SUSQUEHANNA YACHT CLUB OF LONG LEVEL
BY-LAWS

(AMENDED January 9, 2026)

ARTICLE I

Name, History and Legal Structure

The organization was incorporated on February 21, 1949, as a non-profit, non-stock corporation, having filed Articles of Incorporation with the Department of State of the Commonwealth of Pennsylvania under the name Susquehanna Yacht Club of Long Level (hereinafter, "SYC"). The registered address at the time of filing was R.D. 1. Wrightsville, Pennsylvania, which has since been changed to the current address: 1730 Long Level Road, Wrightsville, Pennsylvania, 17368-9009.

At inception, the structure of the corporation was based on the filed Articles of Incorporation and a Constitution adopted and approved by the Board of Governors. At a later time, the Constitution was supplemented by a set of By-Laws adopted by the membership at the recommendation of the Board of Governors. From that point on, the governing instruments of the corporation have been the Constitution and the By-laws. However, reliance on two governing instruments has often proved unwieldy and confusing, and the corporation, in the interest of simplifying its own governing structure and aligning itself more consistently with modern corporate law in the United States and Pennsylvania, has determined to consolidate the two instruments into one to be known as the By-Laws of the Susquehanna Yacht Club of Long Level. The adoptive date of this change is July 21, 2016. The word “Constitution” will remain historically relevant but will no longer be used to refer to the governing instrument. The (consolidated) By-Laws are as follows.

ARTICLE II

Purpose

The purpose of the corporation (also referred to as “club”) is to serve the interests of boat owners, to defend such owners against discriminatory legislation and bard Naomi taxation, to prevent the pollution of neighboring recreational water, to stimulate a greater interest in boating among all the citizens in the area served by the club, to develop a fraternal spirit among local outdoor enthusiasts, to provide a medium for the exchange of boating information, to own or lease property for club uses, to develop dock facilities and to do all things which will tend to serve present owners of boating equipment and to further interest in boating generally, and to foster, encourage and actively participate in the teaching and practicing of safety as applied to outdoor boating.

ARTICLE III

Membership

Section 1. Numbers and Categories. Membership in the Club shall be limited to such numbers and categories and shall be subject to such qualifications and conditions as the Board of Governors may from time to time determine. No applicant for membership in SYC shall be denied on the basis of race, religion, creed, color, marital status, sexual orientation or country of national origin.

Currently, the membership shall consist of five (a) classes to be known as:

(a) Regular Member
(b) Life Member
(c) Honorary Life Member
(d) Junior, Current Member Social/Paddlecraft, New Member Social/Paddlecraft, and Associate Life Members
(e) Honorary Member

Section 2. Membership Agreement/Application. As a condition of acceptance to membership in SYC, applicants shall execute a Membership Agreement, the form and content of which the Board of Governors may from time to time determine, such Agreement to be integrated into the Membership Application.

Upon acceptance to membership in SYC, individuals shall be entitled to exercise such rights and privileges and shall be subject to such terms and conditions as then set forth in the duly executed Membership Agreement integrated into their Membership Application.

There shall be provided in printed or electronic format as directed by the Board of Governors, under the direction of the Secretary, books for the use of each member, containing the Club By-Laws and Club Rules (Appendix A to the By-Laws), together with a list of all the members (to be revised annually) specifying their names and such other information as may be required by the Club or its officers.

Section 3. Regular Members:

(a) Any person, or legally recognized couple within the Commonwealth of Pennsylvania, twenty-one (21) years old, of good moral character, who shall agree in writing upon the regular application blank of the Club to abide by its By-Laws and Rules as now in force or later amended, and who shall submit with the application the required initiation fees and dues shall be eligible for Regular Membership when such application is properly endorsed including the signatures of two Board members.

(b) An unmarried member may designate a domestic partner once per calendar year by including their name, where designated, on the New Member Application or Membership Renewal form. Susquehanna Yacht Club describes a domestic partner as follows: An unmarried individual in a committed, cohabiting relationship, similar to marriage, that is intended to continue indefinitely and where there is joint responsibility for each other's common welfare. The designation will remain in effect until rescinded, in writing, by the member. The member will accept responsibility for all actions and charges incurred by the domestic partner. The designee will enjoy the privileges as

outlined in the membership category. However, upon rescission of the Domestic Partnership designation, the former designee immediately loses all privileges. Domestic partners are not voting members, may not be seated on the Board of Directors or as a Flag Officer and do not share in the interest in any Club property or assets either while the Club is active or is in dissolution. Should the designation be rescinded, the former designee may apply for a new membership, however, no seniority will have accrued during the designation period. Should the former designee be serving on any committee, or have a boat at the Club, all activity must cease until a new membership is approved.

(c) Any member of a regular member's immediate family who is under the age of 23 years, living at home and not self-supporting has the privileges of the Club. The regular member is responsible for the conduct and actions of their family.

(d) Regular membership in the Susquehanna Yacht Club shall be transferable to the spouse upon the death of a member. The widow or widower of a member shall maintain mooring, slip, dry sail, or camper trailer privileges and seniority of the deceased. The survivor also assumes payment of dues and fees and Regular Membership responsibilities and will work on club workdays. Widows or Widowers who assume a spouse's membership shall not have to pay initiation fees. Membership may not be transferred in cases where the survivor and deceased have separated prior to the Members death. If a member with a transferred membership remarries and dies, the new surviving spouse may transfer a membership that has been previously transferred, but in that event, seniority for all purposes will be determined by the date of the last transfer of that membership.

(e) Seniority shall be determined by years as a Regular member and Life member. Years as Junior, Social, Associate, and Honorary members do not count.

(f) Each regular member, whether single or a couple, will have only one vote.

(g) Only one family member may serve in an elected position in any given year.

(h) In the event of separation or divorce it is up to the couple to decide who will retain the membership. They will notify the club in writing, or both names will be terminated from the club rolls.

Section 4. Life Members: Any person who has been a regular member in good standing for a period of 25 years may submit a letter requesting Life Membership to the Board of Governors. Life Members shall have all the privileges of active membership and shall not be required to pay dues.

The provisions of this Section 4 shall remain in effect through December 31, 2020, and shall apply to all members who currently are, or who request to become, Life Members up through such date; however, as of January 1, 2021, the language of this Section 4 shall change to provide that any person who has been a regular member in good standing for a period of at least 25 years and who: 1.) has served at least one year in a position as a member of the Board of Governors, Committee Chairperson, Activity Chairperson or other position of responsibility within the Club or 2.) demonstrates to the Board that he or she has either:

a.) actively participated and supported Club programs or

b.) provided direct support to the Club

may submit to the Board of Governors a letter requesting Life Membership.
Life Members shall have all the privileges and bear all the responsibilities of active membership, except that Life Members shall not be required to pay dues. Life members shall be subject to assessments and fines as set forth in Article XI.

The 25-year membership period shall begin on the date of admission into the club, such year of admission being considered the first dues paying year and run through the date upon which the member has paid his or her 25th annual dues payment. At the end of such year, the member's obligation to pay dues ceases.

Section 5. Honorary Life Members:
Any Life Member may request the Board of Governors to change their status to Honorary Life Member. This membership status is to allow Life Members who are no longer active in SYC to stay connected with the Club. Members in this status will not be required to pay any Club assessments or fines for not attending docks and harbors days. These members may attend Club social events and docks and harbors. They will continue to receive the SYC newsletter by email.

This status will have the following restrictions:

- No voting rights concerning Club business,
- May not hold any elected office,
- Not allowed to keep any type of boat at SYC,
- Not allowed to rent dry sail, riverside, trailer spaces, mooring spaces, or any other type of
rental SYC provides for the current member base, and
- Not allowed to use launch ramps, hoists or docking facilities.

Section 6. Junior Members, Social Members & Associates:

(a) Juniors: Any person above the age of seventeen and under twenty-one years of age and who complies with the requirements of Article III, Section 1, can be admitted to Junior Membership and shall be entitled to all the privileges of the club, except voting and holding office which privileges shall be granted automatically as they reach the age of twenty-one.

(b) Current Member Social/Paddlecraft - Any person who has been an active Member of the club and who complies with the requirements of Article III, Section 1, can be admitted to Current Member Social/Paddlecraft Membership and shall be entitled to all privileges of the club except: voting, holding office and limited rental and boating rights as described herein. Seniority will not accrue, during the time they are in a Current Member Social/Paddlecraft membership status. They will be entitled to paddlecraft only boating rights. The only rental rights they shall be entitled to are paddlecraft storage and locker rentals. Yearly dues shall be one half (50%) of Regular membership dues and any assessments in place for Regular and Life Members. Current Member Social/Paddlecraft members shall have priority over non-members in becoming Regular members and will not be required to pay an initiation fee if full initiation fee has been paid prior to becoming a Social Member. Seniority of Membership

will be given preference in becoming a Social member. Boating privileges are limited to paddlecraft (as defined below) using beach access only.

(c) New Member Social/Paddlecraft - Any person or family, as defined in Article III, section 3, who complies with the requirements of Article III, Section 1 may apply for membership as a New MemberPaddlecraft/Social Member and shall be entitled to all privileges of the club except: voting, holding office and limited rental and boating rights as described herein. Seniority will not accrue during the time they are in a New Member Social/Paddlecraft membership status. They will be entitled to Paddle craft only boating rights, plus eligibility, for the two-year period following their acceptance as a social member, to use club owned watercraft excluding pontoon, provided they make an affirmation election in this regard, pay any required user fee and sign any required waiver, indemnity and/or user agreement. The only rental rights New Member Social/Paddle craft Members shall be entitled to are Paddle craft storage and locker rentals. Yearly dues shall be one half (50%) of Regular membership dues and any assessments in place for Regular and Life Members. At the time of acceptance as New Member Social/Paddle craft members, they shall pay an initiation fee equal to one-half the initiation fee applicable to Regular members.

New Member Social/Paddlecraft, Members who wish to become Regular members would be required to pay initiation fees and any additional fees required for Regular Membership.

(d) Definition of Paddlecraft- Paddlecraft shall be defined for Article III Sec. 6 (b) as defined by the USCG (e.g., canoe, kayak, scull, and paddleboard) and shall be entitled to beach only river access at Riverside or the small boat dock at Dry Sail.

(e) Limitation on Membership- Current and New Member Social/Paddlecraft membership combined shall be limited to fifteen percent (15%) of the maximum regular membership.

(f) Associate - Any person who has been an active member of the Club for at least five years and who complies with the requirements of Article III, section 1, and who has moved such great a distance from the Club to make enjoying the privileges and visits to the Club a hardship, may apply in writing to the Board of Governors for Associate Membership.

Associate Membership allows a member to maintain Club affiliation, but with no Club privileges. Visits to the Club shall be limited to those of Guests under SYC Rule 4, listed in the SYC Member Rules, attached hereto as Appendix A.

He/she will be maintained on the Club mailing list and may, at any time (when space is available), regain Regular Membership status by paying the then annual dues.

Yearly dues for Associate Membership shall be 20% of Regular Membership dues, which is due February 15th. Associate Membership shall be limited to ten (10%) percent of the Regular Membership. Acceptance as an Associate Member will be granted upon affirmative vote of the Board of Governors.

Section 7. Honorary Members: The Board of Governors, by a unanimous vote, may bestow an Honorary Membership upon individuals that have rendered important service or benefits to the club. These members may attend Club social events and may receive the SYC newsletter by email. Honorary membership is for a period of one (1) year but may be renewed by the Board of Governors at the beginning of the fiscal year.

This status will have the following restrictions:

• No voting rights concerning Club business,
• May not hold any elected office,
• Not allowed to keep any type of boat at SYC,
• Not allowed to rent dry sail, riverside, trailer spaces, mooring spaces, or any other type of rental SYC provides for the current member base, and
• Not allowed to use launch ramps, hoists or docking facilities.

Section 8. Resignation. Resignations of members shall be sent in writing or by email to the Secretary or Treasurer and acted upon by the Board of Governors. The rights and interests of any member in the property and privileges of SYC shall cease with the termination of his or her membership.

Section 9. Disciplinary Actions. If any member is charged in writing by the Board of Governors or by any other member with conduct at variance with the Club's Membership Agreement, its policies or its Rules and Regulations or with conduct injurious to the interests of the Club or with conduct, which has a material adverse effect on the Club's members' use and quiet enjoyment of the Club, the Board shall instruct the Secretary to send written notice of the charge or charges to the member.

The Board of Governors shall afford the member the opportunity to appear before it to address the charges. If the Board is satisfied of the truth of the charge or charges, it may issue a warning to the member, levy a fine against the member or solicit a resignation from the member.

In the event the Board of Governors votes to solicit a resignation from the member and the member declines to resign, the Board may proceed to expel the member from the Club. In the event the Board votes to expel a member, his or her membership rights, interests and obligations shall remain subject to the "Membership Redemption" provisions as then set forth in the Membership Agreement duly executed by the member.

The Secretary shall send written notice of the action taken by the Board within three days of said action. The notice shall be sent to the member's address of record via "Certified Mail, Return Receipt Requested."

The action of the Board shall be subject to review by the membership at a special meeting of the Club if a written request for said review is delivered to the Secretary within ten days of the date of the notice advising the member of the action taken by the Board.

ARTICLE IV

Insignia of SYC

Section 1. Common Seal. The club has adopted and will use a common seal. The seal of the Club shall be circular in form with a diameter of one and five-eighths inches (1 5/8").

Section 2. Colors. The colors of the Club shall be Red and White.

Section 3. Burgee. The Club Burgee shall be a triangular flag, consisting of red on a white background.

ARTICLE V

Flag Officers and Their Powers and Duties

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

Section 2. Commodore Term. The Commodore cannot serve consecutive terms in office unless nominated by the membership.

Section 3. Commodore Duties. It shall be the duty of the Commodore to take command of the squadron; to preside at all meetings of the Club and the Board of Governors; to temporarily suspend a member for violating the By-Laws or Rules of the Club pending action of the Board of Governors (Article VI - Sec. 5); to remove any Chairperson or any Member of a

Committee and/or officer appointed by them who misses three monthly meetings during a calendar year.

Section 4. Commodore Ex-Officio Duties. The Commodore shall be an ex-officio member of all committees.

Section 5. Vice Commodore Duties. It shall be the duty of the Vice Commodore to assist the Commodore in the discharge of his/her duties, and to officiate in his/her absence. The Vice Commodore shall have primary responsibility for the supervision and coordination of all Susquehanna Yacht Club operations at the Club House. This responsibility shall include, but is not limited to, the Club House, Pavilion, Drysail, Docks, and all associated grounds. The Vice Commodore shall exercise this oversight in coordination with the appropriate Committee Chairs.

In addition, the Vice Commodore shall:

- Oversee projects occurring within and around the Club House facilities.
- Coordinate and oversee Spring and Fall Waterline Days and Spring and Fall Docks & Harbors activities at Dry sail and the Clubhouse.
- Participate in Budget Committee sessions to remain informed of upcoming fiscal needs and priorities.
- Maintain regular contact with Committee Chairs to solicit input, address concerns, and attend Committee meetings as needed to discuss operational issues

Section 6. Rear Commodore Duties. It shall be the duty of the Rear Commodore to officiate when the Commodore and Vice-Commodore are absent. The Rear Commodore shall have primary responsibility for the supervision and coordination of all Susquehanna Yacht Club

operations at the Riverside facility. This responsibility shall include, but is not limited to, Docks, Grounds, Camping Spaces, Boat Spaces, and Harbor Moorings, in coordination with the appropriate Committee Chairs.

In addition to these duties, the Rear Commodore shall:

- Coordinate and oversee camping and boat space assignments, as well as harbor mooring assignments.
- Coordinate and oversee Mooring Inspection Day, Spring and Fall Waterline Days, and Spring and Fall Docks &
- Harbors activities at Riverside.
- Participate in Budget Committee sessions to remain informed of upcoming fiscal needs and priorities.
- Maintain regular contact with Committee Chairs to solicit input, address concerns, and attend Committee meetings as needed to discuss operational issues.
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Section 7. Secretary. The Secretary shall be elected in odd numbered years for a two (2) year term. It shall be the duty of the Secretary:

- To keep a true record of the proceedings of all meetings of the club and to submit to the Commodore prior to the next meeting a copy of the minutes of each meeting.
- To file all documents, records, reports and communications connected with the business of the Club. In case of inability to attend any meeting, to cause the documents to be conveyed to the place of meeting.
- To perform such other duties as may be prescribed by the By-Laws and the Commodore.
- To have access to a safe deposit box along with the Treasurer.
- To have backup signature authority.

Section 8. Treasurer. The Treasurer shall be elected in even numbered years for a two (2) year term. It shall be the duty of the Treasurer:

- To have the custody of the Club Seal.
- To have authority to maintain a Safe Deposit Box, if deemed prudent, at the treasurer's sole discretion. The Treasurer and Secretary shall each have access to the Safe Deposit Box.
- To collect and receive all moneys due the Club, and to pay all bills contracted by it, keeping a correct account of the same in books provided for that purpose.
- To make a detailed report at each regular meeting of all receipts and disbursements, with a statement of the amount of money on hand in the club accounts
- To have custody of all the funds of the Club.
- The Treasurer shall submit to the Board of Governors by the end of January, a detailed financial report showing all receipts and disbursements, assets and liabilities for the fiscal year, and a statement of the amount of money on hand in the club accounts. Said report, ledgers, check book, etc., are to be made available to the Auditing Committee for their audit.
- The Treasurer shall be authorized to sign checks for the Club without a cosigner
- The Secretary will have backup signature authority.

- The Treasurer cannot pay themselves, members of their family or a business they are affiliated with (as an owner or an employee) without prior written approval of the Commodore.

ARTICLE VI

Board of Governors and Its Powers and Duties

Section I. Management of Corporation. The affairs of this corporation shall be managed by a Board of Governors, who shall be elected at the regular monthly meeting of the corporation in November or as hereinafter provided and who shall serve until their successors be elected and qualified; the Board shall, by a majority vote, have power to fill all vacancies upon said Board, which shall occur for any cause during their terms. Any elected member of the Board of Governors who misses three Board Meetings in a calendar year may, by majority vote of the Board of Governors, be removed from office and the vacancy filled as provided for.

Section 2. Board of Governors Defined. The Board of Governors of the Club shall be the Commodore, Vice-Commodore, Rear Commodore, Secretary, Treasurer, five members to be known as Governors, and the Past Commodore who, upon retirement as Commodore, becomes a member of the Board. The term of Governors shall be for two years. Three members will be elected in even numbered years and two members will be elected in odd numbered years. Special meetings of said Board may be called at any time by the Commodore, or at the written request of three members of said Board to the Commodore, provided the purpose of the meeting is stated in the request, upon seven days' notice to all members thereof of the time and place of said meeting.

Section 3 Powers. The Board of Governors shall have the power to adopt such rules and regulations governing the Club and its members, as may be found necessary from time to time, not in conflict with this Constitution, and, when so adopted, said rules shall be of the same force and effect as if herein contained, and all rules heretofore adopted and in force are hereby re-enacted and adopted.

Section 4. Supervision. The Board of Governors shall have the power to employ a Manager whose duties shall come under the direct supervision of the Executive Committee and of the Commodore.

Section 5. Power of Board of Governors to Suspend or Expel. It shall be the obligation of any member of the Club to present to the Board of Governors written charges signed by the member against any other member for unbecoming conduct or conduct likely to endanger the good order and welfare of the Club. All such charges will be held in confidence by the Board. After the member so charged shall have been notified in writing and given an opportunity to be heard in answer to such charges, if found guilty, the Board of Governors may suspend or expel such a member, and any member of the Club may be suspended by the Board of Governors for insubordination or disobedience of lawful orders of officers, or for violation of the requirements of the Constitution, By-Laws or Club Rules and a member so suspended, may be expelled by the Board of Governors if found guilty, after having received written notice of such suspension and the reason thereof, and having had an opportunity to be heard in his or her

defense. No member of the Board of Governors against whom any such charges shall be preferred, shall be allowed to preside over or vote at any such hearing. The Board of Governors shall have the power to reinstate members or remit penalties.

Section 6. Quorum. Seven members of the Board of Governors shall be sufficient to constitute a quorum to transact the business of the Club. Roberts Rules of Order shall be the standard procedure at all meetings.

Section 7. No Confidence. A vote of no-confidence against all or any officers, against the entire Board or any Board member can be registered by a two-thirds majority of the membership at any special or general meeting of the membership.

Section 8. Rules. A list of all current Rules (per Section 3) and fee schedule shall be updated and maintained on the Club bulletin board and web site.

Section 9. Special Privileges. Special privileges may be granted by the Board of Governors. In this regard, the officers may extend any of the privileges of the Club upon such terms and conditions and for such defined period as they may deem advisable to any person or other club whose position, attainments and character, or whose intended use of such privileges will, in their opinion, justify such action.

Section 10. Voting by E-mail. When circumstances require action by the Board of Governors before the scheduled convening of an upcoming monthly Board meeting, the action can be introduced and acted upon by E-mail correspondence among Board Members. This process shall require a motioning Board member to circulate the language of his or her motion to all Board members by E-mail, followed by the seconding of such motion by another Board member's E-mail to all Board members conveying the "Second". The motion will carry and take effect upon the circulation by E-mail of approving votes by 7 or more Board members. The Commodore, or in his or her absence, the Secretary, shall print in hard copy all the E-mail correspondence described herein and introduce same at the next regularly scheduled Board meeting for ratification by approval of 7 or more members of the Board. Should such ratification fail, the motion shall be rescinded, but shall be considered to have been in effect from the date of the E-mail passage until the Board meeting at which the ratification failed.

ARTICLE VII

Removal from Office

Any Officer or member of the Board of Governors (hereinafter referred to individually as "Governor") may be removed from office with or without cause by vote of a majority of the members of the Board of Governors then in office at any meeting thereof.

Any Officer or Governor may be removed from office for cause by vote of a majority of Club members entitled to vote at any meeting thereof.

For the purposes hereof, "cause" shall constitute any violation of the Club's Membership Agreement as duly executed by the Officer or Governor, or of its policies or its Rules and

Regulations or such other actions, which have a material adverse effect on the safety of Club members or their use and quiet enjoyment of the Club facilities.

The Officer or Governor shall be advised in writing of the proposed action and shall be afforded the opportunity to be heard by the body proposing said action.

ARTICLE VIII

Nominations, Elections and Terms of Flag Officers and Governors

Section 1. Elections. Election of Officers and Board of Governors will be held at the regular monthly meeting in November. A majority vote of those present is necessary for the election of any officers. The members of the Board of Governors shall be elected by the two or three receiving the most votes.

Section 2. Clerks. The presiding officer may appoint three (3) clerks whose duty shall be to count and make a correct return of the results of the election.

Section 3. Terms of Office. Each Flag Officer shall hold office for one year from the first day of January following election and until their successor is elected and qualified, with the exception of the Treasurer and Secretary who serve the term of two years in office. Vacancies may be filled at any regular meeting provided notice of such election has been sent to each member at least seven (7) days before such meeting. Nominations may be made from the floor preceding the ballot.

Section 4. Absence from Meetings. Any officer who misses three (3) meetings during any calendar year may, by majority vote of the Board of Governors, be removed from the office and the vacancy filled as stated in Article VIII - Section 3.

Section 5. Ballot form. The ballot shall be in the following form if needed:

Continued next page

OFFICIAL BALLOT
To be cast at the election of Officers and Governors of the Susquehanna Yacht Club for the year of _____.

FOR COMMODORE

FOR VICE COMMODORE

FOR REAR COMMODORE

FOR TREASURER

FOR SECRETARY

FOR MEMBER OF BOARD

FOR MEMBER OF BOARD

FOR MEMBER OF BOARD

Section 6. Status of Voter. The voter is a regular member or life member in good standing.

Section 7. Signature not required. The voter need not sign his or her ballot.

ARTICLE IX

Membership Voting Rights

Section 1. When a Member May Vote. A member shall be entitled to vote and cast his ballot when their indebtedness to the Club shall be paid in full.

Section 2. Voting Must be Done in Person. All voting must be done in person and only ballots from members in good standing will be counted.

Section 3. Quorum. Eleven members in good standing shall be sufficient to constitute a quorum to transact the business of the Club.

ARTICLE X

Election/Resignation of Members

Section 1. Prospective Members. Prospective members must be present at the Board/Membership meeting.

Section 2. Presentation of Names. The names of new applicants shall be presented to the Membership after passed on by the Board of Governors. Two negative votes by the Board of Governors shall constitute rejection of that applicant.

Section 3. Oral Vote. The election of members shall be by oral vote of the majority of regular members at any meeting at which there shall be a quorum. No rejected applicant shall be proposed again within six months thereafter.

Section 4. Resignation. Resignations of members shall be sent in writing or e-mail to the Secretary or Treasurer and acted upon by the Board of Governors.

The rights and interests of any member in the property and privileges of the Club shall cease with the termination of his or her membership.

ARTICLE XI

Fees, Dues and Assessments

Section 1. Entrance Fees and Dues. The initiation fee for the upcoming year shall be established by the Board of Governors prior to the end of the fiscal year, December 31.

The full Initiation fee may be paid at any time during the first year but must be paid by the due date for dues for the 2nd year's membership. They shall have full boating rights upon acceptance into the club at the regular monthly meeting. However, voting rights and seniority accrual will not begin until the full initiation fee has been paid.

Upon acceptance into the club, Junior, and New Member Social/Paddlecraft members shall pay one-half the initiation fee established for Regular members. Junior members, upon reaching age 21, and New Member Social/Paddlecraft members may become Regular members with an additional payment of any unpaid initiation fee, as currently in effect for Regular membership , plus dues and assessments. A Junior or New Member Social/Paddlecraft member automatically becomes a Regular member on payment of the additional fee. If membership is full, he or she is carried in addition.

New Member Payment Adjustments:

1. Full Season Membership (January Board Meeting - June Board Meeting): Any new member whose application is approved and accepted from the beginning of the membership season up to and including the June Board Meeting of a given year shall pay the full initiation fee and the full annual dues for that year.

2. Prorated Dues (July Board Meeting – August Board Meeting): Any new member whose application is approved and accepted between the July and August board meeting of a given year shall pay the full initiation fee and sixty percent (60%) of the annual dues for that year (reflecting a forty percent [40%] reduction). All other fees and assessments remain payable in full.

3. Late Season Membership (September Board Meeting – November Board Meeting): Any new member whose application is approved and accepted on or after the September board meeting of a given year shall pay the full initiation fee at the time of acceptance, plus the full dues for the following membership year. Such members shall be entitled to the privileges of the Club for the remainder of the current season without additional charge.

Section 2. Annual Dues for Regular Members. Annual dues for Regular Members for the upcoming year shall be established by the Board of Governors prior to the end of the fiscal year, December 31. Junior and Social members pay half the amount established for Regular members. Dues shall be billed on January 15, for the current year and are due before February 15. Subject to the exception set forth below, members not paying their dues by February 15 are automatically dropped from membership. At the Board's discretion, an extension of time may be granted to a member (or prospective member) if the Treasurer is informed in writing by the member (or prospective member) before February 15. A late payment fee equal to 10% of the member's dues will be levied for such an extension.

Section 3. Expulsion. A member expelled for cause shall under no circumstances, even though he is a member of another organization to whom the facilities of the Club has been extended, be permitted to visit the Club House, piers and/or grounds even though accompanied by a member in good standing.

Section 4. Fiscal Year. The fiscal year is the period from January 1 to December 31.

Section 5. Membership. Membership will be limited to Category/number as determined by a majority vote of the Board of Governors.

Section 6 Military Obligation. In the event a Regular, or Junior Member enters active military duty to fulfill military obligation, he or she will be retained on the Honorary Membership list until completion of obligation. Upon completion of said service, he or she must within 90 days, notify the Board of Governors through re-application of his or her intent to be reinstated as a member. The initiation fee will be waived in this case and in the event that there is full membership, their name will be placed at the head of the waiting list. During this waiting period, he or she will be carried as an Honorary Member.

Section 7. Amnesty. The Board of Governors, by majority vote, may give amnesty to a past member wishing to re-join the club, the right to come back into the club without having to re-pay their initiation fee, past dues or assessments. However, any past seniority will be lost unless the Associate member dues and assessments for each year of non-membership are paid.

Section 8. Guests. The Commodore and Treasurer, and one guest each, shall be the guest of the Club for all social functions.

Section 9. Treasurer fees waived. The Treasurer shall have his/her dues and mooring, or dry sail spot fees waived for the years he/she is Treasurer.

Section 10. Assessments. The Board of Governors may levy assessments in such manner as it deems proper, provided however, that no member shall be assessed more than $100.00 in any one year. Assessments shall apply to Regular, Junior, Social and Life Members. No assessments shall be levied except by affirmative vote of 2/3 of the full Board.

Section 11. Fines. A fine may be levied by the Board of Governors upon any Regular, Junior, Social, or Life Member for non-participation in Docks and Harbors or Club work parties. Such fine is not to exceed 10% of the annual regular membership due per occurrence.

Section 12. Docks and Harbors Excused Absences. Any Regular, Junior, Social or Life Member may submit a written request to the Board of Governors seeking an Excused Absence from a single Docks and Harbors workday or from multiple Docks and Harbors workdays. Such a request must:

1. Be submitted in writing to the Board of Governors,

2. State the date(s) of the requested excused absence(s)

3. State the reason(s) for the requested excused absence(s), and

4. Demonstrate valid cause for the excused absence(s).

All requests for excused absences submitted pursuant to this Bylaw (Article XI, Section 12) shall be reviewed and determined by the Board of Governors. The Board shall have sole discretion in granting or denying such requests. Upon approval by the board of Governors, the member shall be excused from the approved Docks and Harbors workdays. No fine shall be levied for missing any workday covered by an approved excused absence.

ARTICLE XII

Meetings of the Board and Membership

Section 1. Combined Regular Meetings. A combined meeting of the Board of Governors and members shall be held on the third Thursday of each month for the months of January through November. There will be no regular meeting of the Board of Governors or members in the month of December. Meetings will be held at the SYC Clubhouse, 1730 Long Level Road, Wrightsville, PA 17368-9009, or except as otherwise restricted by the articles of incorporation or the bylaws, members and any committee of members of the corporation may participate in a meeting by conference telephone or an online meeting platform or similar

internet-based communications equipment so that all persons participating in the meeting can hear each other. Participation by such methods shall constitute presence in person at a meeting. The Board of Governors shall notify all members in advance of the time of the meeting. The Board of Governors shall have the right to change the date and time of a combined meeting by giving all members 15 days' notice of the new date and time. In the event of inclement weather, the likelihood of unsafe travel conditions or knowledge that a quorum of the Board will not be reached, the Commodore may postpone a scheduled Board/membership meeting. The Commodore shall communicate the movement to online meeting platform or postponement via e-mail to all club members as far in advance of the scheduled meeting as possible. The Commodore, with approval of the Executive Committee, shall set an alternative meeting date and time. The rescheduled date and time shall be communicated via e-mail to all club members at least on week prior to the rescheduled meeting.

Section 2. Special Meetings or Executive Sessions. Special meetings or Executive Sessions of the Board may be held at the call of the Commodore or upon written request signed by ten (10) members in good standing. Such request shall be addressed to the Commodore and must state the reason for such a meeting. When so called, the special meeting shall be confirmed strictly to the business for which it was called.

Section 3. Meeting Notice. Notice shall be sent to each member of all special meetings and of the purpose for which they are called, at least three (3) days before such meetings.

ARTICLE XIII

Committees

Section 1. The Standing Committees and Chairpersons are as follows:

a. Executive Budget Committee
b. House Committee
c. Floral Committee
d. Dockmaster
e. Harbormaster
f. Membership Chairperson
g. Publicity Chairperson
h. Sailing Committee
i. Ships Store Chairperson
j. Social Committee
k. Constitution / By-Laws Chairperson
l. Grounds Chairperson
m. Assoc. Grounds Chairperson
n. Barn Chairperson
o. Clubhouse Grounds Chairperson
p. Drysail (space assign.) Chairperson
q. Dinghy (space assign.) Chairperson
r. Riverside (space assign.) Chairperson
s. Cruise Chairperson

t. Webmaster
u. SYC Currents Editor \Chairperson

Section 2. The Temporary Committees are as follows:

a. Nominating
b. Auditing

Section 3. The Commodore shall appoint the Chairperson of the Standing and Temporary Committees.

Section 4. The Board of Governors may create additional committees or sections when and as often as shall be required for the best interests of the club, and may add to, or reduce the number of all committees or sections when, in the judgment of said Board the same may be for the best interests of the Club. The Board, however, has the right to modify or annul the powers of any such committee or section whenever, in its judgment, the best interests of the Club may require it.

ARTICLE XIV

Committee Organization and Duties

Executive Committee

Section 1. The Executive Committee shall consist of the elected officers, the Commodore, Vice Commodore, Rear Commodore, Secretary and Treasurer.

Section 2. The Executive Committee shall supervise all Club functions, committees, and funds and shall review all expenditures, shall act for the Board of Governors in an emergency and perform such other duties as may be required of them.

Section 3. They shall regulate the prices to be paid for all entertainment and all articles sold in the Clubhouse; shall receive and consider complaints; shall engage, discharge, and have general supervision over all personnel employed by the Club; and shall make such House Rules and Regulations as they may deem advisable and post the same on the Bulletin Board and other conspicuous places about the Club House.

House Committee

Section 4. The House Committee shall consist of up to three members appointed by the Commodore, subject to the approval of the Board of Governors.

Section 5. The House Committee shall keep a record of their proceedings and of all bills approved by them in books to be provided for that purpose. They shall have general supervision of the Club House, and of the contents thereof, and of all ordinary exterior and interior repairs to said Club House. They shall also have power to purchase all needed supplies and all necessary articles for use in the Club House within their budget.

Docks and Harbors Committee

Section 6. The Docks and Harbors Committee shall consist of up to three members appointed by the Commodore, subject to the approval of the Board of Governors. They shall have complete control of the Docks and Harbors and waterfront facilities subject to the approval of the Board of Governors.

Membership Committee

Section 7. The Membership Committee shall process applications for membership; maintain and update the membership list.

Social Committee

Section 8. The Chairperson of the Social Committee shall appoint his or her own Committee Members. It shall be their duty to provide and schedule all social activities and render a prompt financial report on all affairs subject to the approval of the Board of Governors.

Budget Committee

Section 9. The Budget Committee, consisting of (5) members including the Budget Chairman and Treasurer, shall be appointed by the Commodore and shall make and supervise the budget and submit said budget to the Board of Governors for consideration at the Board Meeting in October.

Nominating Committee

Section 10. The Nominating Committee shall consist of five members. They are to be appointed by the Commodore at the regular meeting in September, the first named to be the Chairperson.

Section 11. The Nominating Committee shall solicit the membership for suggestions as to the nominations for officers and Board of Governors. The Nominating Committee shall submit their report recommending one name only for each officer and for each member of the Board of Governors no later than the third Thursday in October. The Board of Governors shall

immediately thereafter mail to each member the recommendations of the Nominating Committee. Nominations may be made from the floor, preceding the ballot.

Auditing Committee

Section 12. The Auditing Committee will consist of three (3) members appointed by the Commodore, subject to the approval of the Board of Governors, whose duties will be to audit the Club's books as of December 31st of each year, which date shall be the end of the fiscal year. The Auditing committee will report the results thereof to the membership for consideration at the regular meeting in April. The Audit Committee may recommend, to the Board, employing an outside auditing firm should it be deemed prudent and necessary.

Floral Committee

Section 13. The Floral Committee will contact members who are ill, or the family of a Deceased member and will have the authority to purchase flowers, when deemed appropriate.

Publicity Committee

Section 14. The Publicity Committee will have the responsibility to write all news for the Harrisburg, York and Lancaster newspapers, radio and TV.

Grounds

Section 15. The Grounds Committee will be responsible for the maintenance of the grounds, barn, picnic facilities, flower beds, lawn and dry sail area. The Committee will consist of a Grounds Chairperson, Associate Grounds Chairperson, Barn Chairperson, and Clubhouse Grounds Chairperson.

Cruise

Section 16. The Cruise Committee will be in charge of all activities of Power/Sail Boats such as social functions, moonlight cruise, picnic, etc.

ARTICLE XV

Capital Expenditures and Appropriations

Section 1. No Appropriations Without Approval. No appropriation or expenditures of Club money shall be authorized except by approval of the Board of Governors.

Section 2. No Approval Without Proper Recommendation. No appropriation or expenditure of Club moneys shall be authorized by the Club without the recommendation and

except upon the motion of the Board of Governors, nor in amounts in excess of those recommended and moved for by the Board of Governors, except by an affirmative vote of two-thirds of the members present entitled to vote.

Section 3. Refusal to Vote Not Allowed. No member present and entitled to vote shall be excused from voting on a motion to appropriate money with a recommendation of the Board of Governors or in excess of the amount recommended by that Board; upon refusal of any such member to vote, he or she shall be recorded in the negative.

Section 4. Personal Liability. No committee, officer, or other person shall obligate the Club for an amount in excess of an appropriation made by the Board of Governors for Club use but shall accept such liability themselves.

ARTICLE XVI

Conflicts of Interest, Good Faith Responsibility

Section 1. Conflict of Interest. All Officers, Governors, agents and employees shall adhere to such policies on conflicts of interest as may be adopted from time to time by the Board of Governors.

Section 2. Good Faith Responsibility. Every Officer and Director of the Club shall exercise and discharge the powers and duties of his or her office in good faith with that degree of diligence, care and skill that a prudent person in any like position would ordinarily apply in similar circumstances.

In so acting, every such Officer and Governor may rely on information, opinions, reports or statements, including financial statements and other financial data, prepared or presented by (a) one or more Officers or Governors or employees of the Club whom the Officer or Governor reasonably believes to be reliable and competent in the matters presented, (b) counsel, public accountants or other persons as to matters the Officer or Governor reasonably believes to be within such person's professional or expert competence, or (c) a committee duly designated in accordance these Bylaws, as to matters within its designated authority, which committee the Officer or Governor reasonably believes to merit confidence. However, he or she shall not be considered to be acting in good faith if he or she has knowledge concerning the matter in question that causes such reliance to be unwarranted.

ARTICLE XVII

Personal Liability and Liability Insurance

Section 1. Personal Liability. The Officers and Governors of the Club shall not be personally liable for any debt or obligation of the Club. Persons or entities extending credit to, contracting with, or having any claim against the Club may look only to the funds and property of the Club for the payment of any such contract or claim, or for the payment of any debt, damages, judgment or decree, or for any money that may otherwise become due or payable to them from the Club.

Section 2. Liability Insurance. The Club shall have power to purchase and maintain insurance on behalf of any person who is or was an Officer, Governor, employee or other agent of the Club or who is or was serving at the request of the Club as an Officer, Governor, employee or agent of another organization in which it has an interest, against any liability incurred by him or her in any such capacity, or arising out of his or her status as such, whether or not the Club would have the power to indemnify him or her against such liability.

ARTICLE XVIII

Indemnification

The Club shall indemnify and hold harmless each person who heretofore has served, is currently serving or hereafter serves:

(a) as an Officer, Governor, agent or employee of the Club; or

(b) at the request of the Club, as an Officer or Governor of another organization from and against any and all claims and liabilities to which such person may be or become subject to by reason of such service (including, without limitation, by reason of such person's alleged acts or omissions in the course of such service), and shall indemnify and reimburse each such person against and for any and all legal and other expenses reasonably incurred by such person in connection with any such claims and liabilities, actual or threatened, whether or not at or prior to the time when so indemnified, held harmless and reimbursed, such person has ceased to serve in such capacity, except with respect to any matter as to which such person shall have been adjudicated in any proceeding not to have acted in good faith in the reasonable belief that his or her action was in the best interest of the Club.

Provided, however, that prior to such final adjudication, the Club may compromise and settle any such claims and liabilities and pay such expenses, if such settlement or payment or both appears, in the judgment of a majority of those members of the Board of Governors who are not involved in such matters, to be in the best interest of the Club as evidenced by a resolution to that effect adopted after receipt by the Club of a written opinion of counsel for the Club, that, based on the facts available to such counsel, such person has not been guilty of acting in a manner that would prohibit indemnification.

Such indemnification may include payment by the Club of expenses incurred in defending a civil or criminal action or proceeding in advance of the final disposition of such action or proceeding, upon receipt of an undertaking by the person indemnified to repay such payment if he or she shall be adjudicated to be not entitled to indemnification under this Article XVIII of the By-Laws, which undertaking may be accepted without reference to the financial ability of such person to make repayment.

The right of indemnification herein provided shall be in addition to and not exclusive of any other rights to which any such person may otherwise be lawfully entitled. As used in this Article XVIII of the By-Laws, all references to persons who are to be indemnified shall include their respective heirs, executors and administrators.

ARTICLE XIX

By-Laws Amendments

Section 1. Submitting an Amendment. Proposed amendments to the By-Laws must be submitted in writing at a monthly meeting or to the Board of Governors.

Section 2. Members Must be Notified in Writing. All members must be notified in writing of the proposed amendment prior to the next monthly meeting after its introduction. The proposed amendments also must be posted on the Club Bulletin Board prior to the next monthly meeting after its introduction.

Section 3. Action Taken at Monthly Meetings. Actions on any proposed amendment must be taken at the monthly meeting following its introduction.

Section 4. No Amendment Without Two-Thirds Attendance. These By-Laws shall not be amended, modified, or repealed except by two-thirds of the members present at any monthly meeting.

Section 5. Three Copies. There shall be at least three copies of these By-Laws in the possession of the club at all times, one for the use of the Commodore, and two copies for general reference. It shall be the duty of the Secretary, when and as often as amendments hereto are lawfully made, to annex thereto, copies of such amendments; to the end that at all times there shall be at least three copies thereof, with all amendments affixed thereto, for the use of the Club.