

ST. JOHN'S N CLUB CONSTITUTION

**AS AMENDED: 9 MARCH 2019
EFFECTIVE: 2 OCTOBER, 2005**

ARTICLE I NAME

The name of this organization shall be the St. John's N Club, hereinafter referred to as the N Club. All references to JN and N shall also apply to the names of Offshore Navigation and Celestial Navigation respectively.

ARTICLE II PURPOSE

The purpose of the N Club shall be:

- 1. To encourage squadron members to acquire the grade of N and a full certificate.**
- 2. To assist in Squadron's JN (Offshore Navigation) and N (Celestial Navigation) courses.**
- 3. To further develop the skill of existing Ns.**
- 4. To foster social camaraderie among its members.**

ARTICLE III HISTORICAL BACKGROUND

The St. John's N Club was established on September 1, 1968, during its organizational meeting held at the Halifax Yacht Club in Daytona Beach. The purpose of the N Club has remained unchanged since its initial development.

ARTICLE IV MEMBERS

Any member or family member of the United States Power Squadrons in good standing who has attained the grade of Junior Navigator shall be eligible for membership in the N Club.

The Board of Directors may confer honorary membership, and title of Honorary Member upon any person it so wishes to honor. An honorary member shall not pay dues, vote or hold office, but has the privileges of an honored guest at all functions. Membership shall run for thirteen months from the date it is conferred.

ARTICLE V OFFICERS

The officers of the N Club shall be, in order of rank, a Captain, a First Officer, a Secretary and a Purser. Any member of the club that has attained the grade of Navigator or Junior Navigator and is in good standing shall be eligible to hold any office.

ARTICLE VI BOARD OF DIRECTORS

The N Club shall be governed by a Board of Directors consisting of the Captain, as Chairman, the other officers, and two Members-at-Large and the Immediate Past Captain.

ARTICLE VII MEETINGS

- 1. Regular meetings of the N Club shall be held at times coinciding with USPS District 23 Conferences. The meeting at the Spring Conference shall be the Annual Meeting. The business of the Annual Meeting shall include election of officers.**
- 2. Special business and/or educational meetings may be called as specified by the By-Laws.**
- 3. Twenty percent (20%) of the current membership, of which two shall be officers, shall constitute a quorum for all N Club meetings.**
- 4. Procedures in accordance with Roberts Rules of Order, Newly Revised, shall be used in the conduct of the meetings.**
- 5. Notice of a meeting shall be mailed to the last address of record of each member at least 10 days prior to the date of said meeting.**

ARTICLE VIII AMENDMENTS

This Constitution may be amended at any meeting of the N Club by a two-thirds vote of the member present, provided that the proposed amendment shall have been submitted to the Secretary and incorporated in the notice of meeting.

ST. JOHN'S N CLUB BYLAWS

**AS AMENDED: 2 October 2005
EFFECTIVE: 2 October 2005**

ARTICLE I MEMBERSHIP

Application for membership in the N Club by eligible persons shall be made in writing to the Secretary. The application shall be signed by two members of the N Club who shall act as sponsors of the applicant. The application shall also be endorsed by the applicants Squadron Secretary attesting to the applicant's current USPS status and date of qualification as JN or N.

- 1. Applications will be accompanied by the required initiation fee.**
- 2. The applicant will furnish to the Secretary their current address of record and will thereafter as a member be responsible for updating such information as required.**

ARTICLE II DUTIES OF OFFICERS

- 1. Captain – It shall be the duty of the Captain to preside at all N Club and Board meetings. The Captain shall call all**

Board meetings. The Captain shall appoint, subject to approval of the Board, such committees as are necessary, except those so specified in the Bylaws. The Captain shall be a member ex-officio of all committees except the nominating and auditing committees.

- 2. First Officer – The First Officer shall assist the Captain and assume the duties of the Captain in the latter’s absence. In coordination with the duties of the Captain and Purser, the First Officer shall arrange for the program(s) at scheduled meetings, to include providing audio visual equipment (if required for the program).**
- 3. Secretary – The Secretary shall:**
 - keep the minutes and records of all proceedings of the Club and the board;**
 - make a report of the N Club’s activities for the fiscal year at the Annual meeting;**
 - keep a current and accurate roster of all members, including name, address, telephone number, date of attaining the grade of N, date of admission to the N Club and name of Squadron;**
 - give notice of all meetings;**
 - notify officers of their elections;**
 - receive and forward to the Board all eligible membership applications;**
 - notify applicants as to the Board’s decision;**
 - have charge of the record copy of all correspondence, communications, books, documents and papers belonging to the N Club.**
- 4. Purser – The Purser shall receive all dues, application fees, and other monies. In coordination with the Captain, First Officer, and district Meetings Chairman, arrange for the food service at scheduled meetings to include**

selecting the menu, signing contract (if necessary), selling tickets, collecting monies, coordinating the physical arrangements of the meeting room. Receive and, in the name of the N Club, keep in a financial institution, subject to the Board's approval, all funds of the N Club. Keep an accurate and current account of all receipts and expenditures. Pay all bills approved by the Board. Submit a complete and financial report at each Board meeting and at the Annual Meeting. Prior to December, send each member a bill for the following year's dues. Notify those members in arrears on or before 12 March. Report all members who are delinquent at the Annual Meeting.

ARTICLE III

DUTIES OF THE BOARD OF DIRECTORS

- 1. The Board shall meet when called by the Captain.**
- 2. Three (3) Directors shall constitute a quorum of the Board**

The Board shall have general charge of the policy, management and finances of the N Club. As such the Board shall:

- Have custody of all properties of the N Club.**
- Pass on all disbursements before payment by the Purser.**
- Determine the depository for the N Club's funds.**
- Have power to contract expenses for such items as are not contrary to the purposes of the N Club.**
- Have authority to conduct the business of the N Club in**

- **Matters not so covered by the Constitution and Bylaws, subject to the approval at the next regular meeting of the N. Club.**
- **Confirm committee appointments.**
- **Have jurisdiction of all disciplinary matters.**
- **Investigate members' written complaints and conduct hearings and final disposition of same.**
- **Pass on resignations, suspensions, expulsions and reinstatements.**
- **Temporarily fill any vacancy in any elective position of the N Club.**
- **Pass on the applications for membership.**
- **Confer honorary memberships.**

ARTICLE IV ELECTIONS

- 1. A slate of four (4) officers and two (2) Members-at-Large shall be presented at the Annual Meeting.**
- 2. Additional nomination may be made from the floor at the Annual Meeting only with the consent of the nominee.**
- 3. All Officers and Members-at-Large shall be elected by written ballot at the Annual Meeting for any contested position(s) or by consent for any uncontested positions(s) and shall take office immediately.**
- 4. All elective positions shall be for one (1) year; however, incumbents are eligible for re-election.**
- 5. In the event of any position being vacated for any reason prior to the expiration of term of office, that position shall**

be filled as follows: If the vacated position is Captain, then the First Officer shall become Captain; all other vacated positions shall be filled by appointments made by the Captain and ratified by the Board. Such vacancies shall be filled only for the remaining term of office.

ARTICLE V COMMITTEES

1. Admissions

The Board of Directors shall constitute the Committee on Admissions.

A two-thirds (2/3) majority vote of all Committee members present shall be required for approval on all membership applications.

2. Nominating

A Nominating Committee consisting of three (3) members shall be nominated from the floor and elected at the Fall Meeting. of those nominated, the three (3) who obtained the most votes shall be considered elected.

The Nominating Committee, so selected, shall present a slate of four (4) Officers and two (2) Members-at-Large for election at the Annual Meeting.

3. Auditing

Auditing Committee of two (2) members, not including the Purser, shall be appointed by the Captain at the Fall Meeting.

This Committee shall audit all books in time to make its Report at the Annual Meeting.

4. Reports

All committee reports shall be submitted in writing. After acceptance they shall be filed with the Secretary.

ARTICLE VI SPECIAL MEETINGS

In addition to regular meetings, special business or education meetings may be called by the Captain, a majority of the Board, or by written petition of six (6) members in good standing, to the Secretary. This meeting shall be called not later than thirty (30) days from the date of the receipt of the petition. The request and the notice of special business meetings shall state the object for such meeting and only such business as stated, shall be considered at said meeting.

ARTICLE VII FINANCES

1. Initiation Fees

The Initiation fee must accompany the application for membership.

2. Dues

The Annual Dues shall be payable in advance on January for the fiscal year then beginning.

3. Amount

The initiation fee and annual dues are to be determined by majority vote at the regularly scheduled at the Fall Meeting. The amounts to be determined are to remain in effect until changed at another regularly scheduled meeting.

ARTICLE VIII DISCIPLINE

1. Resignation

A resignation of membership shall be made in writing To the Secretary. No resignation shall be accepted while the member is indebted to the N Club or while any charges are pending against the member.

2. Suspension and Expulsion

Any member who is delinquent in dues at the Annual Meeting shall be dropped. Any member may be suspended or expelled by the Board for conduct which in the judgment of the Board is improper, prejudicial, or detrimental to the N Club. A majority vote of the Board shall be required for expulsion.

3. Release

Termination of membership by any means shall act as a release of all rights, title to, or interest in the assets of the N Club.

4. Reinstatement

Application for reinstatement shall be in writing to the Secretary, and may be granted by the Board upon

such terms as the Board shall deem proper.

5. Complaints

Any member or members may make a complaint against any other member or members for suitable and just cause by writing same to the Secretary.

Investigation, hearing, and disposition shall be made by the Board giving complaining and charged members full opportunity for presentation of their case.

ARTICLE IX AMENDMENTS

These Bylaws may be amended at any meeting of the N Club by a two-thirds (2/3) majority of the active members present, provided that the proposed amendment or amendments shall be incorporated in the notice of meeting mailed by the Secretary to all members of the N Club.