

RESOLUTION

WHEREAS, the Board of Governors (“BOG”) of the Narragansett Boat Club (“NBC”), a Rhode Island domestic non-profit organization, is the governing body authorized to manage and govern the NBC;

WHEREAS, in its capacity of the governing body of NBC, the BOG is responsible for, among other duties, carrying out the day-to-day operations of the NBC, including organizing and conducting its meetings, including the Annual Meeting, and the election of the BOG;

WHEREAS, Article 8.1 of NBC’s constitution, first adopted on March 6, 1838, and last revised on June 11, 2014, requires that “nominations for the Board of Governors shall be submitted to the Secretary at least thirty (30) days before the Annual Meeting and posted at the boathouse;”

WHEREAS, Article 10.3 of NBC’s constitution requires that “[t]he Annual Meeting of the Club shall be held in January of each year...[and that] [n]otice shall be given at least five (5) days prior to each meeting and an agenda shall be posted at the boathouse.”

WHEREAS, in response to the worldwide COVID-19 pandemic and in an effort to address the health and safety of Rhode Island residents, the State of Rhode Island, through the Honorable Governor Gina Raimondo, and in consultation with the Rhode Island Department of Health, has issued a series of Executive Orders, including Executive Order 20-105, restricting gatherings.

WHEREAS, in light of the COVID-19 pandemic and the State of Rhode Island’s response to the same, NBC has closed [will be closing] the boathouse as of December 20, 2020, restricting member access.

WHEREAS, in light of the COVID-19 pandemic and the State of Rhode Island's response to the same, the NBC has and shall continue to conduct its BOG meetings, including its Annual Meeting, via a virtual platform, rather than in-person at the boathouse until further notice.

WHEREAS, in light of the foregoing, posting the notice of and agenda for a meeting, including the Annual Meeting, at the Boathouse is impractical and unnecessary at this time.

NOW, THEREFORE, BE IT RESOLVED THAT:

On December 16, 2020, at a meeting of the BOG properly noticed and conducted, a majority of a quorum of the BOG, duly constituted and convened, authorized, empowered and directed Sherri Nelson, in her capacity as Secretary of the BOG, to refrain from posting nominations to the 2021 BOG and refrain from posting notice of and an agenda for the 2021 Annual Meeting at the Boathouse, and instead to deliver the nominations, the notice of and the agenda to all NBC members, BOG members, and Officers via electronic mail and via posting to the NBC website.

This writing shall be filed with the records of the minutes of the December 16, 2020 meeting of the BOG, and shall, in addition to the minutes, memorialize the referenced votes taken at this meeting.



James O. Reavis, President
Narragansett Boat Club Board of Governors