commodore, Secretary, Treasurer, Galley Captain, and two regular members of the Club, who are regular members in good standing and shall be elected as members of the Board of Directors as provided for in Article V Section 2 of these Bylaws. The

Chairperson of the Membership Committee, the Chairperson of the Publicity Committee and the Chairperson of the Club Properties Committee shall also be Directors with no voting rights as a Director.

Section 2

Four (4) members of the Board of Directors shall constitute a quorum at any meeting of the Board. The act of the majority of the members of the Board of Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors.

Section 3

The Commodore shall preside at all meetings of the Board of Directors.

Section 4

The Secretary shall conduct the secretarial work of the Board of Directors and shall prepare and preserve in a permanent record the Minutes of all regular and/or special meetings of the said Board. The Secretary shall also perform such other clerical work as may be assigned.

Section 5

Regular meetings of the Board of Directors shall be held once a month.

Section 6

Special meetings of the Board of Directors may be called by the Commodore, or by any four (4) members of the Board of Directors, upon giving notice thereof in sufficient time to permit members of the Board to be present at such special meetings.

Section 7

Any action required by law to be taken at any meeting of the Board of Directors or any action which may be taken at a meeting of the Board of Directors or a committee thereof, may be taken without a meeting if a consent in writing, setting forth the action so to be taken, signed by all of the directors or all of the members of the committee, as the case may be, is filed in the minutes of the proceedings of the board or of the committee, and such consent shall have the same effect as a unanimous vote.

ARTICLE V – Elected Officers and Board Members

Section 1

The officers of the Club shall be a Commodore, Immediate past Commodore (carried over from previous year), Vice Commodore, Rear Commodore, Secretary, Treasurer, Galley Captain, and the members of the Board of Directors.

Section 2

The Commodore, Vice Commodore, Rear Commodore, Secretary, Treasurer, Galley Captain and two (2) Regular Members for the Board of Directors shall be elected at the annual meeting for a term of one year, or until their successors have been elected and have qualified by an acceptance of the office to which elected. The newly elected

officers and board members will assume their duties and responsibilities under new business of the Annual Meeting held on the first Monday in April.

Section 3

Any elected officer who is absent from three consecutive regular meetings or three consecutive Board of Directors meetings of the Club without submitting valid reasons for such absences will be referred to the Board of Directors for appropriate action as to whether a vacancy exists in the office involved. For the purpose of this Section, the Secretary shall call the roll of the elected Officers and Board Members at each regular meeting and Board meeting of the Club and shall maintain a permanent record thereof.

Section 4

Any elected officer may resign from the office to which he/she was elected. Such resignation shall be in writing and shall be addressed to the Secretary of the Club. Any officer or agent elected or appointed by the members may be removed by the members whenever, in their judgment, the best interests of the Club would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed. Election or appointment of an officer or agent shall not of itself create contract rights.

Section 5

The Commodore shall preside at all meetings for the Club and of the Board of Directors. The Commodore shall appoint the Chairperson of all standing and special committees and shall be an ex-officio member of such committees with the exception of the Nominating Committee. The Commodore, at his/her discretion, has the authority at any time to revoke the appointment of any Chairperson of a standing or special committee, shall assume all the functions and responsibilities conferred upon him/her by these Bylaws, and shall do any and all things calculated to advance the interest of the Club which are consistent with the provisions of the Bylaws.

Section 6

During the absence or temporary incapacity of the Commodore, the Vice Commodore shall perform the duties and assume the powers and responsibilities of the Commodore, and any other special duties as might be assigned by the Commodore or the Board of Directors. The Vice Commodore shall serve as Chairperson of the Gasparilla Committee.

Section 7

During the absence or temporary incapacity of the Commodore and Vice Commodore, the Rear Commodore shall perform the duties and assume the powers and responsibilities of the Commodore. The Rear Commodore shall also be Cruise-Master and assume all the necessary duties and responsibilities to properly execute this assignment. He/She may appoint a Cruise Committee to plan and lead regular and special cruises.

Section 8

The Secretary shall prepare and record in a permanent record the minutes of all meetings of the Club, and shall serve as Secretary of the Board of Directors and shall perform such other duties as may be assigned by the Commodore or these Bylaws. Minutes will be prepared and copies made available to members at the next scheduled meeting and will be permanently filed at the Clubhouse.

Section 9

The Treasurer shall be the custodian of all Club funds. All Club monies received by the Treasurer, from any source what so ever, shall be deposited by the Treasurer in the name of the Club in a bank approved by the Board of Directors. Such deposited funds shall be subject to withdrawal by checks signed in such manner as may be directed from time to time by the Board of Directors. The Treasurer shall disburse the funds of the Club only upon proper vouchers, bills, invoices, or other documents, as having been allowed for payment by the Board of Directors. The Treasurer will prepare a monthly report and copies made available to members at the next scheduled meeting and will be permanently filed at the Clubhouse. The Treasurer shall maintain at all times adequate and permanent accounts of all Club monies received and disbursed in the fiscal year concerned. The Treasurer is also responsible for filing the annual Form 990 with the IRS as well as the annual renewal of Incorporation with the Florida Division of Corporations. The Treasurer must also pay sales tax monthly to the Florida Department of Revenue.

The Commodore, Secretary, Treasurer, and subject to providing prior written notice to the members, any other officer or agent of the Club as may be designated by the Board of Directors from time to time, shall sign signature cards at the Bank and all checks written against the Club are required to have two signatures. At no time will the Secretary conduct bank business without express written permission from the Board of Directors.

Section 10

The Galley Captain shall oversee and direct all social and fundraising functions of the Club with the exception of the Gasparilla function, and Club rentals. The Galley Captain shall recruit volunteers and form Committees as necessary to ensure the accomplishment of these functions.

Section 11

Vacancies in any elective office shall be filled by vote of the regular membership at any meeting of the Club. The member chosen to fill the vacancy shall serve for the un-expired term of his/her predecessor.

ARTICLE VI – Election Process

Section 1

Any member of the Club, to be eligible for an elective office, must be a voting member and currently actively engaged in activities of the Tampa Cruis-A-Cade Club for a minimum of six months. Commodore, Vice Commodore, and Rear Commodore must have boats suitable for Club cruises.

Section 2

A Nominating Committee consisting of five members will be elected at a regular monthly meeting in January of each year. Two of the Committee members to be elected by the Board of Directors from the Board members and three of the Committee members to be elected by the membership from the membership.

Section 3

The Nominating Committee will present a ticket with one or more candidates for each office to the Secretary at the regular monthly meeting in February. This ticket will be read to the membership and posted on the Club bulletin board until the election.

Section 4

At the same meeting in Section 3 of Article VI, nominations will be open from the floor for any and all offices. At the election meeting, nominations will be open from the floor for each office at the conclusion of each balloting for the previous office.

ARTICLE VII – Fiscal Year**Section 1**

The fiscal year of the Club shall begin on the first day of April and end on the last day of March the following year.

ARTICLE VIII – Entrance Fees and Dues**Section 1**

Regular membership – The entrance fee for a regular membership shall be \$150.00. The entrance fee will accompany the application for membership. Upon approval of application by the General Membership, the annual dues, pro-rated monthly, must be paid. State sales tax must be collected on all fees and dues as applicable.

Section 2

On or before the fifteenth day of February of each year, a written notice shall be delivered to each Club member of record by mail or electronic mail if an email address has been provided, at the direction of or by the Club Treasurer stating that the Club annual membership dues in the amount specified on the notice are due and payable as of March 1. A person who has been widowed while husband or wife were active members of the Club will pay half of yearly dues for continuance of regular membership in the Club. If after March 1, the membership dues of any member through inadvertence or otherwise have not been paid, regular membership in the Club shall terminate. Such delinquent member may be re-reinstated within 30 days immediately following the March 1 deadline by paying the current dues for membership, plus a penalty fee of \$50.00. After April 1, former members must comply with Section 4 of Article VIII of these Bylaws for reinstatement.

Section 3

Any motion or action which would require any increase in the financial obligation of the members of the Club shall require 30 days' advanced written notice of the proposed change (unless such 30 day advanced written notice requirement is waived by a majority of the members present at a special or General Membership meeting). Any increase in the financial obligation of the members of the Club, including but not be limited to, changes in the Dues or any assessment that would be required to maintain membership in the Club, shall require approval of the majority vote of the members present at a special or General Membership meeting.

Section 4

The penalty fee for former members desiring reinstatement will be \$50.00 for a regular membership up until April 1 payable in one sum with yearly dues. After April 1, the applicant will be required to comply with Article II Section 2 and 3 of these Bylaws.

Section 5

The entrance fee at various times may be amended as required for a specific period of time to allow the initiation of a promotion plan to obtain new members. This will be proposed by the Membership Chairperson and be accomplished at the discretion of the Board of Directors at any Board Meeting where a quorum is present.

ARTICLE IX – Meetings

Section 1

The election meeting of the Tampa Cruis-A-Cade Club shall be held on the first Monday in March of each year.

Section 2

The installation of Officers and regular Board Members shall be held at the discretion of the Board of Directors after the election and proceeding the first Monday in April. The annual meeting of the Tampa Cruis-A-Cade Club will be held on the first Monday in April. The newly installed Officers and regular Board Members will assume their duties and responsibilities at this meeting under New Business.

Section 3

Unless otherwise ordered, regular meetings of the Club shall be held on the first Monday of each month.

Section 4

Special meetings of the Club may be called by the Commodore at any time or upon request of twenty percent (20%) of the regular members. The Commodore shall notify the membership of said special meeting in sufficient time to permit members to be present at such special meetings. The provisions of Section VIII, Article 3 will be honored.

Section 5

Any motion or action at any regular or special meeting of the Club shall require the approval by a majority vote of the members present unless otherwise provided in these Bylaws.

Section 6

All meetings of the Club shall be conducted in accordance with basic parliamentary procedure outlined in Robert's Rules of Order.

Section 7

Any written notice provided for or required under these Bylaws may be delivered personally, via mail, or via electronic mail provided a member has provided an email address to the Club.

ARTICLE X – Committees**Section 1**

The Commodore, following the annual meeting, shall appoint from the membership a Standing Membership Committee Chairperson. The duties of the Membership Chairperson shall be to investigate the morals, general reputation and desirability for membership of all applicants for membership in the Club, and to submit a report of its findings to the Board of Directors for appropriate actions.

Section 2

The Commodore, following the annual meeting, shall appoint from the membership a Standing Publicity Committee Chairperson. The duties of the Publicity Chairperson shall be to use all legitimate means to publicize the activities of the Club through the mediums of the press, radio, television, internet, or otherwise, but is not authorized to expend any of the Club's funds for such purpose without authority from the Board of Directors. The Commodore shall oversee the Publicity Chairperson to ensure all publicity is appropriate to promote the Club's image.

Section 3

A Standing Program Committee Chairperson can be appointed at the discretion of the Commodore following the annual meeting. The duties of the Program Committee shall be to provide entertainment and educational programs for the Club members.

Section 4

Three Club members appointed by the Board or a reputable accountant will accomplish auditing of the financial books and accounts of the Club following the annual meeting. Funds for this service will come from the regular Club account.

Section 5

The Commodore, following the annual meeting, shall appoint a Standing Club Properties Committee Chairperson. The Club Properties Chairperson shall have general charge of the Club House and the supervision thereof. The Chairperson shall formulate and promulgate rules governing their use hereinafter set forth. The Chairperson shall make recommendations for repairs or improvements that are needed to the Board of Directors. The Board may authorize such repairs or improvements, as it deems proper for the good of the membership at large.

Section 6

A Standing Committee chaired by the Vice Commodore will form following the annual meeting. The duties of the committee shall be to plan and execute the Gasparilla functions.

Section 7

The Commodore may appoint such special Chairpersons that in his/her judgment may be required to promote and expedite the Club's marine and civic activities, or for any other purposes consistent with the objective of the Club and the provisions of these Bylaws.

Section 8

In accordance with Section 5 of Article V of these Bylaws, the Commodore is authorized to revoke the appointment of any Chairperson of a standing special committee at any time.

ARTICLE XI – Conduct and Safety

Section 1

The Cruise Committee, Chaired by the Rear Commodore, upon approval of the Board of Directors, shall adopt cruise regulations, which will have the force and effect of Bylaws. Such regulations shall provide for the conduct and safety of all members or guest while on any cruise authorized by the Club. The conduct of a guest is the responsibility of the sponsoring member.

Section 2

The Club Properties Committee shall upon approval of the Board of Directors adopt regulations for conduct and safety on Club Properties which have the force and effect of Bylaws. Such regulations shall provide for the conduct and safety of all Club members while on the Club property and the responsibility of the Club member for his/her guests.

Section 3

Violation of these Bylaws or Cruise regulations, Club Properties regulations, Standing Rules, House Rules, or any other Club policy adopted by the Club, by any member or his/her guest could subject said member to suspension or expulsion from the Club. Reporting of a violation that warrants corrective action shall be the responsibility of each member. A report of the violation will be submitted in writing to the Board of Directors within ten days of the alleged violation. This report will be acted upon by the Board of Directors and will require an affirmative vote of the General Membership at any regular or special meeting. To the extent any Cruise regulations, Club Properties regulations, Standing Rules, House Rules, or other policy adopted by the Club conflicts with or purports to amend these Bylaws, the provisions of these Bylaws shall control.

Section 4

Any standing member who has been arrested for, or is the subject of any criminal investigation, for any felony, misdemeanor and/or any violent crime shall be subject to suspension and/or expulsion from the Club pending the outcome of the investigation, in which case, the Board shall have sole discretion over suspension, termination or reinstatement of membership.

ARTICLE XII – Order of Business

The proceedings of all regular meetings of the Club shall be conducted under the following order of business.

1. Meetings called to order
2. Introduction of new members and visitors
3. Roll call of Officers and Board Members
4. Program
5. Reading of Minutes of previous meeting
6. Treasurer's Report
7. Letters of Communication

8. Reports from Standing Committees
9. Reports from Special Committees
10. Unfinished Business
11. New Business
12. Welfare of the Club
13. Adjournment

ARTICLE XIII – Amendments

These Bylaws may be amended at any meeting of the Club by a two-thirds vote of the members present providing one week's notice of the proposed Amendment or Amendments, and of the meeting at which the same are to be considered and voted upon, shall have been previously delivered to all members of the Club either personally, by mail, or by electronic mail.

ARTICLE XIV – Effective Date

These Bylaws shall be effective from and after the date of adoption and shall remain in effect until the same shall have been amended in whole or in part.