

BYLAWS OF THE LAKEWOOD YACHT CLUB, INC

ARTICLE I

The name of this organization shall be: LAKEWOOD YACHT CLUB, INC.

ARTICLE II

Purpose.

This organization shall be a mutual benefit nonprofit corporation as defined in the Oregon Nonprofit Corporation Act.

ARTICLE III

Membership.

Section 1.

a) Application for membership shall be submitted to the Secretary-Treasurer of the corporation and shall be accompanied by the membership and initiation fees.

b) Any person shall be eligible for membership in this corporation who shall own, rent, or lease and permanently reside within the boundary as set forth in the grant of the easement in Book 283, pages 41-45, deed records of Clackamas County.

Section 2.

a) Members may be suspended or expelled by the officers and directors of the corporation, for any reason deemed sufficient by the officers and directors, in accordance with these bylaws and the Oregon Nonprofit Corporation Act.

The Officers and directors shall have exclusive discretion to determine whether suspension or expulsion is justified subject to reversal by the membership when appeal is made under Article II, section 2, paragraph (b).

The suspension or expulsion of a member shall be given in writing not less than 30 days prior to the suspension or expulsion date and include the reasons therefore. The notice shall also notify the member that the Board of Directors is the authority to decide upon the suspension or expulsion. The notice shall be delivered to the member personally or by certified mail to the last address of the member shown on the corporation's records.

The member shall have an opportunity to appeal. The appeal shall be submitted not less than 15 days before the effective date of the suspension or expulsion notice.

b) Except when a suspension or expulsion is for nonpayment of the dues of assessments, the member may appeal the suspension or expulsion to the membership at an official meeting. The suspension or expulsion shall be final if the appeal does not receive at least a two-thirds affirmative vote of the membership present.

c) A member who has been expelled or suspended shall remain liable to the corporation for any dues, assessments, or fees as a result of obligations uncured by the member prior to the suspension or expulsion.

Section 3.

A member in good standing is a member that fully complies with the Bylaws and membership resolutions of the corporation. A member in good standing shall pay and keep current all membership fees, dues, assessments and other obligations as officially assigned by the Corporation.

ARTICLE IV
Board of Directors

Section 1.

The Board of Directors shall consist of the Commodore (President), Vice-Commodore (Vice-President), the Secretary-Treasurer, and two Directors, each to serve a term of two (2) years.

Section 2.

Election of the Officers shall be held at the first regular meeting of every alternating year. All officers shall hold office until their successors have been duly elected.

Section 3.

The Commodore shall be the principal executive officer of the organization. He/she shall preside at all meetings of the organization and shall have general supervision of the interests and business of the organization. He/she shall appoint all committees and be a member, ex-officio, of all committees.

Section 4.

The Vice-Commodore shall, in the absence of the Commodore, perform the duties of the Commodore as outlined in Article IV, Section 3, and perform such other duties assigned by the Commodore or the Board of Directors. The Vice-Commodore shall serve as Boatmaster and shall maintain a mooring schedule for all boating facilities, assign/manage moorings, and coordinate related activities.

Section 5.

a) The Secretary-Treasurer shall attend and keep the minutes of all official meetings of the organization. He/she shall be responsible for all correspondence, accounting, and all other records of the organization and shall generally be subject to the supervision and direction of the Board of Directors.

b) The Secretary-Treasurer shall be responsible for all funds of the organization. He/she shall collect all monies accruing from fees, dues, and assessments. He/she shall keep all funds of the organization as designated by the Board of Directors. Withdrawals shall be signed by the Secretary-Treasurer or by the Commodore.

Section 6.

The Board of Directors shall have the power to remove any officer with just cause. Officers may also be removed by a two-thirds majority vote of those members present at any official meeting.

Section 7.

If any office becomes vacant, the Board of Directors shall have the power to fill the vacancy for the remainder of the term.

Section 8.

The Board members may, but are not required to be, the same individuals as are officers of the corporation filing with the State of Oregon.

Section 9.

The Board of Directors shall hold annual meetings, which may be immediately after the annual meeting of the membership. The Commodore shall call all special Board meetings, a majority of the Board attendance shall constitute a quorum.

ARTICLE V
Membership Meetings.

Section 1.

An annual meeting of the membership shall be held no later than May 15th. The Secretary-Treasurer shall give notice of the annual meeting to members at least fourteen (14) days prior to the meeting date.

Section 2.

Special meetings shall be called by the Commodore as directed to do so by the Board of Directors or upon written request of ten (10) members. The Secretary-Treasurer shall give notice of any special meeting to each member specifying the time, place, and purpose at least five (5) days prior to such meeting.

Section 3.

Those members present at a meeting shall constitute a quorum at any regular or special meeting. A majority in attendance shall decide any question brought before the meeting and in accordance with the Bylaws.

Section 4. Notices

Notice of the annual meeting and any special meetings shall be made to the last known address of each member by mail, email, fax, or delivery.

ARTICLE VI
Corporation Business.

Section 1.

The fiscal year shall commence January 1 and end December 31.

Section 2.

- a) Existing membership fees, dues, and assessments can be modified by a majority of the members at the annual meeting or thereafter at any special meeting called for the purpose of discussing fees, dues, and assessments.
- b) Initiation fees may be waived by the officers and/or Board of Directors if: (1) a member voluntarily left the club in good standing for a period of time; or (2) returns to the neighborhood after an absence and had been a former member in good standing.
- c) Serving as an officer or director of the club is entirely voluntary and no officer or director will receive any reduction or waiver of any dues, fees, or assessments by reason of their service.
- d) Keys shall be issued to members in good standing after payment of all membership fees, dues and assessments and receipt of required documentation, including but not limited to certification for those members who have assigned boat slips. Keys shall be issued to members numerically and recorded in that manner.

e) Easement membership fees and assessments shall be due no earlier than 30 days from the date of mailing the bill. If without good cause a member does not pay their fees or assessments by the due date on the bill, the following will occur:

1. The member will not be included on the roster of paid members provided to the Lake Oswego Corporation and will be unable to license boats or operators until they pay the easement and the roster of paid members is updated with the Lake Oswego Corporation.
2. For that year only, a late-paying member with an assigned boat slip shall be given the lowest slip priority. The Secretary-Treasurer shall notify the Boatmaster of all late-paying members with slips, and the Boatmaster will coordinate the re-assignment of boatslips among timely-paid members for the season in order of priority. A late paying member will (once paid) still have a slip (of lower priority) and will retain for future seasons their slip priority.
3. The member's assigned canoe / kayak rack will be traded if another currently paid member desires their rack.
4. The member will not be able to schedule functions at the easement until paid.
5. If the locks are changed, an unpaid member will not be provided a new key.

Section 3.

The membership, either individually or wholly, hold harmless and indemnify the members, Committees, Officers, and Directors of the LYC for all actions necessary to fulfill their obligations and duties of office.

ARTICLE VII Dissolution of Corporation

Surplus, if any immediately prior to the termination of this organization shall be divided pro-rata among the then-current members of the organization.

ARTICLE VIII Boat Moorage

Section 1. (Boat Specifications, Licensing, and Certification)

a) Hereafter a boat is any powerboat or other large boat that only can be reasonably launched by trailer at a ramp. This definition is intended to maximize the value of the limited number of slips.

b) To rent and retain a slip, the slip renter must hold legal title to the boat that occupies that slip, and it must be licensed through the Lake Corporation. The Lake Corporation application for 'Boat Owners Identification Plates and Marine Operators License' must be obtained through the Secretary-Treasurer and must be counter-signed by the Commodore or Secretary-Treasurer to be valid.

c) All boats berthed at the easement shall not exceed the following size limitations:

Beam: 96 inches. Overall width measured at widest point from side to side.

Length overall: 20 feet, as measured from the bow to the furthest extension of the motor in the "up" position.

d) The Board of Directors shall be authorized to deny moorage privileges for any member attempting to moor a boat exceeding the specified dimensions.

Section 2. (Boat Slip Management)

a) A boat slip is a specific location to moor a boat. All boat slips are assigned and managed by the Boatmaster (Vice-Commodore). Boat slip assignments are limited to one per residence, without regard to whether that slip is at this easement or at another location on Oswego Lake, and all mooring privileges are non-transferable. A boat slip vacancy becomes automatic when the subject assignee is no longer in good standing. Boat slip vacancies shall be filled in accordance with the waiting list protocol.

b) Boat slip assignments shall be made in turn, based upon seniority, starting with the assignee with the longest tenure. Each boat slip assignee shall have the option to designate their boat slip among the available locations. New boat slip assignments may be revised annually by the Boatmaster.

c) To accommodate special needs of boat slip assignees, the Boatmaster can swap boat slip locations on the basis of lowest to then ascending seniority. Exchange of boat slips is permitted, only with the approval of the Boatmaster.

d) The Board of Directors retains the authority to manage slip assignments in the following ways:

1. To take action on complaints made by members.
2. To settle disputes between members.
3. To determine appropriate action when a member fails to comply with the Bylaws and the corporation's resolutions.
4. To maximize use of all boat slips during the boating season.
5. To require removal of any or all boat from the boats slips for just cause.

Section 3. (Boat Slip Usage Requirements)

a) Each boat slip assignee must moor their boat for a minimum of 45 cumulative days during the boating season, beginning May 15 and ending October 15. If the boat slip assignee is unable to berth their watercraft during the boating season because of repairs, refurbishing, or other extenuating circumstances, then that member shall notify the Boatmaster within 30 days of the situation. The moorage requirements will then be waived for that season. The member in this situation, to retain their boat slip seniority the following year, will be required to pay that seasons boat slip fee. The Boatmaster shall then follow the waiting list protocol to notify members of the vacant slip available for temporary use the remaining duration of the boating season.

b) Each member with an assigned boat slip shall notify the Boatmaster, at the start of the boating season, with an expected date when they plan to first launch their boat and make use of the slip. This will potentially allow for temporary boat moorage, by members on the waiting list, at the start of the boating season. The member originally assigned the boat slip will then notify the Boatmaster a week before the actual date they intend to moor their boat. This will allow the Boatmaster enough time to ensure their boat slip is available.

c) Failure of the boat slip assignee to satisfy the mooring, or notification, requirements specified in these bylaws will result in the member loosing their slip assignment and their name being placed on the bottom of the boat slip waiting list. The Boatmaster shall notify the boat slip assignee when it appears such a situation is immanent.

Section 4. (Boat Slip Waiting List Protocol)

a) The Secretary-Treasurer shall maintain a waiting list for boat slips. The first name on the waiting list shall have the most seniority (on the basis of date of listing) and subsequent names shall have descending seniority (on the basis of date of listing). All members on the waiting list must remain in good standing.

b) Boat slip vacancies shall be assigned by the Secretary-Treasurer to members on the waiting list in order of oldest to newest seniority as follows. All members on the slip waiting list shall be notified at the same time when a boat slip is available. During the following 30 days, any member on the waiting list may inform the Secretary-Treasurer that they would accept the slip or would decline the slip. The slip will be assigned to the most senior member on the waiting list who accepted the offered slip within that 30-day period. The 30-day period ends early when a member accepts the slip and all more senior members decline the slip. If at the end of the 30-day period no member on the waiting list accepted the slip, the slip will be offered to all members in good standing without regard to waiting list seniority and will be assigned to the first member who informs the Secretary-Treasurer that they accept the slip. When a slip is assigned, all persons on the waiting list more senior than the person assigned the slip will be counted as having refused a slip and the responses of all persons less senior will not be counted as a refusal. Multiple refusals within the same period of September 1 through the following August 31 are counted as one refusal. A member who refuses an assigned boat slip shall be dropped from the waiting list when the third refusal is received. At the end of the 30-day period, the Secretary-Treasurer will distribute the proposed slip assignment to everyone on the wait list and confirm the proposed assignment with the proposed assignee and with all members more senior than the proposed assignee. This is intended to avoid assignment errors.

c) A member will have 30 days from when they are assigned the vacant slip to pay the associated moorage fees. If the fees are not paid within 30 days the member will be deemed to have resigned the slip and be dropped from the waiting list. If notification acceptance occurs less than 60 days before, or during, the boating season, the member shall have 60 days to show proof of boat ownership and the moorage requirements will be waived for that season. If notification acceptance occurs outside the previously specified period the member shall show proof of boat ownership by the start of the boating season.

Section 5. (Temporary Boat Slip Policy)

Temporary boat moorage is permitted on a weekly basis as available space allows. Temporary boat slip use at the easement must be obtained by first coordinating with the Boatmaster, followed by completing registration with the Secretary-Treasurer. The Secretary-Treasurer for each temporary boat slip assignment will collect a refundable deposit and weekly moorage fees. Temporary slips will be assigned on a first-come-first-served basis to any member in good standing without regard to the slip waiting list or seniority on the slip waiting list.

Section 6. (Physical Changes to the Docks Policy)

No physical changes may be made to the docks or slips without unanimous approval of the officers. Major changes must be approved by the membership at a regular or special meeting.

Section 7. (Boat Lift Policy)

A member who is assigned a slip may only install a boat lift upon approval of the officers, and only in accordance with a permit from the Lake Oswego Corporation. The boat slip assignee will be solely responsible for installation, maintenance, safety and removal of the boat lift. When a member is no longer assigned the slip they must either remove the boat lift or transfer the boat lift to the member who is assigned the slip and who then assumes all responsibility for the boat lift in accordance with this Section. If a boat lift is abandoned the easement may dispose of or sell the lift after 30 days and keep any proceeds. Boat lifts must be entirely autonomous and not attach to the boat dock structure.

ARTICLE IX

Section 1. (Membership and Easement Use)

a) Members shall abide by all rules, including use of the swim area as established by the LYC and the Bylaws.

b) Abuse of the rules shall be construed as a violation and subject to evaluation by the Board of Directors and could result in expulsion.

Section 2. (Use of easement by Members)

a) Members may be allowed to bring guests. Special permission must be obtained from the Commodore for members bringing more than six (6) guests at the same time.

b) A member shall be present when guests are on the premises.

c) Members may request exemptions for groups of upwards to 25 persons. The Board of Directors may require a nominal fee and require insurance coverage or indemnification of the corporation for such groups.

d) Members may bring animals (dogs and cats) onto the premises but must be responsible for cleanup of any animal excrement. Other animals must require special exemption from the Board of Directors. Dogs and cats must be on a leash at all times and must not be allowed to run loose. This is to protect other members who will use the facility.

e) Use of the barbecue grill is permitted but members must cleanup afterwards and use the proper receptacles for coals and garbage.

f) Members are responsible for their children and guests, especially on the playground equipment.

g) Special events and rental of the easement may be allowed at the discretion of the Board of Directors.

ARTICLE X

These Bylaws may be amended or repealed in whole or in part by a two-thirds vote of the membership at any regular or special meeting. All corporate action shall be subject to reversal by a majority vote on the issue at any official meeting of the membership.

AMENDED AT THE ANNUAL MEETING ON THE 10TH DAY OF APRIL 2021.

LAKEWOOD YACH CLUB, INC.

Jeff Garrett, Commodore

Seth L. Jelen, Secretary-Treasurer