

Hanover Seaside Club
Proposed Constitutional Changes - 2012
Approved by the Executive Committee 10/17/12

Current Constitution (highlighted text will be deleted or moved)	Proposed Revision (Numbers in () relate only to proposals and will not be included in the text of the revised Constitution)
I:1 The name of this Club shall be the HANOVER SEASIDE CLUB, INC. (sometimes referred to herein as "Club"). The officers shall consist of a President, a Vice President, and a Secretary-Treasurer, to be elected from the Regular Membership of the club at the Annual Meeting, yearly, with no limitation on consecutive years of service.	I:1 The name of this Club shall be the HANOVER SEASIDE CLUB, INC. (sometimes referred to herein as "Club"). The officers shall consist of a President, a Vice President, and a Secretary-Treasurer to be elected from the Regular Membership of the club at the Annual Meeting. (1) Officers are elected for staggered terms of three (3) years and may serve two consecutive terms. (2) When an Officer's term expires, a period of three (3) years shall elapse before seeking any position of the Board. (3) To run for an Officer of the Board one must have served one term on the Board as a Director (4) and be paying full membership dues regardless of age. NOTE: The Board will develop a transition plan for changing to staggered terms if proposal 1 passes. After the first year, one officer will be elected each year for a term of three years.
I:2 The Club shall be located at Wrightsville Beach, New Hanover County, North Carolina.	I:2 The Club shall be located at Wrightsville Beach, New Hanover County, North Carolina. (5) The Hanover Seaside Club is a private, family oriented, multi-generational beach club dedicated to providing facilities, and social and recreational activities for its members and their guests.
I:3 There shall be a committee known as the Executive Committee, composed of nine (9) Regular Members, six (6) of whom shall be elected from the Regular Membership of the Club, two (2) at each Annual Meeting to serve for a period of three (3) years. The other three (3) members of the Executive Committee shall consist of the President, Vice President, and Secretary-Treasurer. No person, excluding the officers, shall serve on the Executive Committee for more than three (3) consecutive years. (3/10/07) A period of one (1) year shall elapse before such person may be eligible for election to the Executive Committee for another period of two (2) years.	I:3 There shall be a committee known as the (6) Board of Directors (herein referred to as Board) , composed of nine (9) Regular Members, six (6) of whom shall be elected from the Regular Membership of the Club, two (2) at each Annual Meeting to serve for a period of three (3) years. The other three (3) members of the Board shall consist of the President, Vice President, and Secretary-Treasurer. No person, excluding the officers, shall serve on the Board for more than three (3) consecutive years. (3/10/07) A period of one (1) year shall elapse before such person may be eligible for election to the Board for another period (7) of three (3) years.
II:1 At the Annual Meeting of the Club, as provided in Article IV below, the Nominating Committee (consisting of three (3) Regular Members appointed annually by the President) will recommend to the Regular Membership the nominees for President, Vice President, and Secretary-Treasurer, and further recommend four (4) nominees to the Executive Committee. The names of the Nominating Committee will be posted at the Club no later than August 15, of each year.	II:1 At the Annual Meeting of the Club, as provided in Article IV below, the Nominating Committee (consisting of (8) appointed annually by the Board) will recommend to the Regular Membership (9) the nominees for officers , and further recommend (10) at least four (4) nominees to the Board. The names of the Nominating Committee will be posted at the Club no later than August 15, of each year.
II:4 The Secretary-Treasurer shall keep a correct record of all proceedings of meetings of the Club, shall keep in a safe depository all monies of the Club, and shall make and preserve an accurate record of all receipts and disbursements of the same. He/she shall collect from each applicant for membership the membership fee and the annual dues, fines and any assessments from all members. Should any member fail to pay his or her annual dues or any constitutionally imposed assessment within the term prescribed, the Secretary-Treasurer shall at once report his or her name to the Executive Committee. He/she shall be at his post at all meetings, and in the event he/she is unable to be present, he/she must send his books and any other papers necessary to conduct the business of the meeting. He/she shall be Secretary to the Executive Committee. He/she shall disburse all monies and take proper receipts for the same, and shall, from time to time, at the request of the Executive Committee, make a report of the financial condition of the Club, but no bills shall be paid, except routine bills, until they have been approved by either the President, Vice President, or the Executive Committee. He/she shall make a full report on all transactions of his office and the status of the membership and the finances, at each Annual Meeting of the Club.	II:4 The Secretary-Treasurer (11) shall be corresponding secretary and shall keep in a safe depository all monies of the Club, and shall make and preserve an accurate record of all receipts and disbursements of the same. He/she shall collect from each applicant for membership the membership fee and the annual dues, fines and any assessments from all members. Should any member fail to pay his or her annual dues or any constitutionally imposed assessment within the term prescribed, the Secretary-Treasurer shall at once report his or her name to the Board. He/she shall be at his post at all meetings, and in the event he/she is unable to be present, he/she must send his books and any other papers necessary to conduct the business of the meeting. He/she shall disburse all monies and take proper receipts for the same, and shall, from time to time, at the request of the Board, make a report of the financial condition of the Club, but no bills shall be paid, except routine bills, (12) until they have been approved by the Board. He/she shall make a full report on all transactions of his office and the status of the membership and the finances, at each Annual Meeting of the Club.

<p><i>II:5 The position of Recording Secretary does not exist in the current Constitution.</i></p>	<p>(13) II:5 The Recording Secretary, appointed by the Board, shall keep a correct record of all proceedings of meetings of the Club. He/she shall be Secretary to the Board. NOTE: If this passes, the remaining sections in Article 2 will be renumbered. Example - II:5 becomes II:6.</p>
<p>II:5 It shall be the duty of the Executive Committee to make all contracts for the current or routine expenses of the Club, but shall not borrow money and contract debts (other than contracts for the current or routine expenses of the Club) except by the authority of the Club. They shall have charge of all property of the Club and shall see that the same is properly cared for; they shall have power to hire and pay all employees of the Club and prescribe their duties and to dismiss them with justifiable cause; they shall have the power to prescribe all necessary provisions for the management of the Club, to make all necessary requirements for the regulation of the conduct of the members and to impose penalties at their discretion. It shall be their duty to see that the Charter and Constitution are at all times complied with, and all by-laws and regulations rigidly enforced; they shall appoint a Membership Committee consisting of three (3), who shall serve for one year and until their next successors are appointed, whose duty shall be to pass upon all applications for membership. The members of this Committee shall not be divulged. In the discharge of their duties, the Executive Committee shall always observe the limitations of the Constitution and by-laws. Should there be a vacancy in both the offices of the President and Vice President, the Executive Committee shall fill the same until the Club shall elect. Any member failing to attend two (2) consecutive meetings of the Executive Committee, unless prevented by sickness or absence from town, shall cease to be a member thereof and the Committee shall fill the vacancy. The Executive Committee shall also be the permanent Building Committee, and shall supervise and direct all repairs and improvements and additions to the property of the Club, and it shall be their duty to insure the same against fire, extended coverage, vandalism, storms, and any other perils as deemed appropriate. The Executive Committee shall also be empowered and authorized to perform any and all duties specifically provided for by this Constitution. Note: The shaded text is moved to III:2 in the proposed amendment.</p>	<p>II:5 It shall be the duty of the Board to make all contracts for the current or routine expenses of the Club, but shall not borrow money and contract debts (other than contracts for the current or routine expenses of the Club) except by the authority of the Club. (14) The Board shall assure that all financial records are maintained in accordance with current Generally Accepted Accounting Practices (GAAP) standards. They shall have charge of all property of the Club and shall see that the same is properly cared for; they shall have power to hire and pay all employees of the Club and prescribe their duties and to dismiss them with justifiable cause; they shall have the power to prescribe all necessary provisions for the management of the Club, to make all necessary requirements for the regulation of the conduct of the members and to impose penalties at their discretion. It shall be their duty to see that the Charter and Constitution are at all times complied with, and all by-laws and regulations rigidly enforced. In the discharge of their duties, the Board shall always observe the limitations of the Constitution and by-laws. (15) If a vacancy occurs on the Board of Directors the Board will appoint a member to fill the vacancy until the next Annual meeting at which time the members will elect a person to complete the unexpired term. (16) Any member failing to attend two (2) consecutive regularly scheduled meetings of the Board, unless prevented by sickness, absence from town, or job related absence shall cease to be a member thereof and the Committee shall fill the vacancy. The Board shall also be the permanent Building Committee, and shall supervise and direct all repairs and improvements and additions to the property of the Club, and it shall be their duty to insure the same against fire, extended coverage, vandalism, storms, and any other perils as deemed appropriate. (17) The Board will establish rules and policies for voting by e-mail for the Board and Standing Committees. The Board shall also be empowered and authorized to perform any and all duties specifically provided for by this Constitution. (18) Six (6) Board members constitute a quorum for all Board Meetings.</p>
<p>II:6 The Membership Committee shall receive all applications for membership in the Club from the President. It shall then be the duty of the Membership Committee to thoroughly investigate each applicant, especially as to character, moral habits, business or professional standing in the community, and any other facts that would be of assistance to the Committee in passing on the applicant.</p>	<p>(19) II:6 Moved to III:2 Information on the Membership Committee is located in three (3) different sections of the current Constitution. The proposal is to put all of the information in one area.</p>
<p>III:1 All members shall be subject to the rules and regulations of the Club, as may be adopted by the Executive Committee, and a willful and persistent disregard of the same shall work the loss of membership or imposition of fine as may be determined by the Executive Committee at its discretion. Provided; however, the Executive Committee shall not impose a fine or terminate a membership unless and until such member has been afforded an opportunity to meet with the Executive Committee at a time and place determined by said Committee. In the event the Executive Committee determines that a member has willfully and persistently disregarded the rules and regulations of the Club, the Executive Committee may, by unanimous vote, terminate such members membership, or in lieu of terminating member, impose a fine upon such member.</p>	<p>III:1 All members shall be subject to the rules and regulations of the Club, as may be adopted by the Board, and a willful and persistent disregard of the same shall work the loss of membership or imposition of fine as may be determined by the Board at its discretion. (20) In the event the occurrence is of such serious nature as to pose a threat to the health, safety, or welfare of any member or guest, the Board may take action to revoke membership after a single occurrence. Provided; however, the Board shall not impose a fine or terminate a membership unless and until such member has been afforded an opportunity to meet with the Board at a time and place determined by said Committee. In the event the Board determines that a member has willfully and persistently disregarded the rules and regulations of the Club, the Board may, by unanimous vote, terminate such members membership, or in lieu of terminating member, impose a fine upon such member</p>

III:2 All applications or proposals for membership shall be made to the President who shall present it to the Membership Committee for their recommendation to the Executive Committee. One (1) negative vote by the Executive Committee against an applicant shall reject the said applicant from membership in the Club. The rejected application cannot be re-submitted for membership for a period of one (1) year.

(21) III:2 The Board shall appoint the Membership Committee, consisting of three (3) regular members, who shall serve for one (1) year and until their successors are appointed. The identities of the membership committee shall not be divulged. The members of the committee shall receive all applications for membership from the Secretary-Treasurer.
 It shall then be the duty of the Membership Committee to thoroughly investigate each applicant, especially as to character, moral habits, business or professional standing in the community, and any other facts that would be of assistance to the Committee in passing on the applicant.
(22) A unanimous vote is required from the Board of Directors to approve each application. A rejected application cannot be re-submitted for membership for a period of one (1) year.

III:3 At the Annual Meeting, dues and initiation fees may be proposed by the Executive Committee and approved at that time.

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(23) or a Special meeting called for that purpose, dues and initiation fees may be proposed by the Board of Directors and approved at that time.

III:6. "Initiation Fees. The initiation fee for joining the Hanover Seaside Club will be \$5,000.00. (3/23/07) The initiation fee for children of members in good standing, provided they apply and are accepted for membership in accordance with Section 2 of this Article when first eligible - which is on or before their 24th birthday, unless marrying in which case it will be on or before the date of marriage; will be per the following table: (03-19-2010)

# Yr	% Initiation
2	80
3	75
4	70
5	65
6	60
7	55
8	50
9	45
10	40
11	35
12	30
12+	20

III:6. "Initiation Fees.
(24) The initiation fee for joining the Hanover Seaside Club will be \$10,000.00. (3/2/13) The initiation fee for children of members in good standing, provided they apply and are accepted for membership in accordance with Section 2 of this Article when first eligible - which is on or before their 24th birthday, unless marrying in which case it will be on or before the date of marriage; will be per the following table: (03-19-2010)

# Yr	% Initiation
2	40
3	37.5
4	35
5	32.5
6	30
7	27.5
8	25
9	22.5
10	20
11	17.5
12	15
12+	10

IV:1 A two thirds (2/3) majority of those present at a meeting may change the Constitution, provided notice of such change shall be made by mail ten (10) days prior to such meeting, a copy of proposed changes mailed to all Regular Members.

IV:1 A two thirds (2/3) majority of those present at a meeting may change the Constitution, provided notice of such change shall
(25) be mailed thirty (30) days prior to such meeting, a copy of proposed changes mailed to all Regular Members.

IV:2 The Annual Meeting shall be held during the month of February or March in Wilmington, or at the Club House, as the Executive Committee may select, of which the Regular Members shall be duly notified by mail. (3-17-00) Special Meeting may be called at the discretion of the President, or by written request of twenty-five (25) Regular Members (husband and wife counted as one). No quorum shall be necessary for a properly called Annual Meeting. Fifteen percent (15%) shall constitute a quorum at a Special Meeting. (1-29-88). Notice of all Special Meetings shall be sent by mail to the Regular Membership, and the purpose and object of same clearly set forth. No other business than that noted in the call shall be acted upon at any Special Meeting. Each Regular Member (husband and wife - one [1] vote) shall have one (1) vote at all meetings, which vote must be cast in person.

IV:2 The Annual Meeting shall be held
(26) no later than February 28 in Wilmington, or at the Club House, as the Board may select, of which the Regular Members shall be duly notified by mail
(27) at least thirty (30) days in advance.
 (3-17-00) Special Meeting may be called at the discretion of the President, or by written request of twenty-five (25) Regular Members (husband and wife counted as one). No quorum shall be necessary for a properly called Annual Meeting. Fifteen percent (15%)
(28) of the Regular membership shall constitute a quorum at a Special Meeting. (1-29-88). Notice of all Special Meetings shall be sent by mail to the Regular Membership
(29) at least thirty (30) days in advance, and the purpose and object of same clearly set forth. No other business than that noted in the call shall be acted upon at any Special Meeting. Each Regular Member (husband and wife - one

	[1] vote) shall have one (1) vote at all meetings, which vote must be cast in person.
V:1:C SEASONAL MEMBERS - A "Seasonal Member" is a member who is not permitted to vote, hold office, or attend Club meetings. A Seasonal Member shall not be subject to assessments.	V:1:C SEASONAL MEMBERS - A "Seasonal Member" is a member who is not permitted to vote, hold office, or attend (30) the Annual Meeting or Special meetings of the Regular Membership. A Seasonal Member shall not be subject to assessments. (31) A Seasonal Member may serve on a standing committee unless otherwise specified.

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