



By-Laws of the Charles River Alliance of Boaters, Inc.

Article I

Name

The name of the Association shall be the Charles River Alliance of Boaters, Inc. herein known as CRAB, and it will be principally housed at Community Rowing, 20 Nonantum Road, Brighton, MA 02135

Article II

Purpose

Section 1.

The purpose of CRAB is to provide communication between the boating clubs, boating programs and boating based businesses operating on the Charles River, Boston, Cambridge, Watertown and Newton Massachusetts, to improve boating safety for all boaters and to promote boating opportunities for the public.

Section 2.

The activities of CRAB shall be to coordinate multi-boathouse communication and events to promote boating safety; to promote boating opportunities on the Charles River; to maintain and publicize the CRAB calendar of boating events on the Charles River; to encourage a cooperative boating environment among and for all boating disciplines using the Charles River; to participate in public processes of state agencies on construction projects and other events and issues that may impact boating on the Charles River; and to keep public officials and state agencies aware of boating concerns and activities.

Article III.

Membership

Section 1.

Membership in this organization shall be the Presidents and Commodores of boat clubs, and heads of boating programs or organizations or boating based business based on the Charles River in Boston, or his or her designees.

Section 2.

There shall be various categories of membership as determined by the Executive Board. There shall be, at minimum, Primary membership for full dues paying boat clubs. The Executive Board

may consider Associate and other memberships. Dues of each category shall be determined annually by the Executive Board prior to the Annual Meeting.

Section 3.

Each organization that has paid dues of Primary Membership at the time of founding of CRAB shall be entitled to one vote. Each organization joining after the time of founding that pays dues of Primary Membership for a period of one calendar year and subsequent year is entitled to one vote

Section 4.

No person shall be denied membership due to race, color, religion, national origin, age, sexual orientation or gender.

Article IV

Executive Board

Section 1.

The Executive Board of the Association shall include a President, a Vice President, a Secretary, a Treasurer, three Trustees, and a President Emeritus. The terms of the President, a Vice President, a Secretary, a Treasurer shall be from the close of the annual meeting at which they were elected to the close of the next annual meeting. The terms of the Trustees shall be from the close of an annual meeting at which they were elected to the close of the third successive annual meeting. The terms of the Trustees shall alternate such that only one term ends and begins each year. The President Emeritus shall have no voting privileges within the Executive Committee.

Section 2.

The Executive Board shall meet at the call of the President. A majority of the Board shall constitute a quorum.

Section 3.

The direction of CRAB shall rest with the Executive Board, the President acting as chair.

Section 4.

The President may appoint chairpersons of standing and ad-hoc committees. Standing committees shall be:

- Membership Committee which works to recruit participation from all Charles River boating organizations. The Vice President is an ex-officio member of this committee.
- Rowing Committee which meets on rowing specific matters including rowing safety, traffic pattern issues and rower education.
- Power Boating Committee which meets on power boating specific matters including power boating safety, traffic pattern issues and power boater education.
- Sailing Committee which meets on sailing specific matters including sailing safety, traffic pattern issues and sailor education

- Paddling Committee, which meets on Paddling matters (Canoe/Kayak/Paddle Board and Dragon Boating) including paddling safety, traffic pattern and boater education.
- Events Committee, which coordinates multi-boathouse events to promote boating safety and boating opportunities on the Charles River.

Other standing or ad-hoc committees shall be formed as deemed necessary, with the approval of the Executive Board.

Section 5.

The President is an ex-officio member of all committees.

Section 6.

Nominations for officers and the Executive Board shall be presented by the Rowing, Power Boating, Sailing and Paddling Committees.

Section 7.

The officers of the Executive Board shall be elected at the annual meeting.

Section 8.

Vacancies arising on the Board shall be filled by appointment made by the remaining Board members.

Article V
Meetings

Section 1.

This association shall hold its annual meeting in November for the purpose of election of officers, to receive various reports, and to enact other business. Public notice shall be made by email notification at least 14 days in advance of the meeting.

Section 2.

Additional meetings shall be scheduled as recommended by any special committees and approved by the Board.

Article VI
Funds

Section 1.

Adequate books of account shall be maintained by the Clerk/Treasurer who shall be responsible thereof.

Section 2.

All checks shall be signed by the Clerk/Treasurer and President.

Section 3.

The Executive Board shall appoint an accountant, not an officer, to review the Clerk/Treasurer's books prior to the annual meeting.

Section 4.

The association shall, pursuant and subject to the provisions of Massachusetts General Laws Ch. 156D, Section 8.51, or any successor indemnification provision, indemnify any person who was or is a party, or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative by reason of the fact that he or she is or was a member of the Board of Directors, officer, committee member, employee or agent of the association, against expenses (including attorneys' fees), judgment, penalties, fines, settlements and reasonable expenses actually incurred by the person in connection with the proceeding. The Board is hereby authorized to advance expenses in advance of the final disposition of any claim or proceeding.

Section 5.

The fiscal year of this association shall be from November 1 to October 30.

Article VII

Activities and Dissolution

Section 1.

To accomplish the stated purposes, CRAB shall incorporate as a Federal 501 (c) (3) non-profit entity.

Section 2.

No part of the net earnings of the Association shall inure to the benefit of any member, trustee, director, officer of CRAB, or any private individual (except that reasonable compensation may be paid for services rendered to or for CRAB), and no member, trustee, or officer shall be entitled to share in the distribution of any of the assets upon dissolution of CRAB.

Section 3.

In the event of dissolution of the organization, the assets of CRAB shall be distributed for one or more exempt purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code or corresponding section of any future Federal tax code, or shall be distributed to the Federal Government, or to a state or local government, for a public purpose.

Article VIII

Amendments

These Articles of Association may be amended on prior notice at any meeting of CRAB, by a two-thirds vote of the members present, provided that notice of the proposed change was provided with all notices of the meeting, at least 14 days in advance of the meeting.

Approved 4/18/2013
Amended 11/16/2020