

Constitution and By Laws

Approved by members September 3, 2015

Constitution & By-Laws

Article I – Name

- Section 1. The organization shall be known as the Nautical Nudist Dive and Boating Club, a Florida not for profit club.
- Section 2. The club logo shall be a compass rose with a silhouette of a nude couple in the center.
- Section 3. The club flag colors shall be yellow over blue diagonally with the club logo in the center.

Article II – Objectives

- Section 1. The objectives of the club shall be:

To encourage and promote participation in social nudism, diving, boating, and create a general feeling of enthusiasm for and knowledge of social nudism.

To promote social nudism through its members.

To organize and conduct diving and boating excursions for its members involving nudism whenever possible.

To organize and conduct other activities for its members.

Article III – Membership

- Section 1. Membership in this club is open to those persons interested in social nudism, diving, boating and other club sponsored activities.
- Section 2. Every applicant for membership shall complete the required application form for membership provided by the membership chairman and submit with the application all fees and dues currently prescribed by the By-Laws.
- Section 3. The application must also satisfy requirements as set forth in the By-Laws.

Article IV – Government

- Section 1. The club shall be governed by a Board of Directors consisting of the following elected officers: President, Vice President, Treasurer, and Secretary.

- Section 2. Robert's Rules of Order shall govern procedure at all meetings except as otherwise provided in the By-Laws.

Article V – Meetings

- Section 1. The following regular meetings shall be held as specified in the By-Laws.

Membership Meetings

Board Meetings

Committee meetings

Article VI – Amendments

- Section 1. Any proposed amendment to this constitution must be submitted in writing to the Board of Directors for presentation and reading at the next regularly scheduled membership meeting.
- Section 2. The complete membership must be notified in writing or email prior to the next regular meeting that a proposed amendment will be voted on at that meeting.
- Section 3. Such amendment shall be read and voted on at the next regularly scheduled meeting and shall be approved by an affirmative vote of 2/3 of the regular members in good standing present at the meeting, providing a quorum is present.

Article VII – By-Laws

- Section 1. By-Laws consistent with this constitution shall be established.
- Section 2. The provisions of any section of the By-Laws may be suspended for a single meeting by a 2/3 vote of the regular members present at the meeting, providing a quorum is present.

By-Laws

Article I – Membership

- Section 1. The classification of members within the club shall be as follows:

Regular – Those members in good standing who have been accepted for membership by the Board of Directors and are at least 18 years of age.

Associate – Those members in good standing who have been accepted for membership by the Board of Directors and are under the age of 18.

Honorary member – Given to a member of other organizations, businesses, and sponsors to allow them to attend meetings and participate in club events. Approval of at least one board member is required to grant Honorary Membership.

- Section 2. Dues

Annual dues for regular members (over the age of 18) shall be \$15 per person.

Annual dues for an associate member (under the age of 18) shall be \$5 per person.

Annual dues for a family (i.e., regular member and spouse/partner, \$25, family members under the age of 18 shall be considered associate members without having to pay the additional fee.

Annual dues for honorary members shall not be required.

- Section 3. The membership shall be for one year and renewable on the anniversary of their membership date of the following year.

Applicants should preferably be a member of a recognized nudist organization.

- Section 4. Admission, Suspension, and Reinstatement.

Acceptance for membership shall be upon presentation of the application by the Membership Chairman for review by the Board of Directors.

The Board of Directors shall also have the power to censure or suspend members for such causes as it may deem advisable by a unanimous vote of the Board of Directors, providing a quorum is present.

The Board of Directors shall also have the power to expel any member for such causes as it may deem necessary for the common good of the club.

Any member subject to censure, suspension, or expulsion shall have the right to appear in his own behalf before the Board of Directors.

The Board of Directors shall have the power to reinstate any suspended or expelled member.

- Section 5. Rights and Privileges of Members.

Regular members in good standing shall enjoy all rights and privileges of membership in the Club.

Associate and honorary members in good standing shall enjoy all rights and privileges of membership in the club excluding the right to vote, the right to hold office, and the right to share in the distribution of Club property in the event of dissolution of the Club.

- Section 6. The Board of Directors may regulate participation of Associate members in such club sponsored activities as may be deemed incompatible with their ability, experience or legal responsibility.

Article II – Meetings

- Section 1. General membership meetings of the Club shall normally be held the 1st Thursday of each month from January 1st to December 31.
- Section 2. The Board of Directors shall meet once each month or at the call of the President or any three members thereof.
- Section 3. Any change of meeting dates including those provided for in Article II, Section 1 deemed necessary by the Board of Directors will be announced 30 days prior to that date by a written notice or email to the membership.

Article III – Election Procedures

- Section 1. A Nominating Committee of Regular Members, including not more than one (1) member of the Board of Directors shall be appointed at the October meeting of the Board of Directors.
- Section 2. The Chairman of the Nominating Committee shall be designated by the Board of Directors.
- Section 3. The Nominating Committee shall select not less than one (1) nominee for each elected office. These nominations shall be accepted and announced at the regular membership meeting in November. The nominations for office shall be mailed or emailed to all Regular members.
- Section 4. Elections shall be conducted once a year at the membership meeting in December. The President shall read the nominations and then proceed to conduct the annual election. A simple tallying of votes will be used to determine the person elected. Absentee ballots and proxy votes are permitted. At the tallying of votes, four regular members who are not nominees shall tally the votes.
- Section 5. Nothing in this Article shall be construed as precluding nominations from the floor. These nominations may be made for each office at the regular membership meeting in October until the time of an election.
- Section 6. All officers shall assume the responsibilities of the respective office by next meeting following the elections.

Article IV – Officers

President

- Section 1. All officers shall hold office for the administrative year (12 months), or until their successors are duly elected or appointed as provided by these By-Laws. In the event

of any office becomes vacant for any reason whatsoever, the vacancy shall be filled forthwith by the Board of Directors.

- Section 2. Offices
- The President shall serve as the executive officer of the Club, preside at all meetings of the membership and Board of Directors, be an ex-officio member of all committees, call special meetings, exercise general supervision over affairs of the Club and perform such other duties as are ordinarily incumbent upon a President.

- Vice President
- The Vice President shall act for the President in the absence of the President, serve as administrative coordinator and shall supervise all business activities of the Club.

- Treasurer
- The Treasurer shall serve as the financial officer of the Club and will be responsible for the receipt, deposit, and disbursement of all Club monies, as well as the maintenance of all financial records in the form and manner prescribed by the Board of Directors. The Treasurer shall submit a tentative budget covering the current fiscal year at the call of the Board of Directors. The Treasurer shall be responsible for having the Club financial records complete for audit as of Dec. 31st. The audit shall be conducted by a committee appointed by the Board of Directors. The treasurer is authorized to make disbursements from the operating accounts for any expense up to \$100.00. Any single expense in excess of \$100.00 must be approved and signed by the President and approved by 2/3 vote of Board of Directors.

- Secretary
- The Secretary shall keep minutes of all regular membership meetings and Board of Director meetings in the manner and form prescribed by the Board of Directors. The Secretary shall inform the President of any necessary business which must be attended to at ensuing meetings and shall maintain all records of the Board and Committees of the President as well as the inventory of Club-owned equipment. The Secretary shall conduct such correspondence as may be required by the Board of Directors and shall maintain files of said correspondence. The Secretary shall notify each board member in writing/email of upcoming board meetings.

- In addition to the duties defined above, each officer shall be responsible for the preparation and maintenance of any records deemed necessary for that office, financial and general, in the form, manner, and frequency prescribed by the Board of Directors.

Such records shall be the considered property of the club and turned over to the preceding officer of their position.

Article V – Resignation & Suspension of Officers

- Section 1. Resignation shall be tendered in writing to the Secretary. It shall be read and acted upon at the next Board of Directors Meeting.
- Section 2. Any officer or director shall be subject to removal from office at any time, if their work is deemed to be unsatisfactory, or if they work in any way against or loses interest in the Club. Such a charge shall be read and discussed at a meeting of the Board of Directors. If it is established that an officer be removed, the charge shall be presented to the officer in the form of a motion and receiving a second shall lie over until the next Board of Directors meeting where it shall be discussed and voted. Dismissal from office shall require a majority vote by a 2/3 vote of the Board of Directors in attendance, providing a quorum is present. The officer or director subject to the charge shall not be eligible to vote.
- Section 3. Any board member who misses three (3) meetings in a row, or who has four (4) non-consecutive absences during a year of office, may be dismissed from the Board at its next meeting following the offense.

Article VI – Property

- Section 1. Each Club Officer, upon assuming office shall accept and be responsible for any property physically received from his predecessor. This property must be accompanied by an inventory from the outgoing officer with copies thereof embodied in the minute book. Discrepancies between physical and book inventory are to be brought to the attention of the Board of Directors.
- Section 2. Ownership of all assets is, and shall remain vested in the club.

Article VII – Directors

- Section 1. There shall be a Board of Directors which shall consist of the elected officers and the immediate Past President (only as an advisor). In the event of a vacancy for any reason whatsoever, such vacancy shall be filled by action of the Board of Directors, providing a quorum is present.
- Section 2. The Board of Directors shall control and manage the Club's activities, determine all policies, review all membership applications, discipline members, and generally supervise all affairs of the Club with the following limitations:

With the exception of any self-supporting function, any single expenditure from the general operating account in excess of \$500 must have prior approval by the membership at a duly called membership meeting following written notice/email to the membership.

Revenue from sources other than annual dues and membership fees may be raised or accumulated as determined by the Board, except that they shall not have the right to levy assessments.

- Section 3. The January Board of Directors' Meeting may be attended jointly by the past Board of Directors and the newly elected Board of Directors.

Article VIII – Committees

- Section 1. Standing Committees

Chairman of standing committees shall be nominated by the membership at a regular meeting by yeas/nays or appointed by the President subject to approval of the Board of Directors.

In addition to the duties defined below, each chairman shall be responsible for the preparation and maintenance of any records deemed necessary in that committee.

- Section 2. Standing Activities Committees directly responsible to the Vice President shall be as follows:

Membership

Event Coordinator

Social

Fundraising

Publicity

- Section 3. The Board of Directors shall determine the number and purpose of all other committees deemed necessary to the achievement of the objectives and purposes of this Club. Chairman of these committees shall be appointed by the President subject to the approval of the Board of Directors.

Article IX – Quorum

- Section 1. A quorum at a membership meeting shall consist of at least 10% of the voting members in addition to at least three (3) members of the Board of Directors.
- Section 2. A quorum at a Board of Directors meeting shall consist of at least three (3) members of the Board of Directors.

Article X – Compensation

- Section 1. Any member may be reimbursed for actual expenses accrued in behalf of the Club upon approval of the Board of Directors, provided that no member shall receive compensation beyond expenses for any service or act rendered in behalf of the Club. All expenses shall be submitted and verified to the Board in writing.

Article XI – Activity Policy

- Section 1. Duties of activity leaders (event coordinators)

All activity leaders must be willing to devote sufficient time and energies to their activity.

Tentative activity and budget financial figures must be presented to the Board for approval one month prior to the date on which deposits are due.

All monies and/or expense vouchers must be filed with the Treasurer within two (2) weeks of receipt.

- A final activity and financial statement is to be presented to the Board at the next meeting following the activity.
- Section 2. Deposits

All persons on activities requiring deposits must be members or guest of a member of the Club.

Only deposits received will reserve a space for an activity.

The deposit must cover all fixed nonrefundable cost of the activity.

Deposits for activities shall come from the particular activity fund and not from the general treasury whenever possible. Deposits shall be due prior to the date upon which an activity deposit submitted by the Club could be lost through individual cancellation.

The balance due from individuals on all activities shall be paid before the particular activity balance is due or one (1) month prior to the activity date, whichever comes first.

- Section 3. Deadline and Refund Policy
- Section 4. General
- Any revenues on activities shall be turned over to the Treasurer to be deposited into the clubs account unless the board of directors approves otherwise. Profit from club activities shall not benefit individuals nor shall be used for their benefit.

An activity can be canceled by the Club only upon the recommendation of the activity leader and a majority vote of the Board unless an unknown safety issue arises.

All associate members must be sponsored by an adult member on an activity.

Article XII – Dissolution

- Section 1. The Club may be dissolved by appropriate court proceedings taken, upon an affirmative vote of 3/4 of all voting members.

- Section 2. Upon dissolution, the property of the Club both real and personal after payment of all debts, the balance shall be divided equally among the Regular Members in good standing.

Article XIII – Amendments

- Section 1. Amendments to these By-Laws may be made only upon submission of a motion in writing at a regular meeting, properly signed by the mover and seconded. It shall be read to the membership by the President. The membership must be furnished with a copy of any proposed amendments at least one (1) week in advance of the duly called membership meeting at which the proposed Amendment(s) will be voted upon.
- Section 2. A majority of votes cast shall be required for Amendment approval, providing a quorum is present. Absentee and proxy ballots are permitted. E-mailed ballots are permitted for all voting.