

Exhibit P — Signage and “ClubSpot” Email Are Not a Substitute for an Adopted Rule

Purpose. To clarify the difference between (1) **authority** to discipline (which must rest on a duly **adopted written rule/procedure**) and (2) **notice** (signs, web blurbs, emails). Signs and emails may provide notice, but they **do not create disciplinary authority** unless the underlying rule was **formally adopted** under the By-Laws and reflected in the written Procedures.

SERCBYlaws-October-27-2022

1) What the governing documents require (authority vs. notice)

- **Authority (adoption).** The Board “shall maintain a set of written rules and procedures,” and a **2/3 vote of the elected officers** is required to **adopt, interpret, amend, or repeal** such rules or procedures. Discipline flows from **violations of those written by-laws, rules, or procedures**—not from uncoded expectations.
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 - **Notice (communications).** The Procedures distinguish **official Club communications**—the **website, direct-to-member emails** (Board email blasts), and the **newsletter**—from **unsanctioned** lists (Google/Yahoo groups, Facebook, etc.). Even when an email blast is an official “Direct to Member Email,” it **disseminates** standards; it does **not** itself **adopt** new rules. Adoption still requires the 2/3 Board vote above and incorporation into the written rules/procedures.
SERC Procedures 20250822 Final
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George Lazaneo <george.lazaneo@gmail.com> 6:59 PM (2 hours ago) to me

Micah, Please note the signage that has been in place since June 2025 (posted on the front door, inside the club): image.png This was sent to all members on the Club Spot listserv Mon, May 6, 2024, "South End Housekeeping"

South End "Rules"

There is a mythology about there being no rules at the South End Rowing Club. This is only partially true: bylaws as well as our [policies and procedures](#) provide parameters for club governance. But mostly we look to the club's culture -- rather than explicit rules -- to shape our communal life. As we grow, we need a better way to orient and inform newbies of the culture that is foundational to the community; yet we can evolve organically as the community changes. With the rise in new members, we need to help each other find our way as we adjust. To that end, starting on May 7th at 6:30 PM, we will begin hosting a monthly "SERC 101" Zoom call on the first Tuesday of each month, intended as an onboarding or refresher for our membership. [Join us here](#). SERC 101 has been added to the club calendar.

Club Security

Theft is increasingly a problem at the club. Every member is asked to key into the club at the front door, even when you're entering in tandem with people you know. Making this a habit does two important things. It helps us to understand club usage patterns. And it helps reduce tailgating by thieves. Day users should be guided by members to follow the guest procedures. **Never prop open the front door and leave it unattended.** Additionally, if you see our gate to the beach or Hyde St Pier unlocked, please secure them with the locking hardware.

Members

You are not required to open the door on non-Day Use days.

On Tuesdays, Thursdays, and Saturdays (8:00 AM – 5:00 PM), you may answer the doorbell only if you are willing to assist Day Users with check-in and payment. If not, find another Member willing to do so, or inform the Office Manager.

Members are responsible for their guests and must accompany them at all times.

Club Members family under 18 must be accompanied by a parent or guardian at all times.

If you witness a policy violation, note the time and email:

access@serc.com



Everyone

Do not prop open the front door.

If the door is propped open, do not leave it unattended.

Ensure the door closes completely behind you.

Guests and Day Users may not open the door for others.

2) What George's message shows—and what it doesn't

- **Provided items.** A door poster and a website blurb (e.g., "Never prop open the front door and leave it unattended"; "Do not prop open the front door. If the door is propped open, do not leave it unattended."). A reference to a "**ClubSpot**" email ("South End Housekeeping," May 6, 2024).
- **What's missing for authority.** There is **no citation to a Board vote** (minutes/resolution) adopting these sentences as a **disciplinary rule** under Article V, nor a section in the written Procedures in force on August 19, 2025 that codifies a **door-propping** offense. Without that adoption record, the Club has **notice language**, not an **enforceable, adopted rule**.
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- **Communications status.** If "ClubSpot" is the tool the Board uses for **Direct-to-Member Emails**, it qualifies as an **official notice channel**; if it is a member list not overseen by the Board, it is **unsanctioned** and not an official channel. Either way, **notice ≠ adoption**; formal Board action is still required to make it a **disciplinary rule**.

3) The text itself underscores why this cannot support discipline here

- The sign's wording focuses on "**do not leave [the door] unattended.**" That **acknowledges context** (e.g., brief operational use) and makes "**unattended duration**" the operative point. The **video clip** supplied does **not** establish **intent** or **how long—if at all—the door was left unattended**; it therefore does not prove a violation even of the **sign text**, much less an adopted rule.

*(Note: Facility Use allows members to be in the building until **11:00 pm**; framing 9:15 pm as "after hours" for presence is inaccurate.)*

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4) Requested Board action (to align with By-Laws/Procedures)

1. **Produce** the **Board minutes/resolution** (pre-Aug 19, 2025) that adopted a door-propping prohibition as a **written rule** under Article V; and identify the **section number/text** now in force. If none exists, acknowledge that the signage/email were **guidance**, not adopted rules.
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2. **Withdraw** the 60-day suspension (no adopted rule cited; evidence does not establish intent or unattended duration).
3. **Prospective fix:** If the Board wishes to regulate this conduct, **adopt** a clear, narrowly drawn **written rule** by 2/3 vote and **communicate** via official channels (website + direct-to-member email), with **signage** that matches the adopted text.

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