

Paradise Point Yacht Club Bylaws

Amended April 1, 2017

ARTICLE I - Name and Purpose

Section 1. The name of this organization shall be Paradise Point Yacht Club (hereinafter "PPYC"). PPYC was incorporated under the laws of the State of Missouri as a non-profit corporation.

Section 2. The purpose of this organization shall be to encourage the pursuit of sailing as a recreational activity and competitive sport.

ARTICLE II - Burgee Description

Pointed with hoist half the length Blue background with white trailing to end.

Article III – Membership

Section 1. The membership of the club shall be divided into two classes designated as " Full" and "Associate", defined as follows:

Full– An individual who is a boat owner and has paid the current dues as specified by the club. With the added benefit of family. Family – Two spouses who have paid the current dues as specified by the club. Each spouse shall be treated as an individual member for all club purpose including voting.

Associate- An individual who is not a boat owner but participates in the sailing and social events sponsored by "PPYC". Associates will have individual voting rights in all except the competitive events or decisions surrounding organization of competitive events of the club.

Student – Individuals currently or recently enrolled as a "learn to sail" student who is not a sailboat owner or part owner. Students are at the associate level for participation in events without voting rights until dues are paid to "full" level or the following years dues are paid.

Section 2. At the first regular meeting following the annual spring board meeting, the current or incoming Board of Directors shall submit to the general membership, a budget, and a proposed dues structure for the forthcoming year.

Section 3. The club may adopt policies providing for discounts on memberships paid in lieu of other forms of payment in-kind and must be noted by the treasurer. Dues for any member joining the club after July 1 of any year shall be based upon 50 percent of normal dues. Dues paid after October 1 will be applied to the next calendar year.

Section 4. Membership shall not be transferable, nor shall dues be refunded.

Section 5. Each member in good standing shall be entitled to a single vote.

Section 6. Only club members in good standing will be scored and placed in club racing series and events unless the racing rules for the event specifically states otherwise.

Article IV – Meeting of Members

Section 1. Regular Meetings: The regular meeting of the Club shall be on the second Saturday of each month coinciding with a social event at a place designated by the Board of Directors. The Board of Directors may also designate changes to the date of the regular meeting.

Section 2. Annual Meeting: The annual meeting of the Club for the election of officers and directors shall be held during the last regular meeting or social event in October of each year.

Section 3. Special Meeting: Special meetings may be called by the Board of Directors or by 20 percent of the members or by the Commodore.

Section 4. Quorum: 25 percent of the members, represented in person or by written proxy, shall constitute a quorum.

Section 5. Two-thirds (2/3rds) of the members of the Board shall constitutes a quorum for any Board meeting.

Article V – Amendments

Section 1. Amendments to these bylaws may be proposed at a regularly scheduled meeting of the Board of Directors, but may only be adopted by the Board at a subsequent meeting thereof. In the interim, the proposed amendment shall be disclosed to the membership at least seven (7) days prior to the vote on its adoption, or by posting on the official Club website.

Section 2. A majority of the members may also alter, amend, or adopt new bylaws at any annual or special meeting properly called. However, such bylaw revision shall be submitted in writing to the club Secretary at least fourteen (14) days prior to the meeting and shall be disclosed to the membership at least seven (7) days prior to the annual or special meeting.

Section 3. The membership shall be notified of all amendments within thirty (30) days after adoption by the Board, either by E-mail or disclosure at a regular meeting, or both.

Article VI – Officers

Section 1. Officers: The officers of the Club shall be a Commodore, a Vice-Commodore, a Rear-Commodore for Race or competition organization and Committee, a Secretary, and a Treasurer each of whom shall be elected at the annual meeting of the membership by the members from among their number. Each officer shall serve for one year from the date of election or until a successor is chosen, with the following exceptions:

The term of the treasurer will coincide with the fiscal year which is November 1 through October 31 of the following year. The incumbent Rear-Commodore and Race Committee will serve through the

completion of any race series in progress at the time of election, with the newly-elected Rear-Commodore and Race Committee beginning service upon the completion of that series.

In addition, the Commodore shall appoint officers from the membership as Harbor Master, and Training Officer. The Harbor Master will take charge, control, and maintain the fleet of "PPYC" boats and equipment as it relates to club sailing activities. The Training Officer shall organize and execute the "learn to sail" activities of the club. These positions shall serve as Board Members for the duration of their service.

Section 2. Vacancies: Vacancies may be filled at any meeting of the directors by election of any member in good standing, who shall serve until the next annual meeting.

Section 3. Duties of Officers: The Board of Directors shall from time to time, specify the duties of the officers; provided, however, that in any event the Commodore shall perform the functions of the principal executive officer and the ranking Vice or Rear Commodore shall perform the duties of the Commodore upon the death, absence, or resignation of the Commodore or upon his inability to perform the duties of his office as determined by the Board of Directors.

Section 4. Removal: Any officer may be removed from office by an affirmation vote of two-thirds of the members at a meeting, the notice of which must be given and indicates such removal to be one of its purposes.

Section 5. Officers must be members in good standing with dues and fees paid and have the characteristics of effective leadership as determined by the board.

Article VII – The Board of Directors

Section 1. Directors: The Board of Directors shall manage the affairs of this organization. Board of Directors are the officers of the Club, Harbor Master, Training Officer, Commodore Emeritus, and At-Large Board Members. One At-Large Board Member from each of the marina docks; A, B, C, etc.; the Mooring Field; Dry Sail; and/or Day Sailors represent their respective memberships. At-Large Board members serve two year terms, and preferably are chosen by consensus of the members they represent, or they can be appointed by the Commodore. Open At-Large Board Member chairs are permitted and are not included in the quorum 2/3rds requirement.

Section 2. Meetings: The Board of Directors shall hold an annual meeting following the annual meeting of the membership, generally in the first quarter of the next calendar year, and such special meeting as may be called by the Commodore or any twenty percent of directors upon notice.

Section 3. Quorum: As stated: Two-thirds (2/3rds) of the members of the Board shall constitute a quorum for any Board meeting.

Section 4. The directors may not vote as such by proxy unless written notification has been given and approved to all other Board Members of the intended proxy. Proxy may only be given to another Board member with clear written intent as to the extent of the vote.