

Northern California/Lake Tahoe Chapter

The Antique and Classic Boat Society, Inc.

BY-LAWS

Revised & Ratified January 9, 2016

Pursuant to Article III. A. of its Constitution, the following By-Laws are established for the Northern California/Lake Tahoe Chapter of The Antique and Classic Boat Society, Inc., hereinafter referred to as the Chapter.

ARTICLE I: OFFICERS

A. The President shall:

1. be the chief executive officer of the Chapter.
2. preside at all meetings of the Board of Directors and at the Annual Membership Meeting.
3. manage the business of the Chapter.
4. insure that all orders and resolutions of the Board of Directors are carried into effect.
5. designate from among the members of the Board of Directors, an Executive Committee, which shall consist of all present Officers and Past President of the Chapter.
6. communicate quarterly to membership by writing "The President's Message" in *Western Wood*, the Chapter newsletter.
7. monthly, sign and mail a "Welcome Letter" to new members; to be supplied by Membership Chairperson.
8. in January, submit a Chapter Status Report to ACBS International which is prepared by the Immediate Past President with information furnished by the Treasurer.
9. be mentor and advisor to all committees except Nominating Committee.

B. The 1st Vice President, shall:

1. have the powers and functions of the President in the absence of the President.
2. perform such duties as the President may direct and the Board of Directors may prescribe.
3. be a non-voting member of the Financial Committee
4. be a non-voting member of the Philanthropy Committee
5. perform other duties as defined by resolution.

C. The 2nd Vice-President shall:

1. perform such duties as the President may direct and the Board of Directors may prescribe.
2. perform other duties as defined by resolution.

D. The 3rd Vice-President shall:

1. perform such duties as the President may direct and the Board of Directors may prescribe.
2. perform other duties as defined by resolution.

E. The Secretary shall:

1. attend all meetings of the Board of Directors.
2. accurately and fully record the minutes of Board of Directors meetings into a book to be kept for that purpose.
3. issue minutes of the Board of Directors meeting promptly after its conclusion.
4. insure that all documents and records of the Chapter, as required by law or otherwise, are retained in a proper and safe manner for future reference.
5. perform such other duties as the President may direct and the Board of Directors may prescribe.

F. The Treasurer shall:

1. maintain custody of the Chapter funds and securities.
2. maintain full and accurate records of receipts and disbursements of the Chapter's funds in accordance with generally accepted accounting principles.
3. deposit all funds and other valuables in the name and to the credit of the Chapter, in such depositories as may be designated by the Board.
4. disburse the funds of the Chapter.
5. prepare financial statements of the Chapter in accordance with generally accepted accounting principles for review at Board of Directors meetings and whenever such statements may be specially required.
6. render to the President and Board, at the Board of Directors meetings, or whenever they require it, an account of all transactions and of the financial conditions of the Chapter.
7. submit a written financial report of the previous year's income and expenses, together with a proposed budget containing an itemized estimate of revenue and expenses for the ensuing year, to be presented at the first Board of Directors meeting following the Annual Membership Meeting.
8. in January, submit to Chapter President, a Chapter status report.
The report, addressed to the ACBS International President, will include:
 - a. summarize the health of the Chapter.
 - b. highlight significant achievements of the year.
9. maintain Chapter Tax Records and Corporate Books.
10. establish an account for the purpose of separating operations funds from philanthropic Endowment funds.
11. establish an investment vehicle and criteria for philanthropic investments.
12. Be the chairperson for the Finance Committee

ARTICLE II: DIRECTORS

- A. All Directors must have attained the age of 18 years and be voting members in good standing of the Chapter.
- B. Directors shall be responsible for the areas of activity as may be assigned to them by the President.
- C. Directors shall not be compensated for their services to the Chapter, but may, by resolution of the Board of Directors, be reimbursed their actual expenses, incurred in executing their duties on behalf of the Chapter.
- D. If the Board of Directors requires it, any director of the Chapter shall execute to the Chapter a bond in the sum and with such surety or sureties as the Board may direct, conditioned upon the faithful performance of the Director's duties to the Chapter and including responsibility for negligence and for the accounting of all property, funds and securities of the Chapter which may come into such Director's hands.

ARTICLE III: DIRECTORS AT LARGE

- A. The five (5) Directors at Large shall be:
 - 1. Immediate Past President who shall:
 - a. serve as chair of specific committees as agreed upon by the President and Board of Directors in a resolution each year.
 - 2. Director of Information Services who shall:
 - a. maintain the Chapter's database.
 - 3. Director of Philanthropy (Fund Development, Investment, Disbursement) who shall:
 - a. create community goodwill through philanthropy.
 - b. establish and maintain policies and procedures for gifting of philanthropic funds.
 - c. be responsible for fund development to enhance the corpus of the Endowment.
 - 4. Western Wood Editor who shall:
 - a. produce and distribute a high quality quarterly publication that serves as the Chapter's primary internal communication channel.
 - 5. Director of Advertising who shall:
 - a. solicit, bill and coordinate advertisements for *Western Wood* with the goal of covering the entire cost of production and mailing.
 - b. solicit, bill, and coordinate advertisements for the Chapter Directory.

ARTICLE IV: COMMITTEES

- A. The President of the Chapter shall serve as Chairman of the Board of Directors by virtue of that office, and shall also be an ex-officio member of all committees except the Nominating Committee. The President shall neither be an ex-officio member of the Nominating Committee nor otherwise serve on that Committee.
- B. Committee chairs shall present written committee reports to each Board of Directors meeting and to the Annual Membership Meeting. Such reports shall be passed on to the incoming President to be distributed at the January Board of Directors meeting.
- C. Each Event Chairperson shall have the responsibility to deliver all monies and accounting of the Event to the Treasurer.
- D. Written records of all of the Board of Directors meetings and the Annual Membership meeting shall be kept by the Secretary as permanent records of the chapter, and read for corrections, additions, and approval at either the next Board of Directors meeting or the next Annual Membership Meeting, as appropriate.
- E. As a minimum, the Chapter shall have the following Standing Committees:
 - 1. Annual Membership Meeting Committee shall:
 - a. have responsibility for all matters pertaining to the production of said meeting.
 - 2. Constitution and By-Laws Committee shall:
 - a. update and maintain the two documents that govern the Chapter's operations.
 - b. insure that Board of Directors meetings, Annual Membership Meeting and Executive Committee meetings are conducted in accordance with the Chapter's Constitution and By-Laws.
 - 3. Insurance Committee shall:

- a. define current plan and communicate to Board of Directors.
- b. investigate Chapters needs and make suggestions to the Board of Directors.
4. Long Range Planning Committee shall:
 - a. be responsible for developing, implementing, and monitoring intermediate (3-5years) and long range (5-10 years) plans for the Chapter to insure it's continued growth, health and longevity consistent with the Chapter Purposes.
5. Membership Committee shall:
 - a. collect and mail all new membership forms and collected monies to ACBS International. Membership in the Chapter shall run on a calendar year basis, except that new membership dues collected after September 1 will cover the remainder of that calendar year and all of the following calendar year.
 - b. report current number of memberships at the Board of Directors meetings.
 - c. upon receipt of ACBS International monthly report, will, within 48 hours, forward the membership disk to Information Services Chair and checks to the Treasurer.
 - d. have membership applications available at selected events.
6. Nominating Committee shall:
 - a. provide a slate of qualified candidates for election to the Board of Directors including Directors at Large.
 - b. consist of three members, established by the President shortly after each Annual Membership Meeting. The committee shall be derived as follows:
 - 1) The President shall appoint one member from the three most recent past President's, who shall serve as Chairperson.
 - 2) The President shall appoint a second member from the Board of Directors providing that individual's term will not expire in the year ahead.
 - 3) The two above appointees shall then select a third member from the ranks of past or present members of the Board of Directors.
 - c. make its report, consisting of a full slate of nominees for vacant offices, along with a biography of each candidate, to the Board of Directors at the last regularly scheduled meeting prior to the Annual Membership Meeting.
 - d. propose a slate of nominees for all vacant offices shall be voted upon for approval by the Board of Directors. In the event a candidate is not approved, the Nominating Committee shall be prepared to present another candidate. The names of nominees and the positions for which they are nominated shall be published in the notice of the Annual Membership Meeting sent to each member.
7. Historian and Archivist Committee shall:
 - a. preserve and document important and relevant donations of historical material.
 - b. record activities of Chapter events.
 - c. create and maintain a library of selected historic information about the Chapter.
8. Past Presidents Council shall:
 - a. contribute their wise counsel to the Board of Directors on projects as requested by the President.
 - b. consist of all Past Presidents.
9. Education, Safety, and Community Service Committee shall:
 - a. identify, discuss and make suggestions to the Board of Directors regarding any safety concerns.
 - b. insure the ongoing education of the antique and classic boating community and the public at large at major Chapter events.
 - c. communicate and promote safe use and operation of all water craft, marine engines, and outboard motors to the Chapter's membership.

- d. coordinate activities with the Special Events Chairperson.
- 10. Ship's Store Committee shall:
 - a. work with individual Event chairs upon their request.
 - b. order, price and inventory merchandise.
 - c. submit a written report to the Treasurer two (2) weeks prior to each Board of Directors meeting.
- 11. Events and Budget Committee shall:
 - a. oversee all Events and their budgets.
- 12. Special Events Chairpersons, shall:
 - a. plan and oversee Events for the Membership and the public as defined by resolution.
 - b. submit a budget to the Treasurer prior to the Event.
 - c. submit an accounting of the Event to the Treasurer after the Event and maintain written procedures of the Event to be passed on to the next Event chairperson.
- 13. Parliamentarian shall:
 - a. be familiar with Roberts Rules of Order, Newly Revised.
 - b. insure that Board of Directors and the Annual Membership Meetings are conducted in accordance with Roberts Rules of Order, Newly Revised.
 - c. bring a copy of Roberts Rules of Order, Newly Revised (or the current edition) to each Board of Directors meeting.
- 14. Website Operations Chair shall:
 - a. manage all activities associated with the Chapter's website, including:
 - 1) developing and maintaining a high quality website that optimizes the Chapters exposure to members and the general public.
 - 2) developing secure and economical methods for expediting receipt of new memberships.
 - 3) maintaining an enhanced Trading Dock on the website.
 - 4) coordinating website links with other organizations.
 - 5) post *Western Wood* on the website.
- 15. Port Captain shall:
 - a. secure and maintain the location of the Chapter Trailer.
 - b. be sure that the Chapter Trailer is available to all appropriate Events.
 - c. maintain a written physical inventory of the Trailer's contents after each use (preferably using a computer program so it can be distributed easily as needed).
- 16. The Finance Committee shall:
 - a. Assist the Treasurer in all financial matters of the Chapter
 - b. Monitor the income / expenditures of the Chapter's events
 - c. Assist in the selection of investment vehicles for the Chapter

ARTICLE V: MEMBERSHIP

A. Dues:

- 1. shall be paid annually to ACBS International headquarters as prescribed. Chapter dues are forwarded to the NC/LT Chapter from ACBS National headquarters.
 - a. All Annual Members must be members of ACBS National to be enrolled as an Annual Member in NC/LT ACBS.
 - b. An Annual Membership is defined as an individual or a family. All members of a primary family may enjoy the Rights and Privileges of membership as may an individual.
 - c. All Associate Members do not need to be members of ACBS National to be a member of NC/LT ACBS.
 - d. Non-payment of ACBS National and NC/LT ACBS dues forfeits membership.

B. Rights, Privileges and Responsibilities

1. All Members shall have the right to attend all Chapter Board meetings, as well as all Chapter functions and events.
2. All Annual Members shall enjoy the right to vote at the Annual Membership meeting held in November of each year. Associate Members have no such right.
3. All Annual Members over 18 years of age have the right to serve on the Chapter Board of Directors, as Directors at Large and as Committee members.
4. All members have the responsibility to conduct themselves at all meetings, events and functions in a manner consistent with the Chapter Mission and Philosophy.

C. Benefits

1. All members will receive a Directory listing all members and their boats from ACBS National.
2. All members will receive the ACBS National magazine, *The Rudder*.
3. All members will receive the quarterly magazine of the NC/LT Chapter, *Western Wood*.
4. All members will receive invitations/notifications of all NC/LT Chapter events.

ARTICLE V: MEETINGS

A. In addition to the meetings as specified under the Constitution:

1. the Board of Directors shall meet upon the request of any four of its members, or upon written petition of at least ten percent (10%) of the voting membership. The request shall also state the purpose or purposes of the proposed meeting.
2. the Annual Membership Meeting of the Chapter shall be held in October or November, with at least thirty (30) days prior notice of time, place and date being sent to each member at the address on file.
3. Directors may use phone or Web conferencing to attend a board meeting, as long as the provisions of the California State Code Section 5211 are adhered to.

ARTICLE VI: FINANCE

- A. The disbursing of the funds of the Chapter shall be done by check, carrying the signatures according to the following schedule:
 1. for amounts of four thousand nine hundred-and ninety nine (\$4,999) or less, the signature of the Treasurer, President *or* Immediate Past President shall be required.
 2. for amounts of five thousand (\$5000) or more, the Treasurer, *and* the President or the Immediate Past President shall be required.
- B. In specific instances the President may waive the above requirements for good cause with the approval of the Board of Directors or, if unavailable, the consensus and approval of the Past President's Council.
- C. The signature card at the institution which holds our funds, shall be updated upon the election of a new President and/or Treasurer.
- D. The Board of Directors may, from time to time, direct that an independent audit of the financial books and records of the Chapter be made upon a resolution being adopted stating the same. Thereupon, the Past Presidents Council shall select a qualified auditor or accountant who shall promptly make such an audit, and report the results thereof to the Board of Directors.
- E. For general expenditures, all Officers, Directors and Committee Chairpersons must first get

approval from the Board of Directors for any expenditure of \$1,000 or more.

- F. For all Events, budgets created by Committee Chairs will be submitted in writing to the Board of Directors and approved after which expenditures may be made.

REVISION HISTORY:

Revised and Ratified October 7, 2007

Revisions to Art. I,III,IV,V, & VI, added Appendices A & B Adopted January 9, 2016

Appendix A
The Northern California/Lake Tahoe Chapter of ACBS
Philanthropy Committee Charter

PURPOSE: To support the philanthropic endeavor of the ACBS NC/LT Chapter Mission Statement.

MISSION: To help fund not-for-profit and 501c3 organization that are in support of our purpose; sharing knowledge and education of our core endeavor, that of preserving, restoring, and retaining the heritage of antique and classic boats.

FUNDS:

1. Annually, or at more frequent intervals, the ACBS NC/LT Board of Directors may designate a portion of the Chapter's unrestricted net assets to function as Endowment. The ACBS NC/LT Board of Directors retains the right to restore previously designated funds to the status of unrestricted net assets at any time they deem it to be in the best interest of the Chapter.
2. Future funds will be generated from excess revenue (unrestricted net assets) and tax deductible contributions as well as fund raising events.
3. All fund raising in chapter and/or public must be ACBS NC/LT Board of Directors approved.

PHILANTHROPY COMMITTEE:

1. The Philanthropy Committee shall consist of six members: the Director of Philanthropy, a Past President of the ACBS NC/LT Board of Directors in good standing, the current Treasurer, the current First Vice President of the ACBS NC/LT Board of Directors, a current member of the ACBS NC/LT Board of Directors, and a member at large in good standing of at least five (5) years.
2. The purpose of the Philanthropy Committee shall be to accept grant requests, oversee the disbursement of funds, approving all fund-raising event proceeds and to manage, with direction from the Treasurer, the Endowment.
3. Committee members shall be appointed by the Director of Philanthropy with Philanthropy Committee approval as well as the ACBS NC/LT Board of Directors approval. Committee members may serve no more than five (5) one (1) year consecutive terms with the exception of the Director of Philanthropy whose term is determined by the ACBS NC/LT Board of Directors, and the current Treasurer who will remain on the Committee throughout his/her term. Each year, one member shall be rotated off the Philanthropy Committee. It is commended that the Treasurer and the Director of Philanthropy not be replaced in the same year.

FUND DISBURSEMENT

1. The disbursement of funds shall be from the income of the corpus of the Endowment and not affecting the corpus itself.

2. The Philanthropy Committee shall, on a yearly basis, make requests to organizations to submit grants and requests for funds from the-Endowment.
3. The Philanthropy Committee may, on a yearly basis, grant funds to worthy organizations that will benefit causes that meet the Philanthropy Committee's criteria with ACBS NC/LT Board of Directors approval.

FUND RAISING:

1. The ACBS NC/LT Chapter may have a fund raising event to fund a specific cause over and above that of the earnings distribution from the Endowment, with ACBS NC/LT Chapter Board of Directors approval.
2. The ACBS NC/LT Chapter at its Annual Membership Meeting may have a silent and/or live auction each year with the earnings divided 50% to the corpus of the Endowment and 50% to a designated non-profit which the Philanthropy Committee with ACBS NC/LT Chapter Board of Directors approval has chosen and announced before the Annual Meeting.
3. No other fund raising will be done by the ACBS NC/LT, its Committees, or Officers unless authorized to do so by the ACBS NC/LT Board of Directors.
4. Donations are the responsibility of the Philanthropy Committee and shall be deposited into the Endowment as Restricted funds.

FUND INVESTMENT

1. The Investment Committee will consist of the Philanthropy Committee.
2. A semi-annual Philanthropy Committee report will be made to the ACBS NC/LT Board of Directors by the Director of Philanthropy. An Annual Report will be made to the entire membership as to the status of the Endowment to include receivables, disbursements, and investments. It is recommended that the annual Philanthropy report be published in the Chapter newsletter, Western Wood, and/or posted to the ACBS NC/LT website for membership review.
3. The Treasurer will invest and be responsible for the Endowment with Philanthropy Committee approval.

Revision History:

Founded January, 2003
Adopted July 10, 2005
Revised April 2, 2006
Revised January 12, 2008
Revised January 10, 2015
Revised August 9, 2015, approved by BOD January 9, 2016

Appendix B

Antique and Classic Boat Society Northern California/Lake Tahoe Chapter

Endowment Policy and Criteria for Endowment Distribution(s)

The Antique and Classic Boat Society (ACBS) consists of 8,000+ member families internationally. Its mission is to bring together people with a common interest in historic, antique and classic boats for the purpose of sharing information, experiences and ideas. It is a primary focus for each of its members to protect the heritage of boating by promoting the preservation, restoration, and safe use of antique and classic boats.

The Northern California/Lake Tahoe Chapter, ACBS (ACBS NC/LT), a 450+ member family Chapter, is organized under Section 501(c)3 Corporation of the Internal Revenue Service code as a non-profit Corporation with a Philanthropic Endowment. Our philanthropic mission statement is as follows:

“To help fund not-for-profit and 501c3 organizations that are in support of our purpose; sharing knowledge and education of our core endeavor, that of preserving, restoring, and retaining the heritage of antique and classic boats.”

The Philanthropy Committee will meet once each year in mid-October to review grant requests. The funds available for grants are the result of the investment income from the corpus of the Endowment. Total available funds for granting each year will be no more than 5% of the trailing 12 month average investment (asset base). Grants approved by the Philanthropy Committee will be brought to the ACBS NC/LT Board of Directors for approval at its Annual meeting held in November each year.

Grants will be acknowledged within 2 weeks of Board approval to each recipient. The grant will be delivered and a presentation and photograph will be requested.

Any Chapter event which intends to grant monies from the profits of that event must present their request to the Philanthropy Committee for processing several months prior to the event. Processing includes Philanthropy Committee approval and then formal recommendation to the ACBS NC/LT Board of Directors for their approval prior to the event.

Criteria for Endowment Distribution(s)

- Requestor must be a 501C3 or similar not-for-profit organization.
- The requesting organization must make a formal request by completing the ACBS NC/LT grant application. Organizations may download a copy of the grant application at the ACBS NC/LT web site, www.acbs-tahoe.org,
- Current policy is for grants not to exceed \$1,000. Exceptions can be requested per the format of a particular event.

- Preference will be given to organizations that support youth with a focus on water, environment, woodworking, restoration, or related activities.
- Preference will be given to organizations that support our events through the use of their facilities and/or their volunteers.
- Organizations that directly or indirectly support the use of, maintenance or restoration of, antique and/or classic boats are welcome to apply.
- Other community based not-for-profit organizations that have a tie to ACBS members may apply.
- Both yearly sustaining grants and capital grants will be considered.
- Organizations may apply in multiple years, but no organization will be considered for a guaranteed multiple year grant.

Revision History:

Adopted January 12 2008

Revised 8.09.2015, August 9, 2015; Approved by BOD January 9 2016