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Power  
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making boating  
safer and more fun

**UNITED STATES POWER SQUADRONS®**

*Sail and Power Boating — America's Boating Club®*

# **MODEL BYLAWS FOR SQUADRONS OF USPS**

**February 2020**

**Prepared by the Committee on Rules:**

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This document—in Microsoft Word (.doc) may be downloaded  
from the Committee on Rules' web site at  
[http://www.usps.org/national/rules/Squadron\\_Model\\_Bylaws\\_rev.html](http://www.usps.org/national/rules/Squadron_Model_Bylaws_rev.html)

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# INTRODUCTION

This model contains those bylaws provisions necessary for the orderly operation of any squadron. They reflect amendments to USPS bylaws through February 2020. There are two main purposes of squadron bylaws: first to establish rules and procedures that protect the rights of members, and second to assure that squadron bylaws do not violate USPS Bylaws or compromise USPS Policy. Some departures may be made if necessary to meet local requirements or state law; however, no deviation from USPS bylaws or policy is permitted.

## Procedure for Adoption of New or Revised Bylaws

We strongly recommend that before asking the squadron membership to vote upon new or amended bylaws you submit a draft copy to the member of the Committee on Rules (ComRules) designated to assist your squadron. His or her name will be found in the current USPS Directory of Officers and on the ComRules website. If a bylaws revision departs in any way from the provisions of this model—including incorporation of provisions approved in earlier versions—deviations must be thoroughly explained. Read the History of Revisions, beginning on page iv of this introduction, to learn what significant changes have occurred since your current bylaws were approved.

**By far, the preferred method of updating your bylaws to provide the greatest assurance of conformity to current USPS policy is to start fresh, using this model, modifying it to suit local circumstances and preferences.** Review each of the instructions under Blanks to be Completed and Optional Text, beginning on page 2 and make suitable adjustments to the model's text. In a few cases, italicized instructions in the model itself will need to be removed. When all adjustments have been made, regenerate the table of contents if necessary. You should now save your draft, beginning with page 1 (i.e. excluding this introduction), as a file under a new name. When your draft appears satisfactory, forward it to the proper representative of the Committee on Rules for informal review. This review can be expedited if the draft is sent as an e-mail attachment.

## CONTACTS FOR COMMITTEE ON RULES

### ALL DISTRICT BYLAWS

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### SQUADRON BYLAWS

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The Committee on Rules' initial review may result in advice of changes required to render the draft consistent with USPS bylaws and policy. Other, discretionary suggestions for improving the draft also may be made. In spite of minor defects, however, your draft will probably garner conditional preliminary approval.

After making any recommended adjustments when you believe you're ready to submit your bylaws or amendments to your Executive Committee and squadron membership for adoption. Study the procedure as outlined in the checklist on page ix and ensure that it is followed exactly. Then, after adoption, be sure your submittal to ComRules contains the required supporting documents. Be sure, too, that at the meeting where the bylaws were adopted a quorum was present and that at least two thirds of those voting voted in favor of the amendment(s). The secretary must so certify on the Certification Page.

### **Blanks to Be Completed and Optional Text**

Certain provisions in this model are optional. In some instances choices must be made among text offerings. Where optional material is not used at all, the number of the unused section should be retained and designated "[Reserved]" in order to maintain a sequence consistent with all squadron bylaws. **Therefore, do not renumber the sections.**

Whole document	(a) Modify the page footers by changing "Model Bylaws for USPS Squadrons" to your squadron's name and by changing the date to that of ComRules final approval.  (b) Your word processor may not be the same version as the one with which the model was drafted and your settings may be different. These disparities occasionally cause page breaks to occur differently than in the original. Accordingly, as you begin your work, and again after editing, you should update the table of contents (page 2) using your word processor's automatic table update function. This will ensure it tracks properly with the text.
Title page	Insert the name of the squadron, including appropriate optional terms. After the bylaws have received final approval from the Committee on Rules, the approval date—which is the effective date—should be inserted before distribution. The existing expression can be left as is during the approval process.
Article 1 Section 1.1	State the name of the squadron. If the squadron is incorporated, its <u>official</u> name should include "Inc." (But some states do not permit 501(c)(3) organizations to use "Inc." in their name. Check with your law officer.) Note that if the squadron adopts a d/b/a, it does not need to be placed in the bylaws.
Article 2 Section 2.3	These are the "objects" set forth in the USPS Articles of Incorporation and must be incorporated in all squadrons' bylaws to insure that every squadron is covered under the USPS tax exemption allowed by section 501(c)(3) of the Internal Revenue Code. The <b>only modifications allowed</b> in the wording are (a) the article title may be changed to "Objectives" and (b) "yacht" (and its derivatives) may be changed to "boat".

- Article 3 Section 3.2 Note: Recent changes in USPS bylaws provide for corporate members of USPS. They are not given participation rights at the local level and thus are inappropriate for inclusion in squadron bylaws.
- Section 3.3 If desired, it is permitted for a squadron Executive Committee to add a requirement in this section, that prospective members must meet an educational requirement, during the period of waiver established by the Governing Board.
- Section 3.4 The second sentence of this section is optional. Delete if life members are *not* to be exempt from squadron dues.
- Section 3.10 The squadron may elect to waive the requirements of endorsement of a membership application and presentation to the Executive Committee for a vote on membership. If the squadron so elects, the optional language in this section should be deleted. Note that if these requirements are waived, Sections 3.11 and 6.7.2 will also require modification as noted.
- Article 5
- Squadrons must have an educational officer and may optionally have chairmen and members of Local Boards for Boating, Advanced Grades, Elective Courses and Seminars. Because the duties of these officers are detailed in USPS bylaws, it is necessary here only to provide that they be elected or appointed in accordance with USPS bylaws.
- Section 5.4 If a recent past commander is desired on the Executive Committee, include the expressions within the second and fourth bracketed comments. Then specify a determinable number of at-large members. USPS bylaws (§7.2) require an exact number; phrases such as “at least three” are not acceptable but a formula such as “one for every 25 active members or fraction thereof (but not less than three) as determined from squadron membership records 60 days prior to election” is permitted.
- Sections 5.5, 5.6, 5.7, 5.8.1, 5.8.2, 5.9.1, 5.9.2: Adjustment of the number of committee members may be made to suit local conditions. Except for 5.9.1 and 5.9.2, ensure that the number of members elected each year, the term of each and the total committee membership are correctly coordinated.
- Section 5.9.1 Delete the last sentence if optional section 5.9.2 is retained.
- Section 5.9.2 This section is optional. If it isn’t used, state “[Reserved]”. If it’s retained, *delete the last sentence of section 5.9.1*.
- Sections 5.9.4 through 5.9.7: Not all squadrons may have need for or have the personnel to staff these committees. Necessary or useful committees should be selected and provided for in these bylaws depending upon local conditions, activities, and squadron membership. If any subsections are not used, **the numbering is to be retained** and that subsection designated “[Reserved]”. If subsections 5.9.5, 5.9.6 and 5.9.7 are retained, adjust the number of committee members to suit local conditions.
- Article 6 Section 6.7 The phrase “also known as the Board of Directors” may be deleted if the squadron is not incorporated.
- Article 7 Section 7.4 The wording in the model must be used since 100% of the squadrons are now under HQAB (Headquarters Anniversary Billing).
- Article 8 Section 8.2 USPS bylaws (§12.8) provide that requests for reinstatement by former members who voluntarily terminated their membership and have not paid dues for two or more years may be considered by the Executive Committee for reinstatement if a specific review process is contained in the squadron bylaws. If the squadron wishes to consider such reinstatements—and it is strongly recommended—optional section 8.2 should be retained. Otherwise, delete it and substitute “[Reserved]”.
- Article 9 Section 9.1 Fill in the appropriate day of the month and months. The day upon which meetings are to be held, and the appropriate months, must be stated explicitly, but the day should be by description rather than calendar date—e.g. “first Tuesday”. The number

(preferably at least six annually) and times of meetings may, of course, be varied to suit the desires of the particular squadron (see the second sentence of this section).

- Section 9.3 Insert the proper month. In some squadrons newly elected officers take office immediately after elections, right at the annual meeting. (Installation is referred to as the “change of watch”.) In other squadrons they are installed at a subsequent membership meeting or the more social occasion known as the “commander’s ball”. To provide uniformity and ensure that the names of new officers appear in the USPS Directory of Officers, installation should not be scheduled beyond early April.
- Section 9.6.1 This section is optional and may be deleted if electronic communication of notices is not to be an allowable means of communication.
- Article 10 Section 10.1 The words “Invocation” and “Pledge of Allegiance” may optionally be added before the Order of Business list of actions and “Benediction” and “Adjournment” may optionally be added after the list. However, please note that the Order of Business applies to all squadron meetings (Membership, regular and special as well as Executive Committee meetings).
- Article 10 Section 10.2 Include the desired parliamentary authority. A recognized authority other than *Robert’s Rules* may be cited if desired.
- Article 12 Section 12.5 Enter the month defining the beginning of the squadron’s fiscal (business) year. *If this is a change, contact national headquarters for information on IRS reporting procedure. It is recommended that the end of the fiscal year be within two months of the Change of Watch to avoid the need of a second audit.*
- Article 15 Section 15.1 Enter the name of the squadron’s newsletter.

## HISTORY OF REVISIONS TO MODEL BYLAWS FOR SQUADRONS

### Significant changes included in this edition are corrected through February 2020.

1. Revised Section 1.1 to provide a mechanism for squadrons wishing to use a d/b/a of America’s Boating Club of \_\_\_\_\_.
2. Revised Section 3.3 to conform with an amendment to USPS Bylaws regarding membership.
3. Revised Section 3.10 to allow a squadron to waive the requirement for an endorsement on the member application and/or approval by the Executive Committee of membership applications. Conforming comments added to Section 3.11 and Section 6.7.2.

### Significant changes to the February 2016 edition, corrected through December 2019.

1. Revised Section 9.1 to allow a squadron to schedule business meetings as needed by the squadron.

### Significant changes to the February 2015 edition, corrected through February 2016.

1. In introduction , changed base date to February 2016 and updated ComRules oversight contacts

### Significant changes to the February 2013 edition, corrected through February 2015.

1. In Introduction, changed base date to February 2015 and updated ComRules oversight contacts;
2. Corrected various minor typographical errors without changing the meanings.
3. Revised wording for Article 16

### Significant changes to the February 2012 edition, corrected through February 2013.

1. In Introduction, changed base date to February 2013 and updated contacts;
2. In Introduction, immediately after page x, added a new template for final cover.
3. In Section 2.1.1 changed "boatmen" in last line to "boaters".
4. In Section 2.2.5, changed previous last sentence and added new last sentence to more accurately state current procedure;
5. In Section 2.2.6 italicized "*Office*";
6. In Section 3.6 removed the requirement of passing an approved examination
7. In the following sections replaced "**active**" or "**voting**" to exclude some actions by active members less than 18 years of age by adding "**qualified to vote and present**": 5.2, 5.4, 5.5, 5.6, 5.7, 7.1, 7.3, 9.5, 9.9.1, 11.5 and 17.1;
8. In Section 5.3 added wording to make clear that assistant officers must be elected, not appointed.
9. In Section 5.4 reworded last sentence without change of intent;
10. In Section 5.9.3 Wording revised to "may" since having Local Boards is now optional
11. In Section 5.9.4 wording revised to reflect Local Boards option.
12. In Section 6.5.6 Names of new members are to be sent to USPS Headquarters staff, not to the National Secretary;
13. In Section 9.7 added the phrase "of the membership" to exclude Executive Committee meetings.
14. In Section 9.9.3 added a third voting option of a Presiding Officer (from *Robert's Rules*);
15. In Section 10.2 covered the case of both the Rules Chairman and the designee being absent.
  
16. In Section 6.5.5 Renumbered former 6.5.4 to 6.5.5
17. Added external bylaws cover template at end of Introduction.

### Significant changes to the February 2011 edition, corrected through 1 February 2012.

1. In Introduction, changed base date to February 2012
2. In Section 2.2.5 added the word "**either**" to include both sources for USPS policy.
3. In Section 3.4 added the option to exempt Life Members from paying squadron dues.
4. In Section 5.1.3 added "**committee chairman**" to list.
5. In the following sections replaced "**active**" with "**voting**" to exclude some actions by active members less than 18 years of age: 5.2, 5.5, 5.6, 5.7, 5.8.2, 7.1, 7.3, 9.3, 9.4, 9.5, 9.9.1, 11.5.
6. In Section 5.9.3 changed wording to provide option to not have or staff Local Boards.
7. In Section 5.1.10 added "**temporarily**" since these assignments are only intended to be temporary
8. In Section 6.6.7 added the word "**received**".
9. In Section 6.7.2 modified wording to permit possibility of non-approval.
10. In Section 6.7.6 changed to permit investment in other than government insured instruments for funds above and beyond 150% of the annual operating budget.
11. In Section 6.7.10 changed "**third**" to "**final**" to accommodate terms other than three years.

12 In Section 9.9.3.added (from *Robert's Rules of order*) "**create or decide a tie**".

13.In Section 10.2 changed section to eliminate option and suggested rules chairman or his designee as the interpreter of *Robert's Rules* and also cover any instance when the rules chairman is absent

### **Significant changes to the September 2010 edition, corrected through February 2011.**

1. In Section 2.2.5 added Board of Directors as an additional source of USPS policies.
2. In Sections 3.1 and 3.3 Moved phrase regarding members being "able and willing to contribute ...." from 3.1 to 3.3.
3. In Section 3.4.1 (former) permanently removed this optional section since these awards are solely processed by USPS Headquarters and in no way affect squadron activities.
4. In Section 3.4.1 (new) added new section specifying updated qualifications to become a "Senior Member".
5. In Section 3.5.2 added that an active member under the age of 18 may not **chair a committee**.
6. In Section 3.6 added that an apprentice member may not **chair a committee**.
7. In Section 3.8 changed **the** squadron to **this** squadron.
8. In Section 5.1.3 extended sentence by changing ". **They**" to "**and**". Also changed **at the time at which** to **when**.
9. In Section 5.1.6 changed first sentence to apply only to **elected** positions. Added a new second sentence to cover appointments to terms of more than one year by Executive Committee rather than by the commander. Modified third sentence to be "**considered for nomination and election**" rather than "**shall be nominated and elected**".
10. In Section 5.1.7 changed **commander** to **appointing authority**.
11. In Section 5.1.11 changed appointing **power** to appointing **authority**.
12. In Section 5.8.1 changed **commander** to **Executive Committee** because terms are more than one year.
13. In Section 5.8.2 changed **commander** to **Executive Committee** because terms are more than one year.
14. In Section 6.7.10 added new section to cover a new appointing responsibility of the Executive Committee.
15. In Section 6.8.2 eliminated gender specific adjectives and clarified that the one year of prohibition of being nominated for a bridge assignment or return to NomCom is measured from date when the member's service ended, not when his term would have normally ended.
16. In Section 6.9 clarified that any amendments were **proposed**, added a comma and removed an unnecessary word **or**.
17. In Section 8.2.1 removed reference to a **reinstatement fee** which has been eliminated.
18. In Section 9.6.1 added options to be selected if a local state authority requires agreement **in writing** to accept electronic notification of meetings, and added new wording if no such requirement pertains to the squadron.
19. Added a new sub-section, 9.6.2, to permit limited use of electronic media for Executive Committee meetings
20. In Section 9.7 changed "**active members**" to "**members qualified to vote**".
20. In Section 9.6.1 added options to be selected if a local state authority requires agreement **in writing** to accept electronic notification of meetings, and added new wording if no such requirement pertains to the squadron.
21. Added a new sub-section, 9.6.2, to permit limited use of electronic media for Executive Committee meetings
22. In Section 9.7 changed "active members" to "members qualified to vote".



23. In Section 10.2 eliminated the option and named the rules chairman or his designee as the interpreter of Robert's Rules and in his absence made the meeting chairman responsible to designate the parliamentarian.

### **Significant changes to the February 2010 edition, corrected through September 2010.**

Throughout these model bylaws, changes have been made to consolidate membership classes including the elimination of the class of **family member**. This has required broadening the definition of an **active member** to include youths less than 18 years of age. Many of the following changes are triggered by this consolidation.

1. In Section 3.2 the class of family members has been eliminated.
2. In Section 3.3 the definition of an active member no longer requires the age is 18 or older.
3. Section 3.5 has been totally rewritten, eliminating family members and redefining the former dues category of a family unit.
4. Sub-section 3.5.1 has been expanded to try to keep dependent members on the death or resignation of a primary active member.
5. Sub-section 3.5.2 has been added to specify the privileges and restrictions of youthful active members.
6. Section 3.6 defines the class of apprentice members and their privileges and restrictions.
7. Sub-section 3.6.1 is a new section which defines when an apprentice may and must change to active.
8. Section 3.10 eliminates naming the classes and groups them as membership (without family members).
9. Section 3.13 is modified by removing "family" and substituting "additional".
10. Sub-section 5.1.11 has been modified to eliminate family members and Woman's Certificate Holders. By USPS bylaws, sub-section 13.5.2, Woman's Certificate Holders are restricted to only attending USPS classes and taking exams.
11. Sub-section 6.5.3 has had a phrase moved to improve readability.
12. Sub-section 6.8.2 has been modified to change the interval time for a former member of the Nominating Committee to be nominated for another position, to be from the end of his committee membership rather than from the beginning of his term and when it would normally expire.

### **Significant changes included in the edition of February 2010.**

1. The phrasing of Section 2.3 has been revised without change of meaning.
2. In section 3.3 and throughout the model the governing entity "Operating Committee" has been removed and replaced with "Board of Directors". Also in 3.3 the wording has been changed to permit a squadron to continue to require a prospective member to pass a qualifying examination although currently waived by the national bylaws.
3. In Section 3.8 minor wording changes (making words plural) and adding "assessments" to cover any district fees have been included. These represent no change to the intent.
4. In Sections 6.1.5, 6.2 (3), 6.3 (3), 6.4 (3), 6.5.10 and 6.6.11 the wording of an officer being *ex officio* to committees has been corrected.
5. In 6.6.1, 6.6.4, 6.6.7 the word "moneys" has been replaced with "funds".
6. Sections 6.6.5 and 6.6.6 have been removed and marked "[Reserved]" since they refer to actions needed prior to the introduction of HQAB.
7. Section 6.6.7 has been reworded to eliminate actions need before HQAB.
8. Section 7.4 now has only the formerly optional wording for squadrons under HQAB since all are now HQAB squadrons.
9. In Section 12.1 the word "moneys" has been replaced with "funds".

10. Article 16 title is modified by replacing "After" with "after".

12. Section 6.10 has been revised to set a time requirement on an interim audit when a different Treasurer assumes the office.

13. Section 7.2.1 has been added to specify that associate member dues are charged and paid through the squadron only.

14. Section 7.4 has been changed to reflect the use of Headquarters Anniversary Billing (HQAB). Those squadrons billed annually should use the original version (without the introductory phrase). Squadrons subject to HQAB should use the Alternate version.

## CHECK LIST FOR AMENDING SQUADRON BYLAWS

Actions by the Committee on Rules in boldface

*Most updating of squadron bylaws, including adding “Sail and” to the squadron’s name, can be accomplished by following this outline. However, a change in the basic geographic component of a squadron’s name requires additional actions and is not completely covered by this procedure.*

- The squadron sends to its representative on the USPS Committee on Rules (ComRules) the full text of its proposed bylaws including any amendment(s) as drafted by its Rules Committee or other *ad hoc* group. Any departure from the language of the “model” bylaws, including those in existing approved bylaws, must be justified in an accompanying explanation.
- ComRules reviews the *entire bylaws*, as potentially amended, and advises the squadron of any changes required to make them consistent with USPS policy. Preliminary approval is normally given, conditioned on the drafters’ effecting any recommended changes.**
- The draft amendments, modified as directed by ComRules, are considered by the squadron’s executive committee and approved for proposal to the general membership.
- The membership is notified of the proposal to amend the bylaws, either by giving the full text of the amendments and the time, date and location of the meeting at which a vote will be taken, or alternatively, by identifying a location (such as a squadron headquarters), or the dates of two future meetings, at which the amendments will be available for inspection. The second of these two meetings may be the one at which a vote is taken.
- The membership adopts the amendments in accordance with amendment provisions of its own current bylaws. A two-thirds majority vote is required.
- The squadron secretary sends to ComRules--
  - One complete copy in electronic form (Microsoft Word format preferred) of the bylaws as amended.
  - A scanned copy of the signed and dated Certification (immediately following these instructions).
  - Mailed copies will be accepted but are strongly discouraged.
- ComRules ensures that the amendments are acceptable and grants final approval. (If there is any defect, ComRules directs corrective action, which could require performing again all or part of the above procedure.) One electronic copy of the Certification and Approval page, signed and dated by ComRules, is returned to the squadron. *The date of ComRules’ approval becomes the effective date of the revised bylaws.***
- The ComRules representative forwards a copy of the new bylaws, annotated “Approved [date] [signature]”, to USPS headquarters, together with a signed copy of the Certification and Approval page.**
- ComRules uploads the new bylaws to the USPS website.**
- The squadron secretary notifies the entire membership of the amendments’ effective date. Notification must be by written announcement in a newsletter or other communication.

# CERTIFICATION

\_\_\_\_\_ Power Squadron

The accompanying bylaws (or amendments thereto) were adopted by the membership of this squadron on (date): \_\_\_\_\_

I certify that a quorum was present and that at least two-thirds of those voting voted in favor of all amendments reflected in these bylaws.

\_\_\_\_\_  
Signature of Secretary

Date signed: \_\_\_\_\_

\_\_\_\_\_  
Rank, name and grade of secretary

# APPROVAL

Approved by the National USPS Committee on Rules on \_\_\_\_\_  
(This is the effective date.)

\_\_\_\_\_  
For the National USPS Committee on Rules

\_\_\_\_\_  
Rank, Name & Grade of National USPS Committee on Rules, Approving Member

After Preliminary Approval and Final Approval by the Committee on Rules appropriate representative and ratification by 2/3 vote of the squadron, send one copy (electronic copy in PDF format preferred) of this certification and one complete electronic copy of the amended bylaws (Microsoft Word format preferred) to the squadron's representative on the Committee on Rules. Required signatures must be faithfully reproduced on the submitted copies.

**Please remove these instructions (in red) before submittal.**

The  
United States  
Power  
Squadrons



dedicated to  
making boating  
safer and more fun

**UNITED STATES POWER SQUADRONS®**

*Sail and Power Boating — America's Boating Club®*

**BYLAWS**

**of**

\_\_\_\_\_ **[SAIL and]**

**POWER SQUADRON**

A Unit of United States  
Power Squadrons®

**Date of Approval**

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**The Certification Page will be inserted here after ComRules Final Approval**

# BYLAWS

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[SAIL AND] POWER SQUADRON[, INC.]

**A Unit of United States Power Squadrons®**

*Sail and Power Boating — America's Boating Club®*

As amended through [Date of approval by the USPS Committee on Rules]





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*These bylaws adapted from Model Bylaws for Squadrons edition of February 2016*

# ARTICLE 1

## Name

**Section 1.1** The name of this organization shall be \_\_\_\_\_. [Sail and] Power Squadron [Inc.]. After notice in accordance with these bylaws, by vote of the voting members of the squadron at any regular or special meeting, and in accordance with the requirements of the Bylaws of the United States Power Squadrons, the Squadron may adopt a d/b/a name for doing business, provided that any state requirements for registration of a d/b/a are met. [*Note: USPS Bylaws require the District Council, if any, or the District Conference, if no District Council, to approve a d/b/a - USPS Bylaws 1.1.1. Such d/b/a should be in the format "America's Boating Club of \_\_\_\_\_." Assuming approval, it is not necessary to include the squadron's d/b/a in the Bylaws. The squadron should ensure that the d/b/a complies with any applicable state law regarding registration or other matters.*]

## Nonprofit Organization

**Section 1.2** This is a nonprofit organization organized under the laws of the \_\_\_\_\_ of \_\_\_\_\_. The bylaws of United States Power Squadrons and any rules and regulations made pursuant thereto, not inconsistent with federal, state or local laws, shall take precedence over those of this squadron, and all provisions thereof affecting the conduct of the affairs of this squadron shall prevail.

## Human Rights Laws

**Section 1.3** The squadron and its members shall at all times observe all federal, state and local human rights laws, regulations and ordinances applicable to any squadron activity, procedure or practice. No person may be refused membership, denied office, or be prevented from participating in any activity because of any fact or circumstance which would identify that person as one of a protected class of individuals under the human rights laws, regulations or ordinances of any governmental jurisdiction where the person resides or in which the squadron conducts business.

# ARTICLE 2

## Objects

**Section 2.1** The objects of this squadron shall be:

- 2.1.1** To selectively associate congenial persons of good character having a common love and appreciation of yachting as a nationwide fraternity of boaters;
- 2.1.2** To encourage and promote yachting, power and sail, and to provide through local squadrons and otherwise a practical means to foster fraternal and social relationships among persons interested in yachting;
- 2.1.3** To encourage and promote a high amateur standard of skill in the handling and navigation of yachts, power and sail; to encourage and promote the study of the science and art of navigation, seamanship and small boat handling; to develop and promote instructional programs for the benefit of members; and to stimulate members to increase their knowledge of and skill in yachting through instruction, self-education, and participation in marine sports activities and competitions;
- 2.1.4** To encourage its members to abide by recognized yachting traditions, customs and etiquette; and
- 2.1.5** To render, and encourage its members to render, such altruistic, patriotic or other civic service as it may from time to time determine or elect.

## Definitions

**Section 2.2** As used herein, unless the context clearly indicates otherwise, the term:

- 2.2.1** *USPS* means United States Power Squadrons®.
- 2.2.2** *District* means a district of USPS.
- 2.2.3** *Squadron* means this squadron.

**2.2.4** *Members, officers, committees, delegates* and subjects treated generally refer to and mean those of this squadron.

**2.2.5** *USPS policy* refers to and means the bylaws of USPS; the policies adopted by either the USPS Governing Board or the Board of Directors. The current USPS Operations Manual often includes or refers to these bylaws and policies for ease of member reference. If there is a difference between the National bylaws or USPS policy and the Operations Manual, the national bylaws and policy always take precedence..

**2.2.6** *Office* means any position of responsibility, whether elected, appointed or voluntarily accepted.

**Section 2.3** Any word denoting gender used in these bylaws shall apply equally to either gender as the context may require.

## ARTICLE 3

### Membership

**Section 3.1** Membership in USPS and in this squadron is a privilege, not a right, and shall be by application and contingent upon meeting eligibility requirements as set forth in the bylaws of USPS. Admission to membership in USPS is a function of the USPS Governing Board and is delegated to the squadron Executive Committee subject to USPS policy. No membership shall be valid unless the member meets and continues to meet the factual requirements of membership in USPS according to the policies of USPS and this squadron.

**Section 3.2** There shall be four classes of membership: active members, apprentice members, associate members and honorary members.

**Section 3.3** Active members of this squadron shall consist of persons who are able and willing to promote and advance the objectives of USPS or this squadron, meet the qualifications for active membership set by USPS Policy and who are admitted to membership as herein provided.

**Section 3.4** Any member who has been awarded 25 merit marks shall become a life member. *[The following sentence is optional and may be deleted if the squadron does not plan to exempt Life Members from paying dues.]* Life members shall be exempt from further payment of squadron dues and shall receive such other exemptions in this squadron as are appropriate to match those granted by USPS.

**3.4.1** An individual who has been awarded at least five merit marks shall be deemed a senior member.

**Section 3.5** Individuals who reside with an active member (considered a *primary active member* for billing purposes) may be admitted as members in the same manner as any other such member. They shall have all the rights and privileges of their membership class except they shall not be entitled to receive separate copies of *The Ensign* or other publications and their dues shall be billed to the primary active member

**3.5.1** Upon the resignation, termination or death of a primary active member, any memberships that had been billed to the primary active member shall continue with one such member, 18 years of age or older, automatically becoming the new primary active member. If no such member exists, or the only qualifying member refuses the change, all remaining members 12 to 17 years of age will be offered the opportunity of becoming apprentice members.

**3.5.2** Members less than 18 years of age shall be entered as active members, may enroll in courses and may receive merit marks. They shall also be entitled to wear the uniform, fly the ensign, and attend any business meeting of USPS or any district or squadron, but may not serve in an elected position, chair a committee or vote.

**Section 3.6** Apprentice members of this squadron shall be persons who have reached the age of twelve. Apprentice members shall have the same privileges as are available to active members except they may not serve in an elected position, chair a committee or vote.

**3.6.1** On becoming 18 years of age, an apprentice member shall automatically become an active member unless electing to remain an apprentice member. At any time between the ages of 18 and 23 an apprentice member can

irrevocably elect to become an active member. Apprentice membership shall automatically be converted to active membership at the end of the dues year in which the apprentice becomes 23 years of age.

**Section 3.7** Associate members of this squadron shall consist of members in good standing of other squadrons of USPS or of the Canadian Power and Sail Squadrons, who have been granted associate membership by the Executive Committee. Associate members shall have all of the privileges of active members except that they may not hold elective office in this squadron, have representation by delegates of this squadron, be entitled to represent this squadron at any USPS or district meeting, or be entitled to vote at any meeting of this squadron.

**Section 3.8** Honorary memberships may be conferred by the Executive Committee, for not more than one year at a time, upon any persons not members of USPS and who have made a significant contribution to safe boating or to the work of this squadron. Honorary members shall have none of the privileges extended to other classes of members except to wear the USPS lapel pin. Honorary members shall pay no national or local entrance fees, assessments or annual dues.

**Section 3.9** [*Reserved*]

**Section 3.10** Admission to membership shall be by such form as prescribed by USPS. [*The remainder of this section is optional, and may be deleted if the squadron elects to waive the requirement for endorsement of an application and/or presentation of the membership application to the Executive Board.*] An application for active, apprentice, or associate membership in this squadron must have been endorsed by one or more active members before being presented to the Executive Committee for final action. Admission to any class of membership in this squadron shall require a majority vote of the Executive Committee members present and voting at a duly constituted meeting of the committee.

**Section 3.11** [*If the squadron has elected in Section 3.10 to waive the requirement of presentation to the Executive Board of a membership application, the following text should be deleted and this section marked, "Reserved."*] No member of the Executive Committee or of the Membership Committee shall disclose any member's vote or make any comment on or discuss outside the committees' meetings any application to membership. No one may disclose the name of any person considered for membership to anyone not an active member of this squadron. No one shall be entitled to receive information from any member of the Executive Committee or of the Membership Committee concerning the approval or disapproval of the application of any person to membership in this squadron and USPS, except that a member proposing a person for membership shall be informed by the Membership Committee as to the status of the proposal.

**Section 3.12** The classification of members and the educational grade of members attaining advanced grades shall be in accordance with USPS policy.

**Section 3.13** All voluntary resignations must be made in writing to the commander or the secretary of the member's squadron with a copy to the national secretary. No resignation of a member indebted to USPS or to a squadron shall be accepted until such indebtedness has been paid. If dues of any member are in arrears later than two weeks after the beginning of the member's dues year, membership, including any additional memberships in connection therewith, will be terminated automatically and without further notice. Membership may be terminated as provided in Article 15 of USPS bylaws.

## ARTICLE 4

[*Reserved*]

## ARTICLE 5

### Officers and Committees Generally

**Section 5.1** Officers and committee members, whether elected or appointed, shall be subject to the following general provisions:

**5.1.1** All elected officers and elected committee members shall be active members of this squadron, at least 18 years of age.

**5.1.2** All bridge officers shall have been awarded at least one advanced grade and at least one merit mark. This requirement may be waived by the district commander for good cause in accordance with USPS bylaws Section 7.9.

**5.1.3** Except as otherwise provided in these bylaws, all officers, committee chairmen and committee members shall be elected or appointed annually and serve for one year or until their successors are appointed or installed and shall begin their terms of office when they are elected or appointed, or if applicable, installed.

**5.1.4** No active member shall be nominated for or hold more than one elective flag office, as defined by USPS bylaws Section 4.3, in this squadron simultaneously, except as provided in 5.2 herein or for a short period due to overlapping terms of office. More than one elective position other than flag office may be held if there does not appear to be a conflict of interest.

**5.1.5** [*Reserved*]

**5.1.6** Elected committees whose members have staggered terms shall have members elected originally for terms to meet such distribution. Appointed committees whose members have terms of more than one year shall be appointed by the Executive Committee to meet a staggered distribution. One of the members whose term next expires shall be considered for nomination and election, or appointment as chairman, as appropriate.

**5.1.7** A vacancy occurring in any elective office shall be filled by the Executive Committee until the next annual meeting of this squadron, and a vacancy occurring in any appointive office shall be filled by appointment by the appointing authority. Persons selected to fill vacancies in the offices of educational officer and assistant educational officer must have their qualifications approved as provided in 11.2 herein.

**5.1.8** In all instances relating to rank, grade, appointment, duties and procedures, USPS policy shall prevail.

**5.1.9** Upon leaving office, elected and appointed officers and committee chairmen shall surrender to their successors all significant records, reports, communications, documents and property in their possession pertaining to the affairs of their position.

**5.1.10** In the event the commander, the executive officer, or the administrative officer is determined, by self-declaration or by two-thirds vote of the Executive Committee, to be incapable of performing the duties of office because of illness or otherwise, the Executive Committee may temporarily assign the duties and powers of such office to a past commander agreeable to serve. Such assumption of duties by a past commander shall last only until the earliest of: (1) the next annual meeting of this squadron; (2) the officer rescinds the self-declaration of incapability; (3) the Executive Committee rescinds its declaration of incapability; or (4) the next squadron meeting at least 50 days after the declaration of incapability, at which meeting the Executive Committee shall recommend to the membership whether the period of incapability should be extended or the office declared vacant.

**5.1.11** All appointed officers of this squadron shall be active, associate or apprentice members, at least 18 years of age, and in good standing. Every appointed officer and committee member shall hold office at the pleasure of the appointing authority but not beyond the term of office of that person or body except to complete an assignment with the approval of the Executive Committee.

## **Elected Officers**

**Section 5.2** The **bridge officers** of this squadron shall be the commander, who shall be the ranking officer, the executive officer, the educational officer, the administrative officer, the secretary and the treasurer, which officers shall be elected by the members qualified to vote and present at the annual meeting each year. The offices of secretary and treasurer may be held by the same person if so authorized by the Executive Committee.

## **Elected Assistants**

**Section 5.3** The **Executive Committee** may authorize election of an assistant educational officer, an assistant administrative officer, an assistant secretary, and/or an assistant treasurer. If authorized, these assistants shall be elected, and serve with the rank of first lieutenant. Any such officers shall assist their principals and, in the absence or incapacity of their principals, act in the principals' stead.

## Elected Committees

**Section 5.4** There shall be an **Executive Committee** [*Add “also known as Board of Directors” for incorporated squadrons*] consisting of the elected bridge officers, [*optionally: the most recent past commander willing and able to serve*] and [*specify a specific number—at least three*] members qualified to vote from the general membership of this squadron. Members-at-large [*if a P/C is specified: and the past commander*] shall be elected to this committee in accordance with the provisions of Article 11. Meetings of the Executive Committee, except when processing membership applications, are open to any squadron member who wishes to attend, and who, when recognized by the presiding officer, may address the committee, but may not vote.

**Section 5.5** There shall be a **Nominating Committee**, consisting of a chairman and two other members, one of whom shall be elected by the members, qualified to vote and present at the annual meeting, each year for a term of three years.

**Section 5.6** There shall be a **Rules Committee**, consisting of a chairman and two other members, one of whom shall be elected by the members, qualified to vote and present at the annual meeting, each year for a term of three years.

**Section 5.7** There shall be an **Auditing Committee**, consisting of a chairman and two other members, one of whom shall be elected by the members, qualified to vote and present at the annual meeting, each year for a term of three years.

## Appointed Committees

**Section 5.8** Certain **standing committees** shall report to the Executive Committee:

**5.8.1** The **Planning Committee** shall be composed of three members (preferably senior members), one of whom shall be appointed annually by the Executive Committee for a term of three years. It shall study matters concerning the general welfare of this squadron and make recommendations thereon to the Executive Committee. Items for study may be referred to it by the commander, the Executive Committee or the membership, or may arise within the Planning Committee itself. It shall file an annual report with the Executive Committee at its meeting preceding the annual meeting.

**5.8.2** The **Budget and Finance Committee** shall be composed of three members, one of whom shall be appointed annually by the Executive Committee for a term of three years. It shall work in close cooperation with the treasurer, prepare the budget and, in general, plan the overall financial affairs of this squadron. It is the responsibility of this committee to present a budget annually to the Executive Committee for approval prior to its being presented to the voting members for adoption.

**Section 5.9** Certain other **appointed committees** shall report to the commander or their respective department heads as required or directed.

**5.9.1** The **Membership Committee** shall be composed of three members appointed annually by the commander. It shall be familiar with the policies and procedures outlined in the current edition of the USPS Membership Manual. It shall process all new membership applications [*The following section should be deleted if the squadron has elected in Section 3.10 to waive presentation of membership applications*] and present to the Executive Committee an evaluation of every person applying for squadron membership. [*The following sentence is to be included only if Section 5.9.2. is marked as Reserved.*] Additionally, it shall ensure that all members are kept aware of the educational, service and social activities of this squadron and ensure that new members become quickly involved in squadron activities.

**5.9.2** The **Member Involvement Committee** shall be composed of two members appointed annually by the commander. It shall ensure that all members are kept aware of the educational, service, and social activities of this squadron and shall work closely with the Membership Committee to ensure that new members become quickly involved in squadron activities.

**5.9.3** The **Local Boards of the Educational Department** may be appointed by the commander after consultation with the educational officer. If appointed, they shall perform such duties as are outlined by USPS policy and as may be directed by the educational officer, and shall make such reports as may be requested by the commander or by the educational officer.

**5.9.4** The **Educational Committee** shall be composed of the educational officer, the assistant educational officer (if any), the chairmen of the Local Boards and the class chairmen. It shall make recommendations to the

commander concerning squadron educational programs and perform such other duties as are incidental to the squadron's educational programs.

**5.9.5** The **Merit Mark Committee** shall be composed of three members appointed annually by the commander. It shall compile and correlate data to assist the commander with merit mark recommendations.

**5.9.6** The **Housing Committee** shall be composed of three members appointed annually by the commander. It shall assist the commander in obtaining rooms and facilities for meetings, educational programs, and other squadron activities.

**5.9.7** The **Personnel Committee** shall be composed of three members appointed annually by the commander. It shall maintain an inventory of the skills of each member so that these skills may be called upon for staff positions, committee chairmen, committee members, etc.

**5.9.8** Other committees consisting of those customarily assigned to the various departments of this squadron by USPS policy, shall perform such duties as are usual for their particular operation and as may be directed by their department heads, and shall make such reports as are required by their operations.

### **Other Appointed Officers**

**Section 5.10** The commander may appoint a **law officer** who should be an attorney at law, authorized to practice as such. The law officer shall perform such legal duties as may be assigned by the commander or by the Executive Committee and which concern the affairs of this squadron and its district and USPS affiliations.

**Section 5.11** The commander may appoint a **supply officer** who shall have charge of the procurement and sale to qualified members of ensigns, insignia and other paraphernalia approved by USPS. The supply officer shall be responsible to the treasurer for all funds received from the sale of supplies.

**Section 5.12** The commander may appoint a **property officer** who shall have responsibility for all squadron property which is not procured for resale to members and who shall maintain a current listing of such property showing location, date procured, and condition. A copy of the listing shall be supplied to the treasurer upon request.

**Section 5.13** The commander may appoint a **chaplain**, a **flag lieutenant**, and such **other aides or lieutenants** as are deemed necessary, to perform such duties as the commander or the Executive Committee may assign.

## **ARTICLE 6**

### **Duties and Powers of Officers and Committees**

**Section 6.1** The **commander** shall:

**6.1.1** Preside at all meetings of this squadron and its Executive Committee.

**6.1.2** Execute all written instruments in the name of this squadron when directed by the Executive Committee or by the membership.

**6.1.3** Have command of the fleet when the vessels of this squadron are formally assembled.

**6.1.4** Appoint, with the concurrence of the Executive Committee, appointive officers and the chairmen and members of the appointive committees.

**6.1.5** Be, *ex officio*, a member of all committees and boards of this squadron except the Nominating, Rules, and Auditing Committees.

**6.1.6** Make recommendations for members to serve as national and district officers, and to serve on national and district committees, and make reports to national and district officers as required by USPS policy and the district.

**6.1.7** Appoint, with the advice and approval of the Executive Committee, delegates to the conferences of the district and to the Governing Board and special meetings of USPS.

**Section 6.2** The **executive officer** shall: (1) assist the commander; (2) have general supervision of the Executive Department as directed by the membership, the commander, or the Executive Committee; (3) be, *ex officio*, a member of all committees of the Executive Department; and (4) in the temporary absence or incapacity of the commander, perform the duties and exercise the powers of the commander.

**Section 6.3** The **educational officer** shall: (1) assist the commander; (2) have general supervision of the Educational Department as directed by the membership, the commander, or the Executive Committee; and (3) be, *ex officio*, a member of all committees of the Educational Department.

**Section 6.4** The **administrative officer** shall: (1) assist the commander; (2) have general supervision of the Administrative Department as directed by the membership, the commander, or the Executive Committee; (3) be, *ex officio*, a member of all committees of the Administrative Department; and (4) in the temporary absence or incapacity of the executive officer, perform the duties and exercise the powers of the executive officer.

**Section 6.5** The **secretary** shall:

**6.5.1** Have custody of all corporate records, bylaws, and the corporate seal of this squadron.

**6.5.2** Attest to and affix the corporate seal, if any, to written instruments when so directed by the Executive Committee.

**6.5.3** Keep a record of all proceedings of this squadron and of the Executive Committee, of the attendance at Executive Committee meetings and of all matters of which a record may be deemed advisable, in books belonging to this squadron, which records shall be open to inspection, at all reasonable times, by any active member of this squadron. No detailed records shall be kept relating to votes on applications for membership.

**6.5.4** Keep an up-to-date record of all members of this squadron, including for each member: name, address, telephone number, certificate date and number, type of membership, rank, grade, merit marks, senior membership date, vessel data and other pertinent information.

**6.5.5** Keep and preserve all documents, records, reports and official correspondence connected with the business of this squadron.

**6.5.6** Report to USPS Headquarters the names and addresses of persons admitted to membership in this squadron, any transfers to this squadron, any changes in membership or addresses of members, and the election of officers. Report to the national secretary any transfers from this squadron to unattached member status.

**6.5.7** Send the required notices of all squadron and Executive Committee meetings and all lists of candidates for office to be voted upon at any election.

**6.5.8** Make a report at the annual meeting and at such other times as the commander or the Executive Committee may request.

**6.5.9** Perform such other appropriate duties as may be assigned by the commander or the Executive Committee or as may be required by USPS policy.

**6.5.10** Be, *ex officio*, a member of all committees under the Secretary's Department.

**Section 6.6** The **treasurer** shall:

**6.6.1** Collect and hold, in the name of this squadron, all funds belonging to this squadron.

**6.6.2** Pay all bills contracted by this squadron which have been approved by the Executive Committee or by the head of a department or the chairman of a committee which has contracted the same by virtue of appropriations made by the Executive Committee or by the adopted budget.

**6.6.3** (a) Make interim reports, including statements of receipts, disbursements and financial condition, at such times as the commander or the Executive Committee may direct;

(b) prepare an annual report as of the last day of the squadron's fiscal year; and

(c) make all financial records available for the Auditing Committee inspection required by Section 6.10.

**6.6.4** Keep and preserve an accurate record of all funds received and disbursed and of all squadron property.



**6.6.5** [Reserved]

**6.6.6** [Reserved]

**6.6.7** Promptly send funds due USPS received from new members to headquarters.

**6.6.8** Pay to the district to which this squadron is assigned any annual assessment, at such time and in such manner as directed by the district.

**6.6.9** Prepare and file in a timely manner all required federal, state and local tax and information returns.

**6.6.10** Perform such other appropriate duties incident to the office as are required by USPS policy or as the commander or the Executive Committee may direct.

**6.6.11** Be, *ex officio*, a member of all committees in the Treasurer's Department.

## **Executive Committee**

**Section 6.7** The **Executive Committee**, also known as the Board of Directors, shall:

**6.7.1** Meet monthly or when convened by the commander, have general charge of the policy, management and finances of this squadron, be vested with and have legal custody of all squadron property, and appropriate such sums as may be deemed advisable, within the limits of squadron resources, for the normal and usual operation of this squadron, including squadron, district and USPS functions.

**6.7.2** *[This section should be deleted and the section marked "Reserved" if the squadron has elected in Section 3.10 to waive presentation of membership applications to the Executive Committee for action.]* Take final action on applications for all classes of squadron membership.

**6.7.3** Carry on the normal business of this squadron between meetings of the membership.

**6.7.4** Establish committees and appoint members thereto as may seem advisable and in the best interests of this squadron.

**6.7.5** Consult with and advise the commander regarding appointments to squadron offices and committees.

**6.7.6** All squadron operating funds shall be kept in depositories insured by an agency of the U.S. government. The depository institute(s) are to be chosen with the advice of the squadron's treasurer. For planning purposes, operating funds shall approximate 150% of the squadron's annual operating budget. For investment funds, the squadron may seek out higher yield investments which have been recommended by a qualified professional. Finally, the Executive Committee shall approve the budget, including any investment decisions, for submission to the members.

**6.7.7** Enforce the authority given it under these bylaws and take any necessary action consistent with USPS policy to advance the best interests of this squadron.

**6.7.8** With the assistance and cooperation of the Educational Department, determine which courses and programs are to be offered during the squadron teaching year, and the times and locations thereof.

**6.7.9** Invite the law officer to its meetings when legal expertise is desirable. The law officer shall be entitled to speak at such meetings but shall not be entitled to vote.

**6.7.10** Annually appoint one member to the Planning Committee and one member to the Budget/Finance Committee to replace the members completing their final year on each committee.

## **General Committees**

**Section 6.8** The **Nominating Committee** shall select a candidate for each elective office and for the chairman and members of each elective committee provided for herein and shall submit its written report to the secretary at least 40 days prior to the annual meeting.

**6.8.1** Other than interviews with potential nominees, no member of this committee shall comment upon or discuss committee business with any non-member of this committee and, other than the nominations report, no non-member of this committee shall be entitled to receive any information concerning the committee's deliberations.

**6.8.2** No member of this committee may also serve on the bridge; nor may a member be nominated by this committee for assumption of any bridge office commencing less than one year after the member's service on this committee ends; nor may any members serve again on this committee for at least one year after their service on this committee ends. For the purposes of this section a year shall be deemed to be the normal watch of bridge officers.

**Section 6.9** The **Rules Committee** shall be the guardian of adherence to the USPS bylaws, USPS policy and squadron bylaws. The committee members shall remain familiar with the current edition of *Model Bylaws for Squadrons of USPS* and prepare recommendations as necessary to keep this squadron's bylaws consistent with USPS policy. It shall prepare the wording of proposed amendments as may be directed by the Executive Committee, the membership or proposed on its own initiative.

**Section 6.10** The **Auditing Committee** shall examine all records of the treasurer as of the last day of the squadron fiscal year and submit a report of its findings for action by a membership meeting not more than 60 days after the end of the fiscal year. An additional audit shall be performed and reported to the membership within 60 days should a different individual assume the office of treasurer prior to the end of the fiscal year.

## ARTICLE 7

### Dues and Entrance Fees

**Section 7.1** The entrance fees and annual dues of dues-paying classes of membership shall be reviewed each year by the Executive Committee, and its recommendations for the following year shall be presented to and voted upon by the voting members no later than the last regular squadron meeting prior to 1 February. Such fees and dues shall be as so determined provided, however, that in the event no such fees or dues are so fixed for any USPS dues year, fees and dues shall be the same as for the preceding year.

**Section 7.2** The dues of this squadron shall be due and payable, in advance, at the same time as USPS dues are due and payable.

**7.2.1** Associate member dues and fees, if any, shall be billed by and paid directly to this squadron.

**Section 7.3** An entrance fee, in an amount recommended by the Executive Committee and approved by the voting members, may be required as a prerequisite to any class of membership except honorary membership. Such entrance fee shall be paid at the time of acceptance of the individual into membership.

**Section 7.4** Dues for new members are payable with their membership application. The member's anniversary date becomes the first day of the month that the membership application form is accepted. Dues for all subsequent years shall be payable annually on or before the member's anniversary date.

**Section 7.5** Non-payment of squadron dues may be excused by the Executive Committee, but nothing herein shall authorize the waiver of dues to USPS or of any amount intended to defray a per capita assessment of the squadron by its district.

**Section 7.6** Members of all classes of USPS membership otherwise eligible to receive instruction or examination in any course may not do so unless in good standing and not in arrears for dues or other indebtedness to this squadron or USPS.

## ARTICLE 8

### Resignations, Transfers and Reinstatements

**Section 8.1** Resignations, transfers and reinstatements shall be accomplished in accordance with USPS policy.

**Section 8.2** Reinstatement requests from former members who have voluntarily terminated membership in this squadron shall be treated as follows:

**8.2.1** Those who apply for reinstatement within two years of termination of membership shall be reinstated upon the payment of annual dues for the current year and squadron indebtedness (if any).

**8.2.2** Reinstatement requests received two or more years after termination of membership shall be reviewed as follows:

(a) Upon receipt of a request for reinstatement, the Executive Committee shall, in closed session, determine whether any committee member is against reinstatement. If there are no such members, the applicant shall be reinstated as in 8.2.1 herein.

(b) If any Executive Committee member expresses intent to vote against reinstatement, the specific grounds for such vote shall be recorded in the minutes of the closed session (but not divulged to non-members of the Executive Committee). At its next meeting, the Executive Committee shall, in closed session, vote on the question, "Shall (name) be refused reinstatement?" A two-thirds vote shall be required to refuse reinstatement; otherwise the applicant shall be reinstated as in 8.2.1 herein.

(c) If reinstatement is refused, the squadron secretary shall, within five days, notify the national secretary of such refusal and the specific grounds therefore. In such case the former member shall be eligible for reinstatement in USPS as an unattached member.

## ARTICLE 9

### Meetings, Notices and Quorums

**Section 9.1** Regular squadron business meetings shall be held at the times, dates and locations as scheduled by the squadron membership. A calendar of meetings should be proposed by the Executive Committee and approved by the membership at the annual meeting. Revisions to the calendar may be approved by the members at any regular or special meeting. The Executive Committee may change the location of any meeting, provided that at least 7 days notice is given to the members. The Executive Committee may designate other times and places for such regular business meetings upon proper notice.

**Section 9.2** If a holiday or other circumstance makes it impractical to hold any meeting as provided herein, the Executive Committee may waive such meeting or set another meeting date. The membership shall be notified accordingly.

**Section 9.3** The annual meeting shall be held in the month of *[specify month]* at such time and place as the Executive Committee may designate, at which time an election of officers and members of elective committees, including the chairmen thereof, shall be held. Written notice of the annual meeting, containing a list of all active members nominated by the Nominating Committee for election to positions within this squadron, shall be sent to each voting member by the secretary, in such manner as determined by the Executive Committee, at least 30 days prior to such meeting.

**Section 9.4** The secretary shall provide a list of all nominees by petition as provided by 11.1 herein and shall give notice thereof to all voting members in such manner that it will reach them at least seven days prior to the date of the election.

**Section 9.5** At the discretion of the commander or the Executive Committee, special membership meetings may be called at any reasonable time, and shall be called by the secretary upon written request of at least 10 percent, but not less than six, voting members. Special meetings of the Executive Committee may be called by the commander or upon written request by five or more members of the Executive Committee.

**Section 9.6** Except as provided in 9.3 herein, notices of all regular and special meetings of this squadron and of the Executive Committee shall be mailed to the last known address of each member entitled to receive such notice at least 20 days prior to regular meetings, and at least 10 days prior to special meetings. The inclusion of a Notice of Meeting in an official squadron publication mailed the required time before such meeting will be deemed to comply with the foregoing provisions.

**9.6.1** Electronic communication may be used for notices provided the recipient has agreed [*Option: Insert, only if required by applicable state statute, "in writing"*] to accept electronic messages in lieu of physical mail and the message is transmitted to the member's facsimile machine or last e-mail address of record on or before the applicable deadline for dispatching notice. [*Option: Remove the following one sentence if the above option to*

*include “in writing” is selected*] Providing an e-mail address or fax number shall constitute an agreement to receive notices electronically. Electronic transmission of an official squadron publication containing such notice shall be deemed to comply with this requirement provided it is transmitted in its entirety.

**9.6.2** Meetings of the Executive Committee may, when necessary, be conducted by electronic means, as defined by the currently available technology, provided that all other applicable sections of Article 9 are adhered to. Such meetings must be announced to all involved members and provision shall be provided for any member who wishes to monitor the proceedings and comment to the meeting any questions or concerns as if they were meeting in person. *[Note: Incorporated squadrons should consult their applicable state regulations, since laws are known to vary.]* Electronic meetings shall not exceed 25 percent of the Executive Committee meetings in any calendar year and shall not be used for general membership meetings.

**Section 9.7** At any regular or special meeting, 10 per cent of the membership qualified to vote, as determined by the records of this squadron, shall constitute a quorum.

**Section 9.8** A quorum for any committee of more than two persons shall be a majority of its members.

**Section 9.9** Voting at regular and special meetings shall be as follows:

**9.9.1** Each voting member qualified and present in this squadron shall have one vote on each question.

**9.9.2** Voting shall be by voice unless a poll is demanded by a member duly qualified to vote, in which event votes shall be cast by a show of hands. Upon a motion supported by at least one-fifth of the voting members present a roll call vote shall be held. The presiding officer may require that voting be by secret ballot if circumstances warrant.

**9.9.3** The presiding officer shall vote only to create or decide a tie, or to cast a secret ballot.

**9.9.4** Voting at an election shall be as provided in 11.5 herein.

## ARTICLE 10

### Order of Business and Rules of Order

**Section 10.1** Unless otherwise resolved by the active members or proposed by the presiding officer without dissent at the outset of the meeting, the following order of business shall be observed at all meetings of the membership and the Executive Committee:

- Determination of quorum
- Approval of the minutes of the preceding meeting
- Reports of officers
- Reports of committees
- Communications
- Unfinished business
- Elections
- New business

**Section 10.2** Orderly parliamentary procedure shall govern at all meetings. All questions of procedure not otherwise covered herein or by USPS policy shall be determined in accordance with the most recent currently available edition of *Robert's Rules of Order Newly Revised* by the chairman of the Rules Committee or his designee. However, if the rules chairman is absent, the presiding officer shall designate the parliamentarian. The person serving as parliamentarian shall be identified at the outset of the meeting.

# ARTICLE 11

## Nominations, Elections and Voting

**Section 11.1** Candidates for elective positions to be voted upon at the annual meeting may be nominated (1) by the Nominating Committee as herein provided or (2) by petition in writing signed by at least five active members in good standing and filed with the secretary at least 15 days before the date of election.

**Section 11.2** The educational officer and the assistant educational officer (if any) are members of the USPS Educational Department, and shall be nominated and elected only after their qualifications have been approved by the national educational officer's designee.

**Section 11.3** If vacancies exist in the properly formulated slate of nominees at the time of the election, they shall be filled by nominations from the floor duly made by voting members.

**Section 11.4** No active member shall be eligible for nomination without first signifying willingness and ability to serve if elected.

**Section 11.5** At any election, each voting member qualified and present in this squadron shall have one vote for each office to be filled. Voting shall be in the following manner:

**11.5.1** Cumulative voting is prohibited.

**11.5.2** Election to an uncontested office may be by a supported motion and a ballot cast and recorded by the secretary.

**11.5.3** Election to a contested office shall be by secret ballot, unsigned and cast in person. Such elections shall be determined by a judge of election and not less than three tellers, all of whom shall be appointed by the commander. The secret ballots shall be delivered to the judge of election and opened and inspected by the tellers, and the final results shall be tabulated and announced to the members before the close of the meeting.

**11.5.4** Polls shall remain open for no more than one hour after the election is initiated as an order of business.

# ARTICLE 12

## Miscellaneous

**Section 12.1** Any person collecting funds for any activity of this squadron shall be prepared at all times to make a full and complete accounting of the same to the commander and to the Executive Committee.

**Section 12.2** No member shall contract any bills in the name of this squadron unless previously authorized by the Executive Committee or by the adopted budget.

**Section 12.3** When any account authorized by the Executive Committee or by the adopted budget is closed, any excess funds therein and a complete accounting shall be promptly turned over to the treasurer.

**Section 12.4** No person shall take advantage of USPS membership status in order to achieve personal gain or remuneration.

**Section 12.5** The squadron's fiscal year shall be for twelve consecutive months beginning on the first day of \_\_\_\_\_ each year.

**Section 12.6** All publications or notices of any nature issued by this squadron shall have the prior approval of the commander or the Executive Committee before being sent to members or to the public.

## ARTICLE 13

### Discipline

**Section 13.1** Matters of discipline shall be considered and handled in accordance with USPS policy.

## ARTICLE 14

### Flags, Uniforms, Insignia and Etiquette

**Section 14.1** Flags, uniforms, insignia and matters of etiquette shall conform to USPS policy.

## ARTICLE 15

### Squadron Publication

**Section 15.1** The official squadron publication shall be known as “\_\_\_\_\_”

## ARTICLE 16

### Distribution of Assets after Termination

**Section 16.1** No member of this squadron shall have, as an individual, any interest in or title to the assets of USPS or of any district or squadron, and such assets shall be devoted exclusively to the purposes of USPS, the district or this squadron.

**Section 16.2** In the event of dissolution and voluntary surrender, or of revocation of this squadron’s charter, all assets then belonging to this squadron shall be assigned to USPS or to another organization which qualifies for tax exemption (under Section 501(c)(3) of the Internal Revenue Code of 1986, as from time to time amended, and any rules and regulations promulgated thereunder, or such other section of the code (by which USPS is exempt) or of the State the squadron may be incorporated in, as selected by the Executive Committee and approved by a quorum of the membership of the squadron. If no such body exists or no selection is made, the assets of this squadron shall be assigned to USPS. If such assets include or have been bequests, gifts over \$10,000 or endowments, the distribution of these assets will be subject to the review of the District Law Officer and approved by the District Council.

## ARTICLE 17

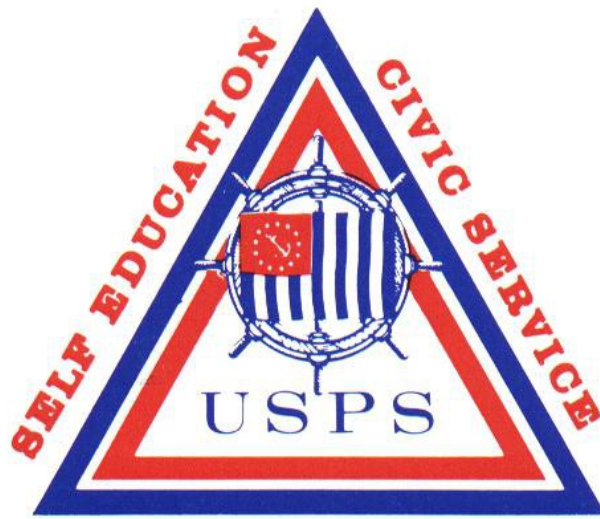
### Amendments

**Section 17.1** These bylaws may be amended, subject to the approval of the USPS Committee on Rules, by a two-thirds vote of the voting members qualified and present at any regular or special squadron meeting, provided that a quorum is present at the time the vote is taken and (1) the proposed amendments are stated in full in the notice of the meeting at which action is to be taken thereon, or (2) an announcement of the proposed amendments was given to each member and multiple copies of the old and the proposed bylaws are made available to the members at two or more consecutive general membership meetings at least 20 days apart (the last such meeting may be the meeting at which the vote is taken).

**Section 17.2** When any proposed amendments are properly placed before any meeting for consideration, they may, before final action is taken thereon, be changed by a majority vote, provided the change is germane to the subject of the amendment under consideration.

**Section 17.3** Amendments to these bylaws shall not become effective until approved by the USPS Committee on Rules. Notice of such approval is to be provided by the squadron secretary to each active member. Notice of approval in the squadron publication, duly issued and circulated, shall fulfill the above requirement.

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**FRATERNAL  
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