



OFF SOUNDINGS CLUB

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Subject: Report of the Committee to Review the Constitution
and By-Laws

1. The Committee met on January 4, 1983 to review the proposal to add the Race Committee Chairman to the list of Officers and to the Board of Governors, and to review the Constitution and By-Laws for the purpose of identifying other needed changes.
2. The proposal to add the Race Committee Chairman to the list of Officers and to the Board of Governors is recommended for approval. To accomplish this, the following changes to the Constitution are necessary:
 - a. In the following places, add "Race Committee Chairman," after "Race Secretary,":
Article IV, Officers, Section 1
Article VI, Governors, Section 1
Article X, Elections, Section 1
 - b. In Article VIII, Standing Committees, delete mention of the the Race Committee Chairman and transfer the words, slightly rewritten, to Article V, Duties of Officers, because the chairman is no longer appointed by the Commodore, but is now an elected Officer. In Article VIII, Section 1, delete "the Race Committee,". Delete Section 3 entirely and renumber Sections 4 and 5 to Sections 3 and 4.
 - c. Add new Section 7 to Article V, Duties of Officers (taken in essence from the deleted Section 3 of Article VIII), and renumber Sections 7 and 8 to Sections 8 and 9:
"Section 7 -- It shall be the duty of the Race Committee Chairman to appoint as many members to this committee as he deems advisable for the proper conduct of our races. Members of the Race Committee need not be members of the Off Soundings Club. This committee shall provide suitable starting and finish lines and shall supervise starts and finishes of each race. It shall determine the results of each race as promptly as possible after its completion and immediately turn such information over to the presiding officer present."
3. With the above change, there will be 14 Governors on the Board. It is proposed to increase its quorum to five:
In Article VII, Section 1, change "Four..." to "Five...".
4. There is an inconsistency in the stated and actual duties of the Secretary and the Clerk. It is proposed to rewrite

Sections 4 and 5 of Article V as follows:

"Section 4 -- It shall be the duty of the Clerk to keep the corporate papers current and on file."

"Section 5 -- It shall be the duty of the Secretary to keep the minutes of the meetings of the club and of the Board of Governors in books provided for that purpose and to have custody of those books. He shall have custody of all reports and documents connected with the proceedings of the club. It shall be his duty to keep a correct roll of members, together with the dates of their election, to give notice of meetings of the club, and in the case of special meetings, to state the business intended."

5. It was noted that, while the Historian is included as an Officer, in Article IV, Section 1, his duties have not been listed in Article V. It is proposed to correct this oversight by adding a new section to Article V:

"Section 10 -- It shall be the duty of the Historian to keep the historical records of the club on file in a safe repository."

6. To clear up potential ambiguities in Section 3 of Article X, it is proposed that that section be rewritten as follows:

"Section 3 -- Any vacancy among elective officers shall be filled by vote of the Board of Governors until such time as his successor is duly elected."

7. In the By-Laws, Article III, Section 4, the description of the Race Committee flag omits the foul anchor in red. It is proposed that the following change be made:

Change "...two letters RC in the center in white." to read "...two letters RC in white on either side of a foul anchor in the center in red."

8. In the By-Laws, Article IV, Section 2 prohibits the club burgee from being flown from a power boat. A year ago, we passed a resolution authorizing race support craft to fly the burgee when in service to the club. To cover this, and to allow EMPRESS to fly the burgee when in our service, the following is proposed to be added at the end of Section 2:

"or from a power boat which is under the direction of the Race Committee Chairman."

Committee to Review the
Constitution and By-Laws

Richard H. Roberts, Chairman
Donald P. Robinson, Member
William L. Ames, Member
Richard W. Woolworth, Advisor