

CONSTITUTION  
and BYLAWS of  
FANSHAWE YACHT CLUB

*Members' Reference Copy*

*Updated to April 2002*

TABLE OF CONTENTS

Article I	Name	Page 1
Article II	Objectives	1
Article III	Members and Associates	1
Article IV	Membership Application	2
Article V	Dues and Fees	2
Article VI	Resignations and Discipline	3
Article VII	Meetings and Notice	4
Article VIII	Order of Business	4
Article IX	Voting and Quorum	4
Article X	Nominations and Elections	5
Article XI	Board of Directors	5
Article XII	Officers and Standing Committees	6
Article XIII	Duties and Powers of Officers and Standing Committees	7
Article XIV	Financial	8
Article XV	Dissolution	8
Article XVI	Amendments to Bylaws	9
Article XVII	Burgee and Regalia	9
Article XVIII	Seal	10
Article XIX	Interpretation	10

BY-LAW No. 10

first passed February 1986  
amended in Articles XII and XIII, November 1993  
amended in Article XI, March 2001  
amended in Articles III and V, November 2001  
amended in Articles II, IV through XIII and XVI, April 2002

BE IT ENACTED as a by-law of FANSHAWE YACHT CLUB as follows:

Article I - Name

1.01 This Club is a Provincial Corporation without share capital and shall be known by the title of "Fanshawe Yacht Club".

Article II - Objectives

2.01 The objectives of Fanshawe Yacht Club shall be:  
S to provide facilities in which Members and the community may receive instruction in sailing skills  
S to encourage all phases of sailing activity on Fanshawe Lake  
S to promote a high standard of skill and seamanship in the handling of sail-craft  
S to secure honourable conduct in all activity and competition  
S to foster a friendly and co-operative spirit among its Membership and Association  
S to cultivate fraternal relationships with other yachting organizations  
S to perpetuate the tradition and fine spirit of the sport of yachting, and  
S to arrange, develop and maintain proper facilities for the recreation of its Members and Associates on a non-profit basis.

Article III - Members and Associates

3.01 Members and Associates of Fanshawe Yacht Club shall be persons of any race, creed or colour, of good moral character, who have been admitted to Membership or Association by the Board of Directors.

3.02 Members

The following categories are Members of the Club. These Members, while in good standing, shall have voting privileges at General Meetings and may be elected or appointed to Director positions:

- a) Owner Member: an individual aged 18 years or over, who is registered as an owner or part-owner of a sailboat used primarily on Fanshawe Lake;
- b) Sailing Member: an individual aged 18 years or over, who is not registered as an owner or part-owner of a sailboat used primarily on Fanshawe Lake but is actively sailing in boats on Fanshawe Lake and/or actively participating in the events of the Club;
- c) Student Member: an individual who qualifies as an Owner Member of the Club, but is less than 25 years of age and attends school on a full-time basis;
- d) Corporate Member: a Corporation that is an owner of a sailboat used primarily on Fanshawe Lake; a Corporate Member or its representative may not become a Director of the Club; the Corporation may name an individual to represent the Corporation at a General Meeting of the Club.

3.03 Associates

The following categories are Associates of the Club. These Associates shall not have voting privileges at General Meetings and may not be elected or appointed to Director positions:

- a) Crew Member: an individual aged 18 years or over, who is not registered as an owner or part-owner of a sailboat used primarily on Fanshawe Lake but participates regularly in Club activities as crew on a Member's boat;
- b) Family Member: an individual related to and domiciled with a Owner Member, Sailing Member or Crew Member in good standing;
- c) Honourary Member: a person granted the privileges of Association with the Club by the Board of Directors. The length of

term of an Honorary Membership should be specified by the Board at the time of granting the honour.

3.04 The quorum at a General Meeting or a meeting of the Board of Directors shall consist of the Owner Members present plus such lesser number of Sailing Members, Student Members and Corporate Members as may first register at the meeting. Further reference to Voting and Quorum is presented in Article IX.

3.05 Registered Sailboats:

- a) A sailboat registered with the Club shall have at least one Owner Member or Student Member registered as its owner. The maximum number of Owner Members and Student Members allowed for any one boat shall be limited to the number of official crew allowed in the particular class of boat according to the Class Association for that boat, but shall not exceed three;
- b) There shall be no limit on the number of sailboats that any Owner Member can register with the Club;
- c) Boats owned by the Club and by Corporate Members may also be registered with the Club;
- d) The privilege of using a Club-owned sailboat or a Corporate-owned boat periodically does not confer ownership for the purpose of this Article;

3.06 No Membership or Association shall be transferable.

3.07 Only Members in good standing shall have the right to fly the Club burgee on their boat(s). The burgee shall be flown from the head of the main mast.

3.08 Members and Associates shall be required to abide by the provisions of the By-laws of Fanshawe Yacht Club and the regulations of the Board of Directors. Members and Associates shall use best efforts in furthering the objectives of Fanshawe Yacht Club.

#### Article IV - Membership Application

4.01 Each candidate for Member or Associate shall complete an application form drafted from time to time by the Board of Directors. This application shall be completed, signed and submitted to the Membership Chair.

4.02 No application for Membership or Association shall be dealt with by the Board of Directors unless and until all provisions of this article have been met. Following consideration, receipt by the applicant of a covering letter will constitute admission or refusal of Membership or Association.

#### Article V - Dues and Fees

5.01 The annual dues and fees and the initiation fees shall be in such amount as may be determined from time to time by the Board of Directors and approved by a majority at any General Meeting of the Club. In the setting of Membership dues, special consideration shall be given to certain categories as determined by the Board of Directors.

5.02 There shall be no initiation fee or annual fees for Honorary Membership.

5.03 There shall be no initiation fee for a Crew Member or Family Member. There shall be no initiation fee for a Family Member becoming an Owner Member or Sailing Member. There shall be an initiation fee for a Crew Member, who has not previously been an Owner Member or Sailing Member, on becoming an Owner Member or Sailing Member.

5.04 The annual dues and fees shall be due and payable on the date prescribed each year by the Board of Directors and indicated on the Membership Application Form, for the next membership year following. Annual dues and fees received after the prescribed date shall entitle Membership or Association only for the balance of that membership year and shall not be prorated.

5.05 Members and Associates whose dues and fees, together with such late fees as may be prescribed, are not paid within one month of the due date prescribed each year on the Membership Application Form, shall be dropped from the list of current members, without notice. Such Members and Associates shall not receive further notices and mailings from the Club.

5.06 A Member or Associate in good standing, at the discretion of the Board of Directors, may be granted "Leave of Absence" for one Membership year, without penalty, following written application addressed through the secretary.

5.07 Evidence of Membership or Association and receipt for annual dues or fees in the Club shall consist of a current Membership card signed by the Membership chair.

5.08 Other articles notwithstanding, the extension of any Club privileges to any class of person, not in this By-law otherwise provided for, shall be subject to such fees for that class as may be prescribed from time to time by the Board of Directors and approved at a General Meeting. Where there is no fee prescribed, the Board of Directors may prescribe a fee which shall be valid until the next General Meeting.

#### Article VI - Resignations and Discipline

6.01 A Member or Associate may resign from Fanshawe Yacht Club by notifying the Secretary in writing. Such resignation shall become effective upon its receipt by the Secretary; however, the resigning Member or Associate shall remain liable for all debts and obligations owing by them to the Club.

6.02 The granting of full or partial Club privileges shall be subject to the right of the Board of Directors or its Appointee to suspend any Club privileges to any Member, Associate or guests until a complaint can be lodged as per Section 6.04 and a hearing held as provided in Section 6.05; but in no case shall any temporary suspension exist for more than one week from the time of the alleged infraction or infractions as covered in Section 6.03; nor shall any such temporary suspension be renewed for a complaint arising out of the same circumstances.

6.03 The Board of Directors, upon receiving and hearing a complaint in the manner prescribed in this Article, may take disciplinary action against any Member or Associate for:

- failure to discharge their obligations to Fanshawe Yacht Club
- acting contrary to the letter and spirit of the by-laws and regulations of Fanshawe Yacht Club or the laws or regulations in force at Fanshawe Lake
- acting contrary to the racing rules prescribed by this by-law in situations where such rules are applicable, or
- conduct unbecoming a Member of Fanshawe Yacht Club.

6.04 Any complaint arising out of Section 6.03 shall be in writing signed by the person making it and shall be addressed to the Board of Directors through the Secretary.

6.05 The Board of Directors shall grant a hearing to the Member or Associate against whom the complaint is made. After the hearing the Board shall have the power in its discrimination to:

- S dismiss the complaint
- S require that appropriate rectification of the wrong is performed by the accused Member
- S censure, remove from office, suspend or expel such Member or Associate, or
- S request such Member or Associate to resign. If, thirty days after written notice to resign is issued, the Member in question fails to tender a resignation, the Board may expel such Member without further notice or proceedings.

6.06 Any elected or appointed Officer or committee member may be removed from office for due cause by the Board of Directors providing Sections 6.03, 6.04 and 6.05 are followed.

6.07 Any person not a Member or Associate shall be subject to the discipline and control of the Board of Directors or its appointee acting in its or their absolute discretion.

6.08 Upon resignation, death or expulsion of a Member or Associate all rights and interest in Fanshawe Yacht Club or its properties shall cease.

6.09 There shall be no refund of dues or fees in whole or in part to any deceased, resigning or expelled Member or Associate or other person, after the beginning of the sailing season. Prior to that time, the amount of refund, if any, shall be determined by the Board of Directors.

#### Article VII - Meetings and Notice

7.01 The Annual General Meeting of Fanshawe Yacht Club shall be the first meeting of each calendar year, at a place, date and time designated by the Board of Directors. Written notice of the Annual General Meeting shall be given to all Members and Associates at least ten days prior to such meeting and shall specify the business to be transacted as well as the list of nominees for Directors during the forthcoming year as proposed by the Nominating Committee.

7.02 Regular General Meetings of the Club shall be held at least four times a year at such place, date and time as shall be designated by the Board of Directors. Notice of such regular meetings shall be given all Members and Associates at least ten days prior to such meeting and shall specify any proposed business to be transacted.

7.03 Special General Meetings of the Club shall be called at any time, place and date within thirty days following a request by the Commodore, the Board of Directors or by written request of five Members. Such request shall specify the purpose for which the meeting was called and at such a Special General Meeting only such business as is set forth in the notice shall be transacted. Notice of Special General Meetings shall be given to all Members and Associates at least ten days prior to such a meeting.

7.04 Notice of a General Meeting shall be given in writing to all Members or Associates by mailing such notice to the last recorded address on the books of the Club. If such mailing occurs one day prior to the day on which notice is required to be given, an entry in the minutes of the meeting that such notice has been mailed as aforesaid shall be prima facie proof of the same.

#### Article VIII - Order of Business

8.01 The order of business at a General Meeting (whether Annual, Regular or Special) of Fanshawe Yacht Club shall, to the extent applicable, be;

- S call to Order
- S circulation of attendance record
- S reading of the Notice of Meeting
- S agenda building
- S Minutes of the previous General Meeting and any subsequent Special General Meeting
- S business arising out of the Minutes
- S reports of Officers
- S reports of committees (except Nominating Committee)
- S unfinished business
- S report of the Nominating Committee
- S election of Directors
- S new business (must be specified in the Notice of Meeting)
- S adjournment

8.02 General Meetings shall be governed, as applicable, by Roberts Rules of Order, or a simplified version thereof.

#### Article IX - Voting and Quorum

9.01 Only Members in good standing shall be entitled to vote at any General Meeting of Fanshawe Yacht Club and shall cast one vote each on each question. At any General Meeting, any question may be decided by a show of hands, and in such an event a declaration by the Chair that a resolution has been carried or carried unanimously or by a particular majority or lost or not carried by a particular majority shall be conclusive evidence of such fact for the minutes except that prior to such a show of hands or immediately following the count, the Chair or any Member in good standing may require a ballot to be taken in which case the Chair shall act as scrutineer. Except where otherwise provided, business shall be transacted on a majority vote provided a quorum was present when such a vote was taken. In case of an equality of votes, the Chair shall have a second or casting vote.

9.02 Any Member may appoint any person to act as their proxy with some or all of their powers at a General Meeting or Meetings. The appointment shall be made in writing, be signed by the Member and be dated. The proxy shall expire one year from its date or as provided in the proxy itself, whichever is earlier. Also, it may be revoked in writing at any time. All proxies to be

used at a General Meeting shall be deposited with the Secretary forty-eight hours prior to such meeting, excluding Saturdays and legal Holidays.

9.03 Further to Section 3.04, at any General Meeting of Fanshawe Yacht Club a quorum shall consist of not less than ten percent of the voting Members, not including proxies. A quorum must be on hand for any General Meeting or such meeting shall adjourn to a later date.

9.04 If the quorum of any General Meeting is depleted by Members exiting the meeting, the meeting shall recess until the quorum can be re-established, or it shall adjourn until a later date.

#### Article X - Nominations and Elections

10.01 At each Annual General Meeting of Fanshawe Yacht Club there shall be elected from among the Members, by vote or ballot of the Members, the eight Directors forming the Board of Directors designated by Article XI hereof, providing the nominees for the offices as proposed by the Nominating Committee are set out in the Notice of Meeting or such nominees are proposed by petition as outlined in Section 10.03, below.

10.02 Persons elected according to Section 10.01 of this Article shall serve until the next Annual General Meeting or until their successors shall have been elected or appointed.

10.03 No Member shall be eligible for election as provided in Section 10.01 unless nominated by either the Nominating Committee or by petition in writing signed by a minimum of five Members in good standing filed with the Secretary not less than one day prior to the date of the Annual General Meeting. The Nominating Committee and any petitioning group shall provide written confirmation of the consent of their nominees to such nomination.

10.04 There shall be a Nominating Committee of three Members who shall each serve for three consecutive years. At each Annual General Meeting of the Club there shall be elected:

- a) one Member to serve for a period of three consecutive years
- b) such other Members as may be necessary to fill any vacancy occurring since the previous Annual General Meeting. Such Members shall hold office for the balance of the unexpired term of office of the Members whom they are replacing.

The duties of the Nominating Committee are listed in Section 13.07

#### Article XI - Board of Directors

11.01 The conduct of affairs of Fanshawe Yacht Club shall be managed by a Board of eight Directors (herein referred to as the Board of Directors). The Board shall:

- S establish the policy of Fanshawe Yacht Club
- S govern and regulate the operations, management and control of the Club and all Club activities
- S have control over all monies and assets belonging to Fanshawe Yacht Club

11.02 Without in any way limiting the generality of Section 11.01, the Board of Directors shall:

- a) have the power within its resources to appropriate such sums for such purposes as it may deem advisable in the interests of Fanshawe Yacht Club subject to the limitations of paragraph b)
- b) make and execute contracts and by resolution authorize any person or persons to make and execute on behalf of Fanshawe Yacht Club contracts and other documents in writing providing the liability of Fanshawe Yacht Club thereunder shall not exceed the amount of money which shall then be in the Treasury and not needed for the payment of prior liabilities. No expenditures of funds in excess of this amount shall be made except by authorization of a two-thirds favourable majority of Members present at a General Meeting of Fanshawe Yacht Club duly called for such purpose
- c) fill any vacancy in any elective office of Fanshawe Yacht Club and any person so appointed shall hold office for the balance of the unexpired term
- d) regulate the admission of Members and Associates, the requirements of Membership, the discipline, termination and forfeiture thereof and the expulsion and suspension therefrom; the same not to be inconsistent with Articles III, IV, V and VI of this bylaw

- e) regulate the extension of privilege for the use of the Club premises and the facilities thereof to Members generally, any other person or persons and to fix the terms and conditions from time to time upon which such privilege may be so extended
- f) when not inconsistent with the bylaws of Fanshawe Yacht Club, make or amend rules and policies and make delete rules for its own governance and fix and enforce penalties for violations of such rules.
- g) designate depositories in which funds of Fanshawe Yacht Club shall be kept and authorize from time to time one or more officers to transact on the Club's behalf all banking and financial business or any part thereof
- h) appoint all standing committees considered necessary including the chair of such committees and shall exercise supervisory authority over such committees and the Board of Directors shall have further powers to appoint committees for any purpose which it deems in the interest of the Club
- i) fix the amount of any Treasurer's or Officer's bond or liability insurance
- j) enforce the authority given to it under the bylaws of Fanshawe Yacht Club and to take such action as may be necessary to conserve the best interest of Fanshawe Yacht Club in accordance with the letter and spirit of its bylaws

11.03 The Board of Directors shall consist of eight Directors only, namely:

- Commodore \* (\* denotes Flag Officer)
- Vice Commodore \*
- Rear Commodore \*
- Fleet Captain \*
- Secretary
- Treasurer
- Chair, Nominating Committee
- Sailing School Director

In the case that the Sailing School Director is vacant, no other person shall be appointed to fill the Board vacancy.

11.04 The Board of Directors shall hold meetings at such times and at such places as it may designate, provided that a Board meeting shall be held at the written request of any Flag Officer or any two Members of the Board.

11.05 Notice of each meeting of the Board shall be given prior to the date of such meeting.

11.06 At a meeting of the Board, each Board member shall be entitled to one vote on each question and no vote shall be cast by proxy.

11.07 A quorum of the Board of Directors shall consist of four members thereof and except where otherwise provided business may be transacted on a majority vote provided a quorum is present when the vote is taken. In a case of an equality of votes the Chair shall have a second or casting vote.

11.08 A vote may be taken by a show of hands and in such an event a declaration by the Chair that a resolution has been carried or carried unanimously or by a particular majority shall be conclusive evidence of such fact except that prior to such a show of hands or immediately following the count any person entitled to vote may require a ballot to be taken.

11.09 On relinquishing any office held, a member shall turn over to their successor all documents, records, reports, files, communications, bank books, statements and other property or assets of Fanshawe Yacht Club of which they will have obtained possession or control by virtue of the office.

Article XII - Officers and Standing Committees

12.01 The Officers of the Club shall be as follows and they shall be elected as provided in Article X:

- i) Commodore
- ii) Vice Commodore
- iii) Rear Commodore
- iv) Fleet Captain
- v) Secretary
- vi) Treasurer
- vii) Chair, Nominating Committee
- viii) Sailing School Director

12.02 There shall be the following standing committees:

- i) Nominating Committee
- ii) Race Committee
- iii) Membership Committee
- iv) Sailing School Committee

Additional committees may be established by the Board of Directors from time to time as is suitable to the operation of the Club.

12.03 The Board of Directors shall appoint standing committee Chairs and such aides as may be required who shall perform such duties as shall be designated and who shall serve during its pleasure. No persons appointed under this Section shall become Members of the Board of Directors by virtue of such appointment alone.

#### Article XIII - Duties and Powers of Officers and Standing Committees

13.01 The Commodore shall be the ranking officer of Fanshawe Yacht Club and shall preside at all meeting of the Club and of the Board of Directors, shall be ex-officio a member of all committees thereof and shall perform such other duties as may be delegated by the Board. The Commodore shall be responsible for the proper administration of the affairs of the Club and for the observance by Members of the provisions of the bylaws of the Club and Club Rules and Policies. The Commodore shall command the fleet when, by general order, the boats of the Club are assembled.

13.02 The Vice-Commodore shall assist the Commodore in the discharge of duties and shall perform other such duties as may be delegated by the Commodore or the Board of Directors. In the absence or the inability of the Commodore, the Vice-Commodore shall perform the duties and exercise the powers of the Commodore.

13.03 The Rear Commodore shall assist both the Commodore and the Vice-Commodore in the discharge of their duties and shall perform such other as may be delegated by the Commodore or the Board. In the absence or inability of the Commodore and/or Vice-Commodore the Rear Commodore shall perform their respective duties and exercise their respective powers.

13.04 The Fleet Captain shall see that the fleet is in proper order at all times while moored, anchored or alongside and shall perform such other duties as may be prescribed by the Commodore or the Board.

13.05 The Secretary shall;

- a) give or cause to be given all notices required for meetings of the Membership or the Board of Directors
- b) attend all meetings of the Membership and the Board and enter or cause to be entered in books kept for that purpose minutes of all proceedings
- c) have custody of all books, papers, records, documents and other instruments belonging to the Club
- d) conduct all correspondence of the Club and keep a record thereof
- e) make a report at the Annual General Meeting and at such other times as required by the Commodore or the Board
- f) perform such other duties as may be delegated by the Commodore or the Board of Directors

13.06 The Treasurer shall;

- a) collect all monies due and payable to the Club or received by it in carrying out any Club activity and shall hold all monies and securities in the name of the Club as directed by the Board of Directors
- b) keep a true record of all monies and securities received and preserve proper vouchers for any expenditures. The Treasurer shall pay all bills approved by the Board or by an Officer or a committee or a committee chair who has contracted a bill by virtue of an appropriation by the Board
- c) maintain an inventory of all properties held by Fanshawe Yacht Club
- d) make reports to the Annual General Meeting and at such other times as required by the Commodore or the Board. Such reports shall include a written statement of the receipts and disbursements covering the period from the last to the same style of meeting and shall set out the financial condition including assets and liabilities and the nature of all financial transactions of the Club at the date of such report
- e) propose and submit to the first meeting of the Board after the Annual General Meeting, a budget of all expenditures for the coming year
- f) perform such other duties as may be delegated by the Commodore or the Board.

13.07 The Nominating Committee shall:

- a) select nominees for the eight Directors to be elected as provided in Article X hereof at each Annual General Meeting and submit such report to the Secretary at least three weeks before such meeting
- b) select at the same time annually a nominee for a three year term on the Nominating Committee to replace the retiring Member as provided in Article X hereof, such nominee to be included in the above report
- c) select at the same time annually a nominee who shall not be on the Board of Directors or a committee and who shall be licensed under the Ontario Public Accountants Act, to be appointed auditor

- d) recommend nominees for appointment to the Board to fill any vacancies arising during any executive year in any elective office
- e) place before the Board of Directors for consideration the names of persons to be appointed Honourary Associate Members

13.08 The Racing Committee shall:

- a) be responsible for the administrative conduct, direction and control of all races including the course layouts and the procuring, setting-out and maintenance of the marks. The Racing Committee shall provide any committee boats and be responsible for the appointment of any race judges
- b) decide all disputes relating to racing and its decision shall be based on the racing rules currently specified by the Club Racing Rules when applicable and otherwise on the Great Lakes Rules of the Road. It shall have the power to disqualify any vessel which shall have violated the above rules and in all such matters the decision shall be final
- c) maintain a detailed record of all its proceedings and of all races

13.09 The Membership Committee shall:

- a) maintain a record of the names, addresses, telephone numbers and boats owned, as supplied on the Membership forms
- b) distribute, or cause to be distributed, applications for renewal of Membership to all recorded Members and Associates no later than 31 January each year
- c) bill each Member and Associate each year for the ensuing year's dues and fees, and advise that they will be automatically dropped from Membership in accordance with Section 5.05
- d) process new Members and Associates in the prescribed manner
- e) make a report to the Annual General Meeting and at others as required by the Commodore or the Board of Directors

13.10 The Sailing School Committee is to oversee the Fanshawe Yacht Club Sailing School to ensure that it meets the highest standards while working within its approved budget.

#### Article XIV - Financial

14.01 The financial year of the Club shall end on the 31st day of December in each year.

14.02 Any person, whether a Member, Associate or a guest as a precedent to using any Club facility may be required to give Fanshawe Yacht Club a release from liability in such form as may be required by the Board of Directors.

14.03 Fanshawe Yacht Club hereby consents that each and every member of the Board of Directors of the Fanshawe Yacht Club and their heirs, executors, administrators, estate and effects shall from time to time and at all times be indemnified and saved harmless out of funds of the Fanshawe Yacht Club from and against all cost, charges and expense whatsoever, which such member of the Board of Directors sustains or incurs in or about any action, suit or proceeding which is brought, commenced or prosecuted against them for or in respect of any deed, act, matter or thing whatsoever made, done or permitted by them in or about the execution of the duties of office, and also from and against all other costs, charges and expenses which they sustain or incur in or about or in relation to the affairs thereof except such costs, charges or expenses as are occasioned by their own willful neglect or default. Similarly, committee members appointed under the authority of these bylaws shall be so indemnified.

14.04 The liquid funds of Fanshawe Yacht Club may be invested in any securities which are, at the time of acquisition, trustee securities or investments under the laws of the Province of Ontario.

#### Article XV - Dissolution

15.01 Upon the dissolution of Fanshawe Yacht Club any assets remaining after the payment and satisfaction of the debts and liabilities of the Club shall be transferred to an organization having objectives cognate or similar to the objectives of Fanshawe Yacht Club. Such organization or organizations shall be selected at a General Meeting of the Club.

Article XVI - Amendments to Bylaws

16.01 The Directors may pass new bylaws not inconsistent with the existing bylaws which shall be valid until the next General Meeting, at which the same must be approved by not less than two-thirds of the votes cast on a ballot to remain effective.

16.02 Subject to the procedure set out in this Article XVI, the bylaws may be amended by changing, deleting or adding to them, at any time and from time to time or a new bylaw adopted by the affirmative vote of not less than two-thirds of the votes cast on a ballot at a General Meeting of the Club.

16.03 Any Member may, by notice in writing filed with the Secretary twenty days prior to a General Meeting, propose an amendment to the bylaws or a new bylaw.

16.04 Notice of a proposed amendment or new bylaw shall set out in full the form of such proposed amendment and shall be given by the Secretary in the manner provided in Article VII hereof for a notice of meeting.

16.05 Amendments (hereafter referred to as sub-amendments) to a proposed amendment or new bylaw of which notice has been duly given may be proposed by any Member if submitted in writing to the Secretary not less than twenty-four hours prior to the date of the General Meeting at which such proposed amendment is to be considered.

16.06 Only proposed amendments or new bylaws of which notice has been given as provided in Section 16.03 and sub-amendments proposed as provided in Section 16.04 shall be voted upon at any General Meeting.

16.07 Votes cast by ballot shall be scrutinized by two Members appointed by the Chair at the time of the vote.

Article XVII - Burgee and Regalia

17.01 The Burgee of the Fanshawe Yacht Club shall be a triangular flag with the fly one and one-half times the hoist. The flag shall appear as though it were composed of a bright red dove-tailed flag (fly equal to ninety percent of the hoist) covering all but the extreme fly of a white triangular flag as above. There shall be centred on the red dove-tailed portion thereof a bold white "F" (height forty-five percent of the hoist). The following burgee diagram registers the proportions and dimensions to be used;

(Diagram included on original document, only)

Article XVIII - Seal

18.01 The Corporate seal of Fanshawe Yacht Club shall be in the form impressed hereon;

(Seal impressed on original document, only)

Article XIX - Interpretation

19.01 In all bylaws of Fanshawe Yacht Club where the context so requires or permits, the singular shall include the plural, and the plural the singular, the word "person" shall include firms and corporation and the masculine shall include the feminine and whenever reference is made to the "Corporation Act" it shall mean the Corporation Act (Ontario) as amended from time to time or any Act that may hereafter be substituted therefor.