

**CONSTITUTION AND BYLAWS
OF THE
FORT WASHINGTON BOATING ASSOCIATION, INC.**

ARTICLE I – NAME

Section 1

The name of this organization shall be the Fort Washington Boating Association, Incorporated.

Section 2

Throughout this document, the Fort Washington Boating Association, Inc. may be referred to as “FWBA” or “the Association”.

ARTICLE II – PURPOSE

The purposes of the FWBA are:

1. To encourage and promote yachting (boating)
2. To encourage and promote boating safety and education
3. To develop a fraternal spirit among local boating enthusiasts
4. To provide suitable facilities for the recreation of its members
5. To provide a medium for the exchange of boating information
6. To assist in the development of adequate boat storage and dock facilities

ARTICLE III – MEMBERSHIP

Section 1

Membership in FWBA is open to yacht (boat) owners whose boats are docked at Fort Washington Marina and to boat owners from other marinas who seek relations with FWBA.

Section 2

To apply for membership, a yacht (boat) owner must complete the prescribed application form and pay the initiation fee and annual membership fee.

Section 3

Applicants may be elected to membership by the Association at any general membership meeting.

Section 4

All members must pay an annual membership fee.

Section 5

Membership in FWBA is per individual. Members are defined as persons who have completed the prescribed membership application, been elected to membership in the association, paid the proper fees and dues and whose names appear on current FWBA membership cards.

Section 6

Only one name shall appear on any FWBA membership card.

Section 7

Immediate family members and guests of FWBA members may attend FWBA meetings and events. However, only FWBA members (as defined in Section 5 of this Article) may vote on association matters or hold an elected office in FWBA.

ARTICLE IV – OFFICERS

Section 1

The Officers of the Association shall be Commodore, Vice Commodore, Rear Commodore, Fleet Captain, Secretary and Treasurer.

Section 2

Each Officer shall, when nominated and during the term of office, be a member in good standing of the association whose boat is docked at the Fort Washington Marina or who use Fort Washington Marina as their principal port of call.

Section 3

Commodore – As the ranking Officer of the Association, *the Commodore shall:*

- Command the Association
- Conduct all general meetings
- Conduct the affairs of the Association
- Appoint committee chairs
- Be an ex-officio member, without vote, of all committees
- Be an ex-officio member, without vote, of the Board of Directors
- Have the power, pending action of the Board of Directors, to suspend an Association member for violating the Constitution and Bylaws of the Association.

Section 4

Vice-Commodore –As the second ranking Officer of the Association, *the Vice Commodore shall:*

- Assist the Commodore in the discharge of his duties
- Officiate at all FWBA meetings and activities in the absence of the Commodore
- Chair the Board of Directors meetings
- Not have the power to suspend a member, remove committee chairs, or remove members of committees unless specifically authorized by the Board of Directors.

Section 5

Rear Commodore –As the third ranking Officer of the Association, *the Rear Commodore shall:*

- Assist the Commodore and Vice Commodore in the discharge of their duties
- Officiate all FWBA meetings and activities in the absence of the Commodore and Vice Commodore
- Chair the Bylaws Committee.
- The powers of the Rear Commodore shall not exceed those of the Vice Commodore

Section 6

Fleet Captain –*The Fleet Captain shall:*

- Be responsible for the coordination of any seagoing activity of the Association
- Be responsible for the planning of social activities of the Association
- Chair the Entertainment, Travel and Liaison Committees.

Section 7

Secretary –*The Secretary shall:*

- Be the corresponding Officer for the Association
- Maintain the official records of the Association, including minutes of all general and special membership meetings and meetings of the Board of Directors
- Supervise the preparation and release of all documents connected with the business of the Association
- Administer and maintain a correct roll of FWBA members
- Initiate the correspondence of the Association
- Prepare and issue notices of all meetings of the Association and Board of Directors

Section 8

Treasurer –*The Treasurer shall:*

- Have charge of the funds of the Association
- Keep a true record of receipts and disbursements of FWBA funds
- Render a written report at all general membership meetings of the Association and the Board of Directors
- Present an annual budget for the Association to the general membership
- Chair the Finance Committee

Section 9

Order of Succession – The order of succession of the FWBA shall be the Commodore, Vice Commodore, Rear Commodore, Fleet Captain, Secretary and Treasurer.

Section 10

In the event of a vacancy in the office of Commodore, the Vice Commodore will fill that position and a new Vice Commodore will be appointed by the Board of Directors. Whenever a vacancy occurs in any other office, it shall be filled by appointment by the Board of Directors until the next regular election is held by the Association.

ARTICLE V – BOARD OF DIRECTORS

Section 1

The affairs of the FWBA shall be managed by the Board of Directors. The Board of Directors shall consist of seven (7) voting members whose boats are docked at Fort Washington Marina or who use Fort Washington Marina as their principal port of call.

Section 2

The Board of Directors shall consist of:

- Vice Commodore
- Rear Commodore
- Secretary
- Treasurer
- Two (2) members-at-large.
- Immediate Past Commodore
- Commodore (ex-officio without vote)

Section 3

Members-at-large of the Board of Directors shall be elected at the annual meeting of the Association and shall serve for one (1) year.

Section 4

Members may serve successive terms on the Board of Directors.

Section 5

Four (4) members of the Board of Directors shall constitute a quorum to transact the business of the Association at any regular or special meeting of said Board.

Section 6

Board decisions and rulings must have the support of at least four (4) Board members to be enacted.

Section 7

The Board of Directors shall meet at least quarterly. Special meetings of the Board may be called at any time by the Commodore upon forty-eight (48) hours notice to all members thereof. Such notice shall include the time, place and purpose of said meeting.

Section 8

The Board of Directors shall have the power to recommend such rules and regulations governing the Association and its members as may be deemed necessary. Said rules shall not conflict with the Constitution and Bylaws of the Association and shall become effective with the approval of a majority of members present at a general or special meeting at which a quorum is present. When so adopted, said rules and regulations shall carry the same force and effect as if contained herein and shall be considered a part hereof.

ARTICLE VI – MEETINGS

Section 1

General membership meetings shall normally be held monthly, except November, January and February. Each meeting shall be at such time and place as designated by the Commodore.

Section 2

Under extenuating circumstances, the Board of Directors shall be authorized to move any of the aforementioned meetings to the preceding or following month.

Section 3

FWBA meetings are open to members, their families and guests. However, only FWBA members (as defined in Article III, Section 5) shall be eligible to vote.

Section 4

Special meetings may be called by the Commodore. Notice of a special meeting must be provided to the membership of the Association at least ten (10) days in advance of such meeting. The purpose of the special meeting must be clearly stated in the notice. No business, other than the purpose for which it was called, shall be conducted at a special meeting.

Section 5

At general and special meetings, eleven (11) members shall constitute a quorum.

Section 6

In conducting FWBA business, where the Constitution and Bylaws do not specifically provide otherwise, “*Robert’s Rules of Order, Revised*” shall govern.

ARTICLE VII – VOTING AND ELECTIONS

Section 1

Members shall be entitled to vote on all matters and there shall be but one vote per member.

Section 2

Only members whose names appear on FWBA membership cards valid in the year the voting occurs shall be eligible to vote on Association matters.

Section 3

Votes must be cast in person. No proxy vote shall be permitted.

Section 4

Elections of officers shall be conducted during the Association's Annual Meeting in October of each year.

Section 5

Nominations shall conform with the requirements of Article III, Section 6.

Section 6

Officers of the Association shall be elected by secret ballot. This ballot shall contain the names of candidates recommended by the Nominating Committee and shall include "write in" space for any candidate(s) nominated from the floor.

Section 7

Two (2) FWBA members shall act as Marshals during elections. The Marshals shall be volunteers who are approved by a majority vote of the membership present at the election meeting. Marshals shall be eligible to vote. They will be responsible for distributing one ballot to each voting member present, collecting the ballots, canvassing the ballots and announcing the results to the membership by the end of the morning.

Section 8

If the results of an election is disputed by any voting member, a recount of the ballots shall be conducted by the Marshals and witnessed by the members of the Board of Directors who are in attendance.

Section 9

For all elective offices, the member receiving the most votes will be declared elected. In the event of a tie, a runoff election between the two candidates with the highest number of votes shall be conducted within thirty (30) days. The time and place of such runoff election must be decided by a majority vote of those members present at the original election (annual) meeting.

Section 10

The "Changing of the Bridge" shall occur at the December meeting of each year.

ARTICLE VII – STANDING COMMITTEES

Section 1

Unless otherwise specified, the chairperson of each committee, will be appointed by the Commodore. Unless otherwise specified, Committee members will be appointed by the chairperson of each committee. All such appointments shall be subject to the approval of the Board of Directors.

Section 2

Legal and Legislative Committee: This committee, if constituted, shall consist of a chairperson and additional members as required. This committee shall alert FWBA members of all legislative and regulatory proposals, and federal, state, county, and local matters which may affect recreational boating in any manner. Committee members shall attend hearings and meetings to present or defend the position of recreational boating.

Section 3

Communications and Membership Committee: The Board of Directors shall appoint a chairperson (and additional members, as required) to the Communications and Membership Committee. The purpose of the committee is three-fold:

- To keep the Association and its activities in the public view through the use of press releases, photographic coverage, etc.
- To promote ways and means of increasing the Association's membership
- To periodically publish the Association's newsletter ("The Log")
- The Board of Directors shall have oversight over the chairperson and shall refresh the chair periodically.

Section 4

Finance Committee: The Finance Committee shall consist of the Association Treasurer and two (2) or more members. The Treasurer shall chair this committee. The Finance Committee shall ensure that the activities proposed by the Board of Directors remain within the budget of the Association or propose alternative measures to accommodate the proposals which will maintain the fiscal integrity of the FWBA. Additionally, the Finance Committee shall audit or cause to have audited the finance records of the Association during September of each year in time to present a report during the Annual Meeting in October. The Finance Committee may be required by the Board of Directors to perform additional audits at other times.

Section 5

Entertainment, Travel and Liaison Committee: The Entertainment, Travel and Liaison Committee shall consist of the Fleet Captain and two (2) or more members. The Fleet Captain shall chair this committee. The duties of this committee are two fold:

- To provide and schedule all entertainment for Association activities, rendering a prompt financial report on all affairs, subject to the approval of the Board of Directors
- To present a trip schedule and itinerary at the March general membership meeting each year.
- The Entertainment, Travel and Liaison Committee may provide a guest speaker at Association meetings. This speaker shall be knowledgeable in boating, yachting and seamanship.

Section 6

Nominating Committee: The Nominating Committee shall consist of three (3) or more members. Committee members shall be volunteers who are approved by the Board of Directors no later than the August board meeting each year. The Committee shall solicit members interested in serving the Association in elective office and from among them select and place into nomination members for the following offices:

- One (1) member for Commodore
- One (1) member for Vice Commodore
- One (1) member for Rear Commodore
- One (1) member for Fleet Captain
- One (1) member for Secretary
- One (1) member for Treasurer

Nominations shall be submitted to the Secretary prior to the Annual Meeting. No later than September 30th of each year, the Secretary shall mail to each member in good the list of candidates nominated in accordance with these Bylaws. At the Annual Meeting, nominations may be accepted from the floor. Notice to this effect will be contained in the nomination letter sent to each member.

Section 7

Bylaws Committee: The Bylaws Committee shall consist of the Rear Commodore and two (2) or more members. It shall be the Committee's duty to maintain the Constitution and Bylaws as stipulated by the Board of Directors and as approved by the general membership. The Bylaws Committee shall include one (1) Past Commodore and (if possible) one (1) practicing attorney. The Bylaws Committee shall maintain constant vigilance of all activities of the Association in relation to the Bylaws and shall bring all noted violations and discrepancies to the attention of the Commodore and /or the Board of Directors. The Bylaws Committee shall conduct an annual review of the Bylaws and submit a report of its recommendations to the general membership at the Annual Meeting each year.

Section 8

Marine Safety Committee: The Marine Safety Committee shall consist of a chair and three (3) or more members, as necessary. At least one member of the committee should be a member of the Coast Guard, Coast Guard Auxiliary, Power Squadron or the Maryland Natural Resources Police.

This Committee shall:

- Maintain close liaison with the Coast Guard and the Coast Guard Auxiliary Liaison Officer
- Promote boating safety and education within the membership, including encouraging and arranging for Coast Guard Auxiliary courtesy marine inspections.

ARTICLE IX – FEES

Section 1

Each member of the FWBA shall pay dues on an annual basis. Annual dues shall be due and payable at or prior to the Association's April meeting each year.

Section 2

The amounts of Association dues shall be recommended by the Finance Committee, approved by the Board of Directors and ratified by majority vote of the Association members present at the October general membership meeting.

ARTICLE X – AMENDMENTS

Section 1

The Constitution and Bylaws of the Association may be amended or a new one adopted by a two-thirds (2/3) vote of the membership present at any regular or special meeting, provided that such amendment or new Constitution and Bylaws be mailed to each member at least fifteen days prior to the meeting.

ARTICLE XI – RATIFICATION

Section 1

The Constitution and Bylaws of the Fort Washington Boating Association, Inc., have been approved and are in effect by ratification of two-thirds (2/3) of the FWBA membership on this 21st day of September, 1996.

Commodore
Lou Paris

Secretary
Barbara M. Allen

9/21/96