



BYE-LAWS

OF

THE BERMUDA SAILORS' HOME

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Secretary

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INTERPRETATION

1. Definitions

1.1 In these Bye-laws, the following words and expressions shall, where not inconsistent with the context, have the following meanings, respectively:

Act	means The Companies Act, 1981;
Auditor	means the person or firm for the time being appointed as Auditor of the Home;
Board	means the Board of Management of the Home;
Board Member	means a Member of the Board and shall be a Director for the purposes of the Act;
Code of Conduct	means the Code of Conduct set out in Schedule III;
Committee	means any Committee that may be duly constituted at any time by the Board in accordance with these Bye-laws;
General Meeting	means an Annual or Special General Meeting;
Home	means The Bermuda Sailors' Home;
Home Act	means The Bermuda Sailors' Home Act, 1946;
Indemnified Person	means any Board Member or Officer, Member of a Committee or any liquidator, manager or trustee for the time being acting in relation to the affairs of the Home;
Manager	means Manager or Assistant Manager;
Member	means a person who is admitted as a member of the Home pursuant to these Bye-laws;
Membership	means the membership of the Home;
Membership Committee	means the Committee appointed by the Board for such purposes in respect of Membership as set out in these Bye-laws;
Membership Fee	means the Membership Fee referred to in Bye-law 4.1.
Notice	means as defined in these Bye-laws unless otherwise specifically stated;
Notice Board	means the Notice Board displayed in the Home;



Officer	means any person appointed by the Board to serve as an officer pursuant to these Bye-laws;
Register of Board	means the register of the Board Members and Officers referred to in these Bye-laws;
Register of Members	means the Register of Members of the Home;
Schedule	means a Schedule which is attached to, but shall not form part of these Bye-laws. Any updated Schedule shall be substituted for the existing one and be attached to these Bye-laws
Secretary	means the person appointed by the Board to perform any or all of the duties of Secretary of the Home and includes Assistant Secretary;
Special Resolution	means a resolution which shall be passed by a two-thirds (66.66%) majority of those Members attending and entitled to vote at a General Meeting;
Treasurer	means the person appointed by the Board to perform any or all the duties of Treasurer of the Home.

1.2 In these Bye-laws, where not inconsistent with the context:

- (a) words denoting the plural number include the singular number and vice versa;
- (b) words denoting the masculine gender include the feminine and neuter genders;
- (c) words importing persons include companies, associations and bodies of persons, whether incorporated or not;
- (d) the words:
 - (i) "may" shall be construed as permissive; and
 - (ii) "shall" shall be construed as imperative; and
- (e) a reference to a statutory provision shall be deemed to include any amendment or re-enactment thereof.

1.3 In these Bye-laws expressions referring to writing or its cognates shall, unless the contrary intention appears, include facsimile, printing, electronic mail and other modes of representing words in visible form.

1.4 Headings used in these Bye-laws are for convenience only and are not to be used or relied upon in the construction thereof.

1.5 Any word or term defined in these Bye-laws shall have the same meaning when used in any Schedule.



MEMBERS

2. Application for Membership

- 2.1 Any person who wishes to become a Member shall be proposed by a Member in good standing and shall deliver to the Home an application for Membership, together with payment of the applicable Membership Fee.
- 2.2 No person shall be admitted as a Member unless such person is approved by the Board or Membership Committee and if such approval is declined, the Board or Membership Committee is not obliged to give a reason.

3. Classes of and Qualification for Membership

Classes of and qualification for Membership may be determined by the Board in its discretion and updated from time to time, as per Schedule I attached hereto.

4. Membership Fee

- 4.1 The Membership Fee is due on January 1 of each year and is payable no later than January 31 of that year.
- 4.2 The Membership Fee shall be determined annually by the Board and updated as per Schedule II, attached hereto.
- 4.3 The Membership Fee may be levied in a different amount for each separate class of Membership.

5. Register of Members

- 5.1 The Members shall consist of each of the persons whose names are entered into the Register of Members pursuant to these Bye-laws, but in each case only for so long as the person remains a paid up Member.

6. Termination of Membership

- 6.1 A Member shall cease to be a Member if:
 - (a) the Member fails to pay in full the applicable Membership Fee within thirty one (31) days of it falling due;
 - (b) the Member dies or, if it is an organisation, ceases to exist;
 - (c) the Member resigns by delivering a written resignation to the Board or the Manager in which case such resignation shall be effective on the date specified in the resignation or, if none, upon delivery; and
 - (d) the Membership is terminated pursuant to Bye-law 7.
- 6.2 The resignation, termination or suspension of a Member does not entitle the Member to a return of the Membership Fee.



7. Discipline of Members

- 7.1 Upon ten (10) days' written notice to a Member, the Board or Membership Committee may pass a resolution authorising disciplinary action, up to and including the suspension or termination of Membership, for any breach by such Member of the Code of Conduct.
- 7.2 The notice shall set out the reasons for such disciplinary action. The Member receiving the notice shall be entitled to give the Board or Membership Committee a written submission opposing the disciplinary action to be received not less than five (5) days before the end of the ten (10) day period. The Board or Membership Committee shall consider the written submission of the Member before making a final decision regarding disciplinary action. Any such Member or his duly authorised representative may be heard on the motion for disciplinary action.
- 7.3 If a Member is suspended, that Member may not use any of the Home's facilities either under his own Membership or as a guest of another Member during the suspension. Likewise, if a Member's membership is terminated, termination will bar such terminated Member from use of the Home's facilities, including as a guest of an existing Member.

8. Liability of Members

The liability of any Member is limited to the amount in accordance with the Home Act and to the Membership Fee payable in accordance with these Bye-laws.

9. Transfer and Transmission

The rights and privileges of a Member shall not be transferable or transmissible to any other Member or person by any method whatsoever, whether by death, divorce, dissolution, withdrawal, or otherwise.

MEETINGS OF MEMBERS

10. Annual General Meetings

An Annual General Meeting shall be held each year in accordance with the Act.

11. Special General Meetings

A Special General Meeting shall be convened by the Board or upon written request to the Secretary or any Board Member by not less than ten per cent (10%) of the Membership of the Home.

12. Notice of General Meetings

- 12.1 At least ten (10) days' notice of any General Meeting shall be given to each Member stating the date, place and time at which the meeting is to be held and in the case of a Special General Meeting, the general nature of the business to be considered.
- 12.2 The Board may fix any date as the record date for determining the Members entitled to receive notice of and to vote at any General Meeting.



- 12.3 The accidental omission to give notice of a General Meeting to, or the non-receipt of a notice of a General Meeting by, any person entitled to receive notice shall not invalidate the proceedings at that meeting.
- 12.4 Notice of any General Meeting shall be given by all of the following means:
- (a) by advertising in the official Gazette;
 - (b) posting on the Notice Board ten (10) days prior to the meeting;
 - (c) transmittal by electronic means; and
 - (d) publication on the website of the Home.
- 12.5 Notice shall be deemed to have been served on the date when all such requirements shall have been met.

13. Postponement of a General Meeting

The Board may postpone any General Meeting called in accordance with these Bye-laws provided that notice of the postponement is given to the Members before the time for such meeting. Fresh notice of the date, time and place for the postponed meeting shall be given to each Member in accordance with these Bye-laws.

14. Quorum at a General Meeting

- 14.1 A quorum at any General Meeting shall be not less than one-third (1/3rd) of the Board, **one of whom shall be the Treasurer**, together with not less than ten per cent (10%) of the Membership.
- 14.2 If within half an hour from the time appointed for the meeting a quorum is not present, then, in the case of a meeting convened on a requisition, the meeting shall be deemed cancelled and, in any other case, the meeting shall stand adjourned to the same day one week later, at the same time and place or to such other day, time or place as the Board may determine. Unless the meeting is adjourned to a specific date, time and place announced at the meeting being adjourned, fresh notice of the resumption of the meeting shall be given to each Member entitled to attend and vote thereat in accordance with these Bye-laws.

15. Chairman to Preside at General Meetings

Unless otherwise agreed by a majority of those attending and entitled to vote thereat, the Chairman shall act as Chairman at all General Meetings. In the absence of the Chairman, the Vice Chairman if present, shall act as Chairman and in the absence of both, a Chairman shall be appointed or elected by those present at the meeting and entitled to vote.

16. Voting on Resolutions

- 16.1 Every fully paid up Member present in person shall be entitled to one vote at any General Meeting.



- 16.2 At any General Meeting a resolution put to the vote of the meeting shall, in the first instance, be voted upon by a show of hands unless a poll is requested in accordance with the Act.

Any such resolution put to the vote at a General Meeting shall, save as otherwise provided by these Bye-laws be carried by the affirmative vote of a majority of the votes cast and in the case of an equality of votes the resolution shall fail.

- 16.3 At any General Meeting a declaration by the Chairman of the meeting that a question proposed for consideration has, on a show of hands, been carried, or carried unanimously, or by a particular majority, or lost, and an entry to that effect in a book containing the minutes of the proceedings of the Home shall, subject to these Bye-laws, be conclusive evidence of that fact.

17. Adjournment of General Meeting

The Chairman of a General Meeting may, with the consent of the Members at any General Meeting at which a quorum is present, and shall if so directed by the meeting, adjourn the meeting. Unless the meeting is adjourned to a specific date, place and time announced at the meeting being adjourned, fresh notice of the date, place and time for the resumption of the adjourned meeting shall be given to each Member entitled to attend and vote thereat in accordance with these Bye-laws.

NOMINATION COMMITTEE

18. Nomination Committee

- 18.1 Not less than sixty (60) days prior to the Annual General Meeting the Board shall appoint a Nomination Committee of not less than three (3) and not more than five (5) Members of the Home who shall receive nominations of persons for election as Board Members whether or not such nominees be incumbent at the date of nomination.
- 18.2 All nominations to the Board shall be in writing and signed by the nominee, the proposer and seconder (all of whom must be paid up Members and in good standing) and must be submitted to the Nomination Committee not less than thirty (30) days prior to the Annual General Meeting. A list of all nominations shall be posted on the Notice Board at least fourteen (14) days prior to the Annual General Meeting
- 18.3 The Nomination Committee shall cause to be laid before the Members of the Home at the Annual General Meeting such nominations as shall have been validly received in accordance with the Bye-laws.
- 18.4 The Nomination Committee shall be responsible to ensure that the election of the Board Members shall be properly conducted and ballots properly counted and to inform the Members present at the meeting of the results of voting but shall not disclose the number of votes received by each candidate.

BOARD OF MANAGEMENT

19. Election of the Board

- 19.1 The Board shall be elected by the Members at the Annual General Meeting.
- 19.2 In order to be eligible to serve on the Board, the individual must be no less than eighteen (18) years of age and be a Member in good standing.



20. Number on the Board

The Board shall consist of a maximum of nine (9) elected Members.

21. Term of Office

The Board shall be elected by the Members at each Annual General Meeting and shall ordinarily serve for a period of three (3) years, which shall be recorded in the Register of the Board. One third (1/3) of the Board shall retire annually by rotation but may offer themselves for re-election.

22. Vacancy of a Board Member

22.1 A vacancy on the Board shall arise in the event that a Board Member:

- (a) resigns his office by notice in writing delivered to the Secretary or tendered at a meeting of the Board;
- (b) is removed from office pursuant to these Bye-laws or is prohibited by law from serving as a Board Member;
- (c) becomes bankrupt, or makes any arrangement or composition with his creditors generally;
- (d) becomes of unsound mind or dies; and
- (e) fails to attend a minimum of half (1/2) of the Board meetings in any one (1) calendar year.

22.2 The Board shall have the power to appoint any Member as a Board Member to fill a vacancy.

23. Removal of a Board Member

Subject to any provision to the contrary in these Bye-laws, the Members entitled to vote for the election of the Board may, at any Special General Meeting convened and held in accordance with these Bye-laws, remove any Board Member provided that the notice of any such meeting convened for the purpose of removing a Board Member shall contain a statement of the intention so to do and be served on such Board Member not less than ten (10) days before the meeting and at such meeting the Board Member shall be entitled to be heard on the motion for such Board Member's removal.

POWERS AND DUTIES OF THE BOARD

24. Board to Manage Business

24.1 The Board shall be responsible to manage the business and administration of the affairs of the Home and may pay all expenses including promoting and marketing of the Home.

24.2 The Board may appoint a person to act as Manager of the Home's day-to-day business and may entrust to and confer upon such Manager such powers and duties as it deems appropriate for the transaction or conduct of such business.



- 24.3 The Board may employ staff from time-to-time, the duties of whom shall be directed by the Manager.
- 24.4 All salaries of employees and any additional remuneration shall be determined by the Board.
- 24.5 The Board may appoint, suspend, or remove any Manager or employee of the Home.

25. Delegation of the Board's powers

The Board may:

- 25.1 by power of attorney, appoint any company, firm, person or body of persons, whether nominated directly or indirectly by the Board, to be an attorney or attorneys of the Home for such purposes and with such powers, authorities and discretions (not exceeding those vested in or exercisable by the Board) and for such period and subject to such conditions as it may think fit and any such power of attorney may contain such provisions for the protection and convenience of persons dealing with any such attorney as the Board may think fit and may also authorise any such attorney to sub-delegate all or any of the powers, authorities and discretions so vested in the attorney;
- 25.2 delegate or sub-delegate any of its powers, authorities and discretions to any Committee consisting of such person or persons (whether a member of its body or not) as it thinks fit. Any committees so formed shall, in the exercise of the powers, authorities and discretions so delegated, and in conducting its proceedings, conform to any regulations which may be imposed upon it by the Board and are responsible to the Board.

If no regulations are imposed by the Board, the proceedings of any Committee shall be, as far as is practicable, governed by the Bye-laws regulating the proceedings of the Board.

PROCEEDINGS OF THE BOARD

26. Meetings of the Board

- 26.1 The Board may meet for the transaction of business, adjourn and otherwise regulate its meetings as it sees fit. A resolution put to the vote at a Board meeting shall be carried by the affirmative vote of a majority of the votes cast and in the case of an equality of votes the resolution shall fail.
- 26.2 The Board shall hold a minimum of six (6) regular meetings per annum. A special meeting of the Board shall be held at any time upon the written request of a Board Member delivered to the Secretary, giving the specific nature of the business to be discussed.

27. Participation in Board Meetings

Board Members may participate in any meeting by such telephonic or other communication facilities or means as permit all persons participating in the meeting to communicate with each other simultaneously and participation in such a meeting by such means shall constitute presence in person at such meeting.



28. Quorum at Board Meetings

The quorum necessary for the transaction of business at a Board meeting shall be not less than half of the total number of Board Members holding office.

29. Chairman to Preside

Unless otherwise agreed by a majority of those attending and entitled to vote thereat, the Chairman shall act as Chairman at all Board Meetings. In the absence of the Chairman, the Vice Chairman if present shall act as Chairman and in the absence of both, a Chairman shall be appointed or elected by those present at the meeting and entitled to vote.

30. Validity of Prior Acts of the Board

No regulation or alteration to these Bye-laws made by the Home in General Meeting shall invalidate any prior act of the Board which would have been valid if that regulation or alteration had not been made.

31. Defect in Appointment

All acts done by the Board or any Board Member or by any Committee or by any person to whom the Board may have delegated any of its powers, shall notwithstanding that it be afterwards discovered that there was some defect in the appointment of any Board Member or person acting as aforesaid, that they or any of them were disqualified or had vacated their office, be as valid as if every such person had been duly appointed and was qualified and had continued to be a Board Member, member of such Committee or person so authorised.

APPOINTMENT AND DUTIES OF OFFICERS

32. Appointment of Officers

32.1 The Board shall appoint a Chairman and Vice-Chairman each of whom must be a Board Member and may appoint such other Officers, who may or may not be Board Members, including those listed in Bye-law 32.3, as it thinks fit.

32.2 Officers shall be appointed by the Board at the first Board meeting following the Annual General Meeting and shall hold office until their successors have been appointed or they cease to be a Board Member.

32.3 The following Officers may be appointed pursuant to Bye-law 32.1 to the following positions and any Board Member, other than the Chairman, may hold more than one position:

- (a) Secretary
- (b) Treasurer
- (c) Assistant Secretary and Assistant Treasurer as may be deemed necessary

33. Duties of Officers

Officers shall have such powers and perform such duties as set out in these Bye-laws or as shall otherwise be delegated to them by the Board in the management, business and affairs of the Home.



34. Duties of Chairman

The responsibilities of the Chairman include:

- (a) preside at all General Meetings and all meetings of the Board;
- (b) plan meetings and develop the agenda in conjunction with the Secretary;
- (c) render a Chairman's report to the Members at the Annual General Meeting; and
- (d) act as the principal spokesperson for the Home.

35. Duties of Vice-Chairman

In the absence of the Chairman, the Vice-Chairman shall preside over meetings and shall assume all duties and responsibilities of the office of the Chairman.

36. Duties of Secretary

36.1 The Secretary (including any Assistant Secretary) shall be appointed by the Board from time-to-time for such term as the Board deems fit.

36.2 The responsibilities of the Secretary include:

- (a) issuing notice of General meetings and Board meetings;
- (b) taking and circulating minutes of General Meetings and Board meetings; and
- (c) circulating to the Members the minutes of any General Meeting at least ten (10) days before the next General Meeting.

37. Duties of Treasurer

The responsibility of the Treasurer is to maintain a financial overview of the Home, to include, but not limited to:

- (a) present a Financial Report at the Annual General Meeting;
- (b) cause to be prepared, present and oversee budgets, accounts, financial statements and such reports as the Board may require;
- (c) ensure that appropriate accounting procedures and controls are in place;
- (d) liaise with relevant persons about financial matters; and
- (g) advise on the financial implications of any new project.

38. Place where Records Kept

The Secretary shall cause minutes to be kept at the Home in accordance with the Act.



39. Conflicts of Interest

A Board Member who to his knowledge is in any way, whether directly or indirectly, interested in a contract or proposed contract, transaction or arrangement with the Home, may, subject to full disclosure thereof, act in any capacity for, be employed by or render services to the Home on such terms, including with respect to remuneration, as may reasonably be approved by the Board. A Board Member may not vote in respect of any matter in which he has an interest.

ACCOUNTS

40. Records of Account

40.1 The Board, the Treasurer and the Manager shall cause to be kept proper records of account with respect to all transactions of the Home and in particular with respect to:

- (a) all sums of money received and expended by the Home and the matters to which the receipt and expenditures relate;
- (b) all sales and purchases of goods by the Home; and
- (c) all assets and liabilities of the Home.

40.2 No Member (other than a Board Member or Officer of the Home) shall have any right to inspect accounting records or books or documents of the Home except as conferred by law or authorised by the Board.

40.3 Such records of account shall be retained for a minimum period of 5 (five) years from the date on which they are prepared.

41. Financial Year End

The financial year end of the Home may be determined by resolution of the Board and failing such resolution shall be December 31 in each year.

AUDIT

42. Annual Audit

The accounts of the Home shall be audited in respect of each financial year in accordance with the Act.

43. Appointment of Auditor

43.1 The Board shall recommend and the Members shall approve the appointment of an auditor of the Home to hold office in accordance with the Act.

43.2 The Auditor may be a Member but no Board Member, Officer or employee of the Home shall, during his continuance in office, be eligible to act as an Auditor of the Home.

43.3 Subject to the Act, the Board may fill any casual vacancy in the office of the Auditor up to the next Annual General Meeting.



44. Duties of Auditor

The financial statements provided for by these Bye-laws shall be audited in accordance with generally accepted auditing standards. The Auditor shall make a written report thereon in accordance with generally accepted auditing standards.

45. Access to Records

The Auditor shall at all reasonable times have access to all books kept by the Home and to all accounts and vouchers relating thereto and the Auditor may call on the Board or Officers for any information in their possession relating to the books or affairs of the Home.

46. Distribution of Auditor's Report

The financial statements and the auditor's report thereon shall be submitted to the Members in General Meeting.

VOLUNTARY WINDING-UP AND DISSOLUTION

47. Winding-Up

If upon the winding up or the dissolution of the Home there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the Members of the Home, but shall be given or transferred to some other charitable body or bodies having objects similar to those of the Home and which shall prohibit the distribution of its or their income and property to an extent at least as great as that imposed on the Home under or by virtue of these Bye-laws and the Act such body or bodies to be determined by the Members of the Home at or before the time of dissolution and if and so far as effect cannot be given to such provision, then to some other like charitable body.

INDEMNITY

48. Indemnification of Board Members and Officers

48.1 Subject to the proviso below, every Indemnified Person shall be indemnified and held harmless out of the assets of the Home against all liabilities, loss, damage, or expense (including but not limited to liabilities under contract, tort and statute or any applicable foreign law or regulation and all reasonable legal and other costs and expenses properly payable) incurred or suffered by him. By or by reason of any act done, conceived in or omitted in the conduct of the Company's business or in the discharge of his duties and the indemnity contained in this Bye-law shall extend to any Indemnified Person acting in any office or trust in the reasonable belief that he has been appointed or elected to such office or trust notwithstanding any defect in such appointment or election PROVIDED ALWAYS that the indemnity contained in these Bye-law shall not extend to any matter which would render it void pursuant to the Act.

48.2 No Indemnified Person shall be liable to the Home for the acts, defaults or omissions of any other Indemnified Person.

48.3 To the extent that any Indemnified Person is entitled to claim an indemnity pursuant to these Bye-laws in respect of amounts paid or discharged by him, the relevant indemnity shall take effect as an obligation of the Home to reimburse the person making such payment or affecting such discharge.



- 48.4 Each Member and the Home agree to waive any claim or right of action he or it may at any time have, whether individually or by or in the right of the Home, against any Indemnified Person on account of any action taken by such Indemnified Person or the failure of such Indemnified Person to take any action in the performance of his duties with or for the Home PROVIDED HOWEVER that such waiver shall not apply to any claims or rights of action arising out of the fraud of such Indemnified Person or to recover any gain, personal profit or advantage to which such Indemnified Person is not legally entitled.
- 48.5 The Home may advance moneys to a Board Member or Officer for the costs, charges and expenses incurred by the Board Member or Officer in defending any civil or criminal proceedings against him, on condition that the Board Member or Officer shall repay the advance if any allegation of fraud or dishonesty in relation to the Home is proved against him.

CONSTITUTION

49. Changes to Bye-laws

No Bye-law may be rescinded, altered or amended and no new Bye-law may be made until the same has been approved by a resolution of the Board and by a Special Resolution.



SCHEDULE I

MEMBERSHIP

1. Classes of Membership

Membership of the Bermuda Sailors' Home is divided into the following classes:

- (a) Single
- (b) Family
- (c) Senior
- (d) Overseas
- (e) Sports
- (f) Corporate
- (g) Life
- (h) Honorary

2. Qualification for Membership

- (a) Single – available to any person over the age of eighteen (18) who is ordinarily resident in Bermuda.
- (b) Family – available to any family member who is living in the same household and related by birth, marriage or other legal relationship; includes any child of a Member up to the age of eighteen (18) or up to the age of twenty-four (24) if engaged in full time education, who is ordinarily resident in Bermuda.
- (c) Senior – available to any person over the age of sixty-five (65) who is ordinarily resident in Bermuda.
- (d) Overseas Member - available to any person over the age of eighteen (18) who is not ordinarily resident in Bermuda
- (e) Sports - available to any person over the age of eighteen (18), who is ordinarily resident in Bermuda; includes any type of sporting activity normally played in Bermuda. Any sports team shall have the right to exercise one vote at any General Meeting.
- (f) Corporate - available to any person over the age of eighteen (18) who is ordinarily resident in Bermuda. Any Corporate Member will have the right to exercise one vote at any General Meeting.
- (g) Life - shall be reserved by the Board and may be conferred by the Board as a mark of esteem and recognition upon any person or persons for outstanding service to the Bermuda Sailors' Home. A Life Member has all the rights, privileges and obligations of Individual Membership save for the obligation to pay a Membership Fee.
- (h) The following are automatically Honorary Members of the Bermuda Sailors Home:
 - (i) members or honorary members of other similar organisation overseas who are visiting or are resident in Bermuda;
 - (ii) spouses and children over the age of eighteen (18) of such members or honorary members or of serving seamen resident in or visiting Bermuda; and
 - (iii) visiting sports teams from overseas and other visitors wishing to participate in any sporting activity sponsored by any Sports Member or the Bermuda Sailors' Home.



SCHEDULE II
MEMBERSHIP FEE

The Membership Fee is payable each calendar year, until amended by the Board, from time-to-time:

<u>CATEGORY</u>	<u>BMD\$</u>
(a) Single	100.00
(b) Family	150.00
(c) Senior	50.00
(d) Overseas	20.00
(e) Sports	3,000.00
(f) Corporate	3,000.00
(g) Life	No fee
(h) Honorary	No fee



SCHEDULE III

CODE OF CONDUCT

1. **Rules** - it is the responsibility of all Members to be familiar with the rules of the Home.
2. **Operation** - of the day-to day business of the Home shall be the direct responsibility of the Manager subject to the oversight of the Board and in accordance with the powers and duties conferred by the Board.
3. **Bar** - no Member or guest, shall be served any alcoholic beverages at any time if, in the judgement of the Barperson or Manager, that person appears to be intoxicated, or is otherwise impaired due to alcohol or any other reason.

The person so adjudged shall be advised by the Barperson, Manager or other designated employee concerning the refusal of service and the reason therefore.

The decision of the Barperson, the Manager or his designee, shall be final.

No person shall be allowed behind the bar at any time, with the exception of the Manager, Assistant Manager, Barperson, Board Member and cleaning staff under supervision, as and when necessary.

4. **Children** - may be allowed on the Home's premises provided they are accompanied by an adult who is a Member of the Home.

For the purpose of these rules, the definition of a child shall be under the age of eighteen (18).

Children under the age of eighteen (18) are not permitted at the bar unless accompanied by an adult and may not order any alcoholic beverage

Parents are responsible for the behaviour of their children at all times on the Home's premises.

5. **Function** requests - any Member requiring the use of the Home's premises for a function must submit the request in writing to the Manager at least ten (10) days prior to that function.
6. **Damages** - any property that is removed, damaged or destroyed by a Member, or the guest of a Member shall be reported by such Member or guest as soon as possible to the Manager, Board Member or Barperson and such Member will be liable to make payment in full for replacement or repairs to same.
7. **Indemnification** - the Home is not responsible for the theft, loss of or damage to personal property of any kind, regardless of the circumstances.
8. **Conduct** - Members and their guests must wear appropriate attire at all times

All Members or guests will be expected to conduct themselves in a civil and dignified manner and should be respectful and courteous at all times whilst on the Home's premises.

Any complaints should be made to the Board or Manager and shall be considered at the next Board meeting, following the time at which the complaint was made.



Members who note a violation of the rules should politely tell the Member in violation and/or report it to the Manager or Board.

Subject to the Bye-laws the Board or Membership Committee may, at its discretion, terminate the Membership of any Member who acts in a manner contrary to the interests of the Home.

9. **Guests** - all guests must be signed in by a Member of good standing and be accompanied by that Member during his time of visit.

Members must ensure that Licensing Laws and regulations are observed and ensure that their guests adhere to the Code of Conduct.

10. **House and Grounds** - pets are not permitted on the Home's premises without prior permission of a Board Member or the Manager and must be kept under control at all times.

Smoking is not permitted inside the Home's premises and only in designated areas outside the Home.

The Home's grounds exist for the enjoyment of all Members and clientele for the restaurant next door.

11. **Jurisdiction** - if a Member or guest should contravene this Code of Conduct, he may be requested to leave the Home's premises by the Manager or a Board Member or by the duty Barperson and must comply with such request.

Any questions relating to the rules of the Home as set out in this Code of Conduct, or the interpretation thereof, particularly in respect of any infractions of the rules should be submitted in writing to the Board or the Manager.