



119th Annual Meeting of the Hanover Seaside Club

2:00 pm

Saturday, January 21, 2017 at the Club

Minutes

1. Agenda and Minutes
 - a. Welcome—President Cockrum called the meeting to order and welcomed all members present.
 - b. Additions to Agenda –President Cockrum noted that changes to the Club Constitution mailed with the meeting notice had inadvertently been left off the agenda and should be included under New Business as an amendment. Eelco Tinga, Jr. moved to table changes to the Club Constitution from the agenda. Motion failed.
 - c. Approval of 2017 Annual Meeting Agenda—Elise Beall moved to accept agenda as amended by President Cockrum. Motion passed.
 - d. Approval of minutes of February 2016 Annual Meeting—President Cockrum presented the Minutes of the February 2016 Annual Meeting for consideration and approval. With no changes required, the call to approve was passed by voice vote.
2. Old Business
 - a. 2016 Financial Report—Steve Lee, Secretary-Treasurer presented the *Profit and Loss Statement for FY 2015-2016* and the *Balance Sheet for the FY Ending October 31, 2016* and entertained questions from members. These two documents are archived on the Club Website.
 - b. Other Old Business—President Cockrum reported that the Club had finally been awarded a permanent ABC permit.
3. New Business
 - a. Elections
 - i. Nominating Committee Report – Nominating Committee Chair Elise Beal presented the slate from her committee:

1. President—Eelco Tinga, Jr.
 2. Vice President—Tom Cheatham
 3. Secretary-Treasurer—Steve Lee
 4. Board Member—Lee Lambert, Mike Pridgen, Andrew Walden, Mark Wilson
- ii. Nominations from the Floor—President Cockrum called for nominations from the floor for President, Vice-President, and Secretary-Treasurer. Hearing none, President Cockrum declared the following officers elected for a one year term by acclimation:
1. President—Eelco Tinga, Jr.
 2. Vice-President—Tom Cheatham
 3. Secretary-Treasurer—Steve Lee
- iii. Nominations from the Floor—President Cockrum called for nominations from the floor for Board Members. None being heard, the nominations for Board Member were closed
- iv. Comments by candidates with questions and answers following—Each Board Member candidate was given two minutes to speak to members.
- v. Secret ballot election of new Officers and Board members was conducted. The Tellers were excused to tally the votes.
- b. Financial and Administrative Items
- i. Recommended budget proposal for 2017—Steve Lee, Secretary-Treasurer presented the *Budget for 2016-2017* as approved by the Board of Directors in November, 2016. After discussion, President Cockrum called for a vote. Budget approved by voice vote.
 - ii. Recommended dues proposal for 2018—Steve Lee, Secretary-Treasurer presented a motion approved by the Board: The Board of Directors recommend that the dues for the 2017-2018 shall be set at \$450.00. After discussion President Cockrum called for a vote. Motion approved by voice vote.
 - iii. Establish date for 2018 Annual Meeting—The date for the 2018 Annual Meeting of the Hanover Seaside Club was set for January 20th, 2018 at 2:00PM.
 - iv. Constitutional Changes—Six changes to the Club Constitution recommended by the Board of Directors were presented one at a time in accordance with the

following Schedule of Proposed Revisions to the Constitution of the Hanover Seaside Club. Each proposed change was discussed and a vote was taken on the section in question. Each of the six changes passed as written.

Schedule of Proposed Revisions to the Constitution of the Hanover Seaside Club

NOTE: Highlighted grey rows reflect the new language if the revision passes. The underlined text in each highlighted grey row reflects the specific change in language.

Current Article II, Section 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 Board] will recommend to the Regular Membership at least two (2) nominees for each officer and further recommend at least four (4) nominees to the Board. (3/2/13) The names of the Nominating Committee will be posted at the Club no later than August 15 of each year.

1 **Proposed Revision to Section 1.** At the Annual Meeting of the Club, as provided in Article IV below, the Nominating Committee [consisting of three (3) Regular Members by the Board] will, if possible, recommend to the Regular Membership at least two (2) nominees for each officer and further recommend at least four (4) nominees to the Board. (3/2/13) The names of the Nominating Committee will be posted at the Club no later than August 15 of each year.

Current Article II, Section 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 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 be Secretary to the Board. 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, until they have been approved by either the President, Vice President, or the Board. He/she shall make a full report on all transactions of his/her office and the status of the membership and the finances, at each Annual Meeting of the Club.

2 **Proposed Revision to Section 4.** The Secretary-Treasurer shall insure that a correct record of all proceedings of meetings of the Club is maintained, 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 be Secretary to the Board. 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, until they have been approved by either the President, Vice President, or the Board. He/she shall make a full report on all transactions of his/her office and the status of the membership and the finances, at each Annual Meeting of the Club.

Current Article II, Section 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. The Board shall assure that all financial records are maintained in accordance with current Generally Accepted Accounting Practices (GAAP) standards. (3/2/13) 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,

3

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. 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.(3/2/13) 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 Board shall fill the vacancy. (3/2/13) 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. The Board shall also be empowered and authorized to perform any and all duties specifically provided for by this Constitution. Six (6) Board members constitute a quorum for all Board Meetings. (3/2/13)

Proposed Revision to Section 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. The Board shall assure that all financial records are maintained in accordance with current Generally Accepted Accounting Practices (GAAP) standards. (3/2/13) 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. 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.(3/2/13) 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 Board shall fill the vacancy. (3/2/13) 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. The Board shall receive approval from 2/3 of the regular members present and voting at a correctly called meeting prior to the purchase or sale of any real property. The Board shall also be empowered and authorized to perform any and all duties specifically provided for by this Constitution. Six (6) Board members constitute a quorum for all Board Meetings. (3/2/13)

Current Article III, Section 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. A two-thirds (2/3) majority vote of the entire Board of Directors is required to approve each application. (2/8/14) A rejected application cannot be re-submitted for membership for a period of one (1) year. (3/2/13)

4

Proposed Revision to Section 2. The Board shall appoint the Membership Committee, consisting of five (5) 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. A two-thirds (2/3) majority vote of the entire Board of Directors is required to approve each application. (2/8/14) A rejected application cannot be re-submitted for membership for a period of one (1) year. (3/2/13)

Current Article III, Section 4. The membership year shall be from April 1 of the current year through March 31 of the following year. (2/8/14) Any member failing to pay annual dues by April First (1/29/93) of each year shall be automatically suspended and shall be denied the privileges of membership until such dues are paid. Acceptance of full arrears and restoration of membership shall be within the discretion of the Board.

- 5 **Proposed Revisions to Section 4.** The membership year shall be from March 1 of the current year through the last day of February of the following year. (2/8/14) Any member failing to pay annual dues by March first (1/29/93) of each year shall be automatically suspended and shall be denied the privileges of membership until such dues are paid. Acceptance of full arrears and restoration of membership shall be within the discretion of the Board.

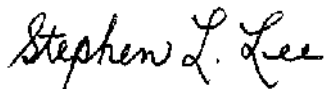
NOTE: If passed, this change will take effect for 2018.

Add New Article V, Section 2, (J). (New Membership Classification)

- 6 (J) A “Member Emeritus” is an individual regular or seasonal member who is permanently homebound or living in a care facility and is unable to use the facilities of the Club. This classification does not apply to married couples unless both are permanently unable to use Club facilities. A request for change in status must be made by the member, a near family member (mother, father, son, daughter, brother sister, niece, or nephew) or legal guardian. Upon Board approval for the member to transfer into this to this classification, any dues, assessments or other fees will be waived. Regular “Members Emeritus may not attend meetings nor may they vote. This classification of membership will not count for determining Constitutional limits set in Article V, Section 3.

4. Election results—Teller Chairperson Ed Vosnock announced that Mike Pridgen and Mark Wilson were elected to the position of Board Member.
5. Remarks by Incoming President—President Elect Eelco Tinga, Jr. noted that it was an honor to be elected president.
6. Recognitions—The following people were recognized for their contributions: Outgoing President John Cockrum; outgoing Vice President Elise Beall; outgoing Board Members Ken Johnson and Bo Wessell; Member John Hancock for exceptional volunteer service.
7. Adjourn – John Cockrum, President

Respectfully submitted,



Steve Lee, Secretary-Treasurer

Minutes approved March 23, 2017 by Board of Directors