

**OPERATION SPLASH BY LAWS**  
Effective August 3, 2021



I. ARTICLE ONE – NAME

- A. The name of this Organization shall be Operation SPLASH, an acronym of Stop Polluting, Littering, and Save Harbors.

II. ARTICLE TWO – OFFICES

- A. The principal office of the Corporation shall be in the Village of Freeport, in the County of Nassau, in the State of New York. The Corporation may also have offices at such other places within or without the State as the Board may from time to time determine or the business of the Corporation may require.

III. ARTICLE THREE – PURPOSE or MISSION

- A. The Purpose or Mission of Operation SPLASH is to provide a solution to the growing problem of waterfront pollution through public education and individual participation.

IV. ARTICLE FOUR – MEMBERSHIP

A. QUALIFICATIONS FOR MEMBERSHIP

1. Any person, firm, or organization, of good character, interested in helping to solve environmental problems and who is up-to-date in payment of dues may be a voting member of Operation SPLASH.
2. Membership classifications will include:
  - a. Individual - A single individual
  - b. Family - Individuals living at the same address. The Membership Committee representative must be provided with the names of each participating family member.
  - c. Life - Can be a single individual or family living at the same address. The Membership Committee representative must be provided with the names of each participating family member.
3. The term of membership shall be for a fiscal year beginning April 1 and ending March 31.
4. Other than Life members, members who pay their dues by June 30 of the current fiscal year are considered to be members in good standing. Dues paid after June 30 shall reinstate the member to good standing for the current fiscal year, but will be subject to voting eligibility limitations described in Article VII, Section D, Paragraph 2.

B. DUTIES OF MEMBERS

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1. Every member of Operation SPLASH shall make an effort to participate in some activity of the Organization.

**C. MEMBERSHIP TERMINATION**

1. Any membership can be terminated, and denied reinstatement, if the member's known behavior undermines or violates the Operation SPLASH purpose or mission, or any of its policies.
2. A Special Meeting must be called by the Board of Directors, as described under Article VIII, Section B below, to discuss those issues that would raise a challenge to the member's continued membership. The member will be notified of the date, time and location of the meeting and requested to attend, via registered mail, in order to address the issues.
3. Upon a super majority vote of two-thirds of the Board of Directors, the member can be terminated. The member will not be eligible for reinstatement for a period of two years. Any request for reinstatement must be approved by a majority vote of the Board of Directors. If the member is terminated from membership, any current year dues will be refunded. In the case of a Life Member, the Life Membership dues will be refunded.

**V. ARTICLE FIVE - OFFICERS**

**A. TITLES OF OFFICERS**

1. The Elected Officers and Elected Directors of Operation Splash shall consist of the Elected Officers and Elected Board Members. Taken together, this will be referred to as the Board of Directors.
2. The Elected Officers shall consist of the President, the Vice President of Operations, the Vice President of Education, the Vice President of Community Outreach, Corresponding Secretary, Recording Secretary, and Treasurer.
3. The Elected Board Members shall consist of a Board Secretary and five Directors.
4. All elected officers and Elected Board Members, who act in furtherance of the responsibilities set forth herein shall be named as additional insured on Operation SPLASH's Liability Insurance policy so that they are protected from any and all personal liability when acting in accordance with the By Laws.

**B. TERM OF OFFICE**

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1. The term of office for all officers shall be two years.

C. PRESIDENT

1. The President shall preside at all meetings and, in collaboration with the Vice Presidents, appoint the Chair people of all Committees, oversee the establishment of appropriate Social Media accounts, represent the Organization in all its endeavors, oversee and facilitate activities, evaluate the effectiveness of Operation Splash's efforts, recommend new initiatives, oversee the publication and email distribution of the Operation Splash Digital Newsletter, oversee the application for all grants and solicited funding, and be an ex-officio member of all Committees.
2. The President is authorized to appoint and/or hire part-time support staff, as needed, to support all aspects of the Operation SPLASH mission. The hiring of full-time support staff must be affirmed by a majority of the Board of Directors at their next Board of Directors meeting.
3. The President is authorized to pay all bills. Bills or expenses or projects in excess of \$5,000 must be reviewed by a majority of the Board of Directors. Bills or expenses or projects in excess of \$10,000 must be reviewed by a majority of the Board of Directors and the membership.
4. The President shall oversee the formulation and adoption of all necessary Corporate Policy, as may be dictated by government agencies, banking, insurance and other institutions and organizations with which business is conducted.
  - a. All policies and/or policy changes must be reviewed and approved by the Board of Directors before adoption.
  - b. All adopted policies must be posted in the Operation SPLASH offices and be made available for public inspection and posted to the Operation SPLASH website.
  - c. At a minimum, policies will include a policy on Sexual Harassment, Conflict of Interest, Financial Transparency, Document Retention and Whistleblower Protection.
5. If an Elected Officer or an Elected Board Member becomes ineffective through absence, incompetence or dereliction of duties, the President must call a Special Meeting of the remaining Board of Directors to report the issue so that appropriate corrective actions can be taken.
6. If the President becomes ineffective, the remaining Board of Directors will call a special meeting for the purpose of selecting an Interim President, whose term shall last until the next regularly scheduled general election.

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**D. VICE PRESIDENTS**

1. The Vice Presidents shall collectively share the responsibilities of the President if the President is unable to perform same, due to absence or illness.

**E. RECORDING SECRETARY**

1. The Recording Secretary shall keep a true record of the proceedings of all meetings, shall read the minutes of the preceding meeting, and shall keep a record of attendance at all meetings.

**F. CORRESPONDING SECRETARY**

1. The Corresponding Secretary shall conduct all official correspondence, preserve all books, documents and communications relating to the business of the Organization, and keep the President informed of all incoming and outgoing correspondence.

**G. TREASURER**

1. The Treasurer is responsible for the oversight of all Bookkeeping, Insurance and Risk Management related activities.
2. The Treasurer shall report the current financial status of the Organization at each meeting.
3. The Treasurer is authorized to pay all the bills approved by the President and, together with the President, open, close and maintain such bank accounts as necessary, and report all financial information required by law.

**H. ELECTED BOARD MEMBERS**

1. The Elected Board Members shall consist of five Directors and a Board Secretary.
2. Together, the five Directors and the Board Secretary shall oversee the proper business practices of Operation SPLASH, including its faithful adherence to its By Laws and Policies.
3. The Board Secretary will be responsible for receiving any and all policy complaints (i.e. Sexual Harassment, Conflict of Interest, Financial Transparency, Document Retention, Whistleblower Protection, etc.) and coordinating the adjudication of all reported policy violations by calling Special Meetings, when appropriate.

**I. ELIGIBILITY TO RUN FOR AND HOLD ELECTED POSITIONS**

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1. No Elected Officer or Director who has been convicted of a felony is eligible to run for, or continue to hold, any elected position unless that person has received a Certificate of Good Standing or Good Conduct from the State of New York.
2. An Elected Officer or Director can be removed by a two-thirds vote of the Board of Directors, should that elected person fail to effectively execute their responsibilities or fail to remain as a member in good standing.

VI. ARTICLE SIX – COMMITTEES

A. TYPES OF COMMITTEES

1. Operation SPLASH shall have eight standing Committees and as many Special Committees as shall be deemed necessary.

B. TERM OF OFFICE

1. The Chair people and membership of all Committees shall serve for a period not to exceed the term of office of the appointing President.

C. LIMITATIONS

1. No Chairperson or Committee member shall take or make public any formal action or make any resolution or in any way commit Operation Splash on a question of policy without having first received the approval of the President.

D. APPOINTMENT OF SPECIAL COMMITTEES

1. The President shall appoint Special Committees as may be deemed necessary for the proper function of Operation SPLASH.

E. COMMITTEE REPORTS

1. All Committee Chairpersons should report their general activities to the membership at regular meetings.

F. STANDING COMMITTEES

1. Boat Maintenance Committee

a) The Boat Maintenance Committee Chairperson shall

1. Be responsible for maintaining and repairing the Operation Splash boats.
2. Coordinate an annual United States Coast Guard safety inspection for each SPLASH owned and operated boat.

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2. Boat Crew Committee

- a) The Boat Crew Committee Chairperson shall be responsible for:
  - 1. Maintaining and distributing sailing schedules and crew lists
  - 2. Managing and overseeing the recruitment of all new Captains and crew
  - 3. Overseeing the testing and approval of the appointment of all boat captains.
  - 4. Establishing, maintaining and communicating all boat safety rules.
  - 5. Escalating all reported incidents and/or boat maintenance issues to the SPLASH President and the Boat Maintenance Committee Chairperson.
- b) The Boat Crew Committee shall consist of all the Boat Captains.
- c) All boat Captains and Crew must be a member in good standing in the current year.
- d) Boat Captains are responsible for:
  - 1. Making entries into the Logbook after each boating mission deployment.
  - 2. Reviewing all boat safety rules with the crew prior to leaving the dock.
  - 3. Enforcing all boat safety rules.
  - 4. Notifying the Boat Crew Committee Chairperson of any incidents or maintenance issues.
  - 5. Scheduling an annual United States Coast Guard safety inspection.
- e) Boat Crews are responsible for:
  - 1. Following the Captains orders
  - 2. Following all boat safety rules
  - 3. Notifying the Boat Captain of any issues that need attention.

3. School Partnership Committee

- a) The School Partnership Committee Chairperson shall:
  - 1. Coordinate the design, publication and distribution of all Operation Splash Environmental Education materials.
  - 2. Enlist qualified teachers, both paid and unpaid.
  - 3. Define procedures that ensure compliance with the most current background check requirements.
  - 4. Coordinate teaching sessions with interested Public and Private schools.
  - 5. Coordinate distribution and receipt of external trip release forms.

4. Community Education Committee

- a) The Community Education Committee Chairperson shall:
  - 1. Organize Field trips, guest speakers, boat excursions
  - 2. Secure all necessary trip release forms and documentation.

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5. Membership Committee

- a) The Membership Committee shall:
  - 1. Maintain all membership records
  - 2. Collect all dues
  - 3. Register all new members
  - 4. Provide all members with a membership card, if requested.
  - 5. Provide the President and Treasurer with up-to-date membership records, which shall consist of names, addresses, phone numbers, email addresses, dues transaction date and any donation amounts.
  - 6. Maintain and provide a list of all voting eligible members
  - 7. Validate eligibility for proposed candidates for an elected position.

6. Publicity Committee

- a) The Publicity Committee shall be responsible for making the public aware of Operation SPLASH and its activities
- b) The Publicity Committee Chairperson shall:
  - 1. Act as liaison between Operation Splash and the media
  - 2. Promote and encourage media interest in Operation SPLASH's activities
  - 3. Prepare press releases.
  - 4. Maintain, Monitor and Post to Operation Splash Social Media Accounts

7. Festival Committee

- a) The purpose of the Festival Committee will be to participate in public festival type events in order to advertise Operation Splash, recruit new members and solicit public donations.
- b) The Festival Committee Chairperson shall:
  - 1. Maintain a calendar of festival events where Operation Splash should participate.
  - 2. Notify the membership for upcoming festivals
  - 3. Coordinate the presence of Operation Splash at events in the area.
  - 4. Enlist event staffing volunteers
  - 5. Coordinate the stocking of Operation Splash literature, membership information, and Operation Splash memorabilia, for display and sale at festival events.

8. Fellowship Committee

- a) The Fellowship Committee shall be responsible for planning all social activities of Operation Splash, with activity and budget limits subject to pre-approval of a majority of members at a regularly scheduled meeting.

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9. By Law Committee

- a) The Committee shall be activated by the President, or at the request of a majority of the members at a regularly scheduled meeting, or at a special meeting called for that purpose.
- b) The By Law Committee Chairperson shall be responsible for
  1. Chairing and documenting all By-Law Committee meetings
  2. Making recommendations to the membership for changes to the By Laws.

G. VICE PRESIDENTS' COMMITTEE RESPONSIBILITIES

1. The Vice Presidents shall oversee the workings of the Standing Committees, and with the President, appoint the Committee Chairpersons to their respective committee oversight assignments.
2. The Vice President of Operations shall oversee the Boat Maintenance Committee, the Boat Crew Committee, the Membership Committee and the By-Law Committee.
3. The Vice President of Education shall oversee the School Partnership Committee and Community Education Committee.
4. The Vice President of Community Outreach shall oversee the Festival Committee, the Fellowship Committee and the Publicity Committee.,

VII. ARTICLE SEVEN - ELECTIONS

A. WHEN HELD

1. Elections shall be held every two years in even numbered years.

B. NOMINATION PROCEDURE

1. Candidates for office shall be nominated from the floor at the September meeting.
2. Members not present at the September meeting, who wish to be considered for nomination, must send a letter to the President, in advance of the September meeting, stating their desire and willingness to accept nomination for a specific office. When nominations are opened at the September meeting, during the regular course of business, the President shall read such letters in advance of opening the floor for nominations.
3. Candidates for office may submit their qualifications, in writing, for inclusion in the October Operation SPLASH Digital Newsletter, (i.e. Email Blast).

C. ELIGIBILITY TO RUN FOR OFFICE



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1. Only eligible members in good standing, with respect to their dues, are eligible to run for office.
2. No member who has been convicted of a felony is eligible to run for, or continue to hold, any elected office, unless that person has received a Certificate of Good Standing or Good Conduct from the State of New York.
3. A Membership Committee representative shall validate the eligibility of all nominees before the close of nominations at the September meeting.

**D. ELIGIBILITY TO VOTE**

1. With the exception of new members and reinstated members, only members in good standing are eligible to vote.
2. New members and members who have been reinstated in the current fiscal year become eligible to vote 60 days after becoming a member or being reinstated.

**E. ELIGIBILITY TO VOTE**

1. Members shall be given information regarding the date for nominations and the date for the elections in the two Operation SPLASH digital Newsletters preceding the September meeting.
2. The Operation SPLASH Digital Newsletter, currently referred to as the Email Blast, shall also report the date of the election in the issue preceding the October meeting.

**F. REPORTING OF CANDIDATES' NAMES**

1. The Operation SPLASH Digital Newsletter shall report the names of the validated eligible candidates, and the offices they seek, in the issue preceding the October meeting.

**G. ELECTION DAY PROCEDURES**

1. The election shall take place at the October meeting.
2. All candidates for contested positions shall be given the opportunity to address the membership to present their qualifications before voting has begun.
3. There shall be a printed ballot provided to all eligible voters at the October meeting.
4. There shall be a place on the ballot for a write-in candidate for each office. Absentee ballots are permitted. An official Absentee Ballot will be posted to the Operation SPLASH website after the September meeting and will reflect only eligible candidates. The Absentee Ballot will make provision for write-in candidates, which

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must be validated for eligibility to hold the respective office by the Membership Committee representative in order to be counted. Emailed Absentee Ballots are not permitted.

5. Absentee ballots must be delivered to the Operation SPLASH Headquarters, currently 202 Woodcleft Avenue, Freeport, New York 11520, on or before noon, Eastern Standard Time, of the date of the election. All absentee ballots must be reviewed for voter eligibility by a Membership Committee representative in advance of the start of the October meeting. Only voting eligible absentee ballots will be counted. The election process shall take place after New Business in the Order of Business.
6. Nominations from the floor for eligible members in good standing shall be accepted at the October meeting only for positions without a candidate on the ballot. A designated Membership Committee representative must confirm the eligibility of all floor nominations.
7. The President shall appoint two tellers whose names do not appear on the ballot, who shall run the election. They shall distribute, collect, and count the ballots. A designated Membership Committee representative must validate the eligibility of any and all write-in candidates. For all eligible candidates, the tellers shall then report the election results to the membership when their task is completed that same night.
8. In the event of a tie, the current Board of Directors shall meet to vote and select a winner. Their selection shall be communicated in the November Newsletter, prior to the November meeting. The runner up shall be designated as an alternate for that position and shall automatically assume the duties of the office, should that position become vacant.

#### H. INSTALLATION OF OFFICERS

1. The new officers shall assume their duties at the November meeting, at which time Chairpeople shall be appointed and goals for the term of office shall be established.

#### I. VACANCIES

1. In the event that an office becomes vacant, or an elected office remains unfilled, the President shall appoint an interim officer to fill the remainder of the President's term.

### VIII. ARTICLE EIGHT - MEETINGS

#### A. REGULAR MEETINGS.

1. Meetings shall be held on the first Tuesday of every month from April to December, inclusively.

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2. If the meeting falls on a holiday, the President shall choose an alternate date during that month to have the meeting.
3. A quorum for the transaction of business shall consist of ten members in good standing.
4. The meetings of Operation SPLASH shall be conducted according to Roberts' Rules of Order.
3. The Order of Business of each meeting shall be:
  - a) Reading of the Minutes
  - b) Correspondence
  - c) Treasurer's Report
  - d) President's Report
  - e) Vice President of Operations Report
  - f) Vice President of Education Report
  - g) Vice President of Community Outreach Report
  - h) Committee Reports
    1. Boat Maintenance Committee
    2. Boat Crew Committee
    3. School Partnership Committee
    4. Community Education Committee
    5. Membership Committee
    6. Publicity Committee
    7. Festival Committee
    8. Fellowship Committee
    9. By Law Committee
  - i. Old Business
  - j. New Business
  - k. Nominations & Elections
  - l. Adjournment.

**B. SPECIAL MEETINGS.**

1. The President may call special meetings when deemed necessary.
2. The Board of Directors may call special meetings when deemed necessary.
3. Three members in good standing may request, in writing to the President, a Special Meeting, which shall be held in a timely fashion. The written request must state the objective and purpose of such a meeting.
4. Notice of the time, place, and purpose of all special meetings shall be communicated to the membership through written or digital form, at least seven days prior to the meeting.

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5. No other business but that specified in the notice may be transacted at such special meeting.

## IX. ARTICLE NINE - BOARD OF DIRECTORS

### A. PURPOSE

1. The purpose of the Board of Directors is to oversee and give overall direction to Operation SPLASH.

### B. MEMBERSHIP

1. All members of the Board of Directors shall be eligible members in good standing of Operation SPLASH.
2. The Board of Directors shall consist of all the officers of Operation Splash, and six additional members elected from the membership of Operation SPLASH. These six members will consist of one Board Secretary and five Directors.

### C. ELECTION AND TERM OF OFFICE

1. The membership of Operation SPLASH shall elect the Directors, whose terms of office shall run concurrently with those of the officers of Operation Splash.
2. The election process for the Board of Directors shall follow all procedures as outlined in Article VII of these By Laws.

### D. QUORUM

1. A quorum, for the purpose of conducting business, shall consist of ~~a majority~~ at least seven of the total number of Board members

### E. VACANCIES

1. With the exception of vacancies among the officers of Operation Splash, which is addressed in Article VII, Section I of these By Laws, the Elected Directors shall have the power to fill vacancies on the Board. Such appointments by the Board to fill vacancies shall be for the balance of the unexpired term of the vacated office.

### F. MEETINGS

1. The Board of Directors should meet a minimum of three times a year on the third Tuesday of the month in the months of February, June and October. Such meetings can be

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either in person or via online audio or video conferencing. (meeting months amended December 6<sup>th</sup> 2022)

2. The Board shall receive notification of Special Meetings at least five days before the date of the meeting. Notification can be by telephone, but must be followed by a written or digital form of communication.

**X. ARTICLE TEN - AMENDING THE BY LAWS**

**A. PROCEDURE**

1. A motion to amend these By Laws may be offered at any regular meeting. It shall be referred to the By Law Committee for study. The By Law Committee shall report back to the Organization at the next regularly scheduled meeting.
2. The Board of Directors must review and approve all By Law changes by a simple majority vote in advance of offering them for approval by the membership.

**B. NOTIFICATION TO MEMBERS**

1. Notification that the By Law Committee shall be offering a report should appear in the Operation SPLASH Digital Newsletter prior to the date of that meeting.

**C. RATIFICATION**

1. The amendments reported by the By Law Committee shall be accepted upon affirmation vote of two-thirds of the membership present at a regularly scheduled meeting.