

PEPIN YACHT CLUB BY-LAWS

Revised: September 24, 2011

I. PURPOSE

The purpose and objectives of the Pepin Yacht Club (PYC) shall be to foster educational programs for the training of its members in the science of seamanship and navigation; to foster youth educational programs and an active interest in yachting; to promote water safety in general; to encourage and promote racing, cruising and fellowship among the members of the club; to formulate rules governing competitions and in the conduct of the competitors in member competitions; to provide for and to administer the operation, maintenance and care of a club house for its members; and to undertake the acts and duties incident to the administration of the operation and management of the club and its programs; to acquire, own, operate, lease, sell, trade and otherwise deal with property of the club, whether real or personal, as may be necessary or convenient in the administration of the operation, management, maintenance, improvement and care of the Club and its programs.

II. MEMBERSHIP

- A. Regular Membership: Membership in the PYC shall include current members of PYC in good standing and shall be available to other individuals who own a boat and who have a slip in the Pepin Marina, who have made proper application to PYC on a valid PYC application subject to membership maximum. The application process shall be determined by the Board of Directors and approved by the regular membership.

Regular members are entitled to one vote per membership. Member, spouse/partner (significant other) and minor children shall constitute a single membership. The immediate family of a member may enjoy the privileges of the club to the same extent as a member. The immediate family of a member shall consist of:

1. The member's spouse or significant other, designated by the member from time to time; provided however that the sum of the spouse and designated significant other(s) shall not exceed one.
2. Unmarried children of the member, the member's spouse or significant other under the age of 19 who reside in the house of the member.
3. Unmarried children of the member, the member's spouse or designated significant other age 19 to 24 who reside in the home of the member, are dependant upon the member, the member's spouse or designated significant other for support to the extent of 50% or more, and are full time students at an accredited educational institute.

Any Regular Member who has resigned and has discharged any obligations to the Club may again become a Regular Member without payment of the initiation fee after the application for renewal of membership has been approved.

The maximum number of regular members for the PYC shall be determined by a vote of the membership.

- B. Social Membership: Social membership in the PYC shall be available to owners of boats who have a slip in the Pepin Marina, who have made proper application to PYC on a valid PYC application, and are on the waiting list for full membership. Social members must agree to move up to full membership when offered or terminate their social membership, withdraw their membership application and wait 2 years before reapplying.

Social members may participate in the following activities: -Activities on the PYC social calendar -Scheduled races -Social members do not have individual access to or use of PYC facilities at any other times

The maximum number of social memberships shall be determined by the Board of Directors. All vacancies in regular membership must be filled before any social memberships are offered. Boats on the PYC waiting list are not required to reapply each year.

- C. Special Membership A Special Membership may be approved by the Board of Directors or membership as appropriate for the purposes of, but not limited to:
1. Honorary Membership for those past members who have provided outstanding services, long-term membership, or some other noteworthy contribution to the club.
 2. Special Membership: granted by the Board of Directors to members who are unable to put their boats in the marina for a season which would allow them to be placed ahead of those on the waiting list for the next season.
 3. Other Special Memberships voted by the general membership. Any fees will be determined by the Board of Directors. Use of the PYC premises for each type of Special Membership will be determined by the Board of Directors.
- D. Term of Membership: The term of membership in the PYC for regular and social membership shall be from the payment of dues or April 1, whichever is later, until March 31 of the following year.

III. OFFICERS

- A. Elected
1. Commodore
 2. Vice Commodore
 3. Treasurer
 4. Secretary
- B. Duties of Officers
1. Commodore
 - a. Provide leadership and direction of the Yacht Club.
 - b. Organize winter meeting of the Planning Committee and other necessary Committees.
 - c. Act as Chairperson of the Planning Committee.
 - d. Act as chairperson of the PYC general meetings.
 - e. Appoint Historian, Chairperson(s) for Race Committee, Social Committee, Nominating Committee, Directory Committee, Membership Committee, and any other Committee that may be necessary with the exception of the Facilities Committee.
 - f. Promote new membership of the Yacht Club.

- g. Determine when the general membership meetings will be held.
- h. Call together a special meeting when necessary.
- i. Member of Board of Directors and acts as Chairperson.
- j. Sign checks or approve expenditures on behalf of the club as a co-signator or designate a co-signor with the club treasurer.
- k. Sign leases on behalf of the club or designate a signor.

2. Vice Commodore

- a. Act as Chairperson of Facilities Committee.
- b. Substitute for Commodore when Commodore is unavailable.
- c. Member of Board of Directors.

3. Treasurer

- a. Maintain records of revenue and expenditures.
- b. Monitor and document the preparation of required financial statements.
- c. Provide periodic reports of revenue and expenditures to the membership.
- d. Coordinate the list of names, addresses, and phone numbers of all PYC members with the Secretary.
- e. Authorized to pay individual expenditures including lease payments plus any other expenditures up to \$500.00. "Expenditures" means reasonable and necessary expenses incurred for the regular operation of PYC and its assets and programs. All other expenditures (including non-routine expenses of any amount) require prior approval of both the Commodore and the Treasurer.
- f. Maintain checking and savings accounts when appropriate including signature card updates.
- g. Act as Chairperson of the Finance Committee.
- h. Member of Board of Directors.
- i. Maintain and publish a list of names, addresses, and phone numbers of all PYC members.
- j. Accept and maintain PYC membership applications.

4. Secretary

- a. Record minutes of the meetings and maintain records of the meetings
- b. Post notice of all meetings in the Yacht Club facility two (2) weeks prior to the meetings.
- c. Member of Board of Directors.
- d. Publish minutes of the meetings and post in the yacht club, and on the website.
- e. File annual non-profit status reports with Wisconsin Secretary of State and IRS tax forms as needed.

C. Term of Office

- a. Term of Office for all officers will run November 1 through October 31.

IV. BOARD OF DIRECTORS

- A. In compliance with Article VI of the Articles of Incorporation the Board of Directors will consist of the Commodore, Vice Commodore, Secretary, Treasurer. The Past Commodore may also serve, *ex officio*, as an adviser to the Board. The Board shall provide leadership, direction, priorities, organization, and coordination for the activities of the Club.
- B. Duties of Board of Directors.
 - 1. Approve Annual Budget and/or revisions of the Budget
 - 2. Coordinate and approve the recommendations of the Standing and Ad Hoc Committees.
 - 3. Set priorities for expenditures for approval by the Club membership.
 - 4. Maintain liaison with the Pepin Marina management.
 - 5. Coordinate the publishing of a calendar of events — Racing, Social, Membership meetings.
 - 6. Appoint necessary personnel or subcommittees to act on the recommendations of the Board.
 - 7. Recommend amount of Annual Dues and other fees.
 - 8. Approve leases and lease amendments.

V. Appointed Positions

- A. The appointed PYC positions shall be the Race Committee Chair, Social Committee Chair, Membership Chair, Directory Chair, Historian, Nominating Committee Chair, Dock Liaison and any Ad Hoc Committee Chairs. These positions shall be appointed by the Commodore.
- B. Duties of Appointed Committee Chairpersons
 - 1. Race Committee Chairperson
 - a. Serve as Chairperson of Race Committee.
 - 2. Social Committee Chairperson
 - a. Serve as Chairperson of Social Committee.
 - 3. Membership Committee Chairperson
 - a. Serve as Chairperson of the Membership Committee.
 - 4. Directory Committee Chairperson
 - a. Serve as Chairperson of the Directory Committee.
 - 5. Historian
 - a. Maintain a record of annual events and give a report at the year-end banquet.
 - b. Maintain an album of various annual events.
 - 6. Nominating Committee Chair
 - a. Serve as Chairperson of the Nominating Committee
 - 7. Dock Liaison Duties will include, but not limited to:
 - a. Inform members on their dock of upcoming social and racing activities and help coordinate the club's activities with the club members on their dock.

- b. Greet new members and perspective members on their dock.
- c. Explain PYC rules and give tours of the facilities to new members and potential new members on their dock.

C. Term of appointment

1. Term for all appointed positions will run from November 1 through October 31.

VI. STANDING COMMITTEES

A. Facilities Committee

1. Membership

- a. Vice Commodore (Chair)
- b. Additional members appointed by the Vice Commodore as necessary

2. Purpose: Insure that the interior facilities, systems and appearance of the Club building are maintained and serviced in a satisfactory manner.

3. Responsibilities

- a. Conduct periodic inspections of the facility to identify unhealthy, unsafe or distasteful situations. Maintain a repair list and refer to Pepin Marina or Board as appropriate.
- b. Submit an annual operating budget for supplies (paint, cleaning supplies, etc.) to the Board as necessary.
- c. Publish a Wish List for potential donations.
- d. Arrange cleaning and clean-up schedules and contract for cleaning services as necessary.
- e. Maintain the PYC facilities, equipment, and consumable supplies as necessary.
- f. Arrange for the Yacht Club premises to be operational for the sailing season and winterization for the off season, consistent with the current lease.

B. Finance Committee

1. Membership

- a. Treasurer (chair)
- b. Additional members appointed by the Treasurer as necessary.

2. Purpose

- a. Coordinate the collection and expenditure of funds.

3. Responsibilities

- a. Review Budget.
- b. Review Year End Financial Statements and Tax Returns.

C. Social Committee

1. Membership

- a. Chairperson appointed by Commodore.
- b. Additional members at large appointed by Chairperson as necessary.

2. Purpose

- a. To provide a means of social interaction between members.

3. Responsibilities

- a. Establish a series of social events and coordinate the activities.
- b. Plan and organize the annual year-end banquet.
- c. Publish, post and distribute a calendar of events.
- d. Plan necessary fund raising events.

D. Membership Committee

1. Membership

- a. Chairperson appointed by Commodore.
- b. Additional members at large appointed by Chairperson as necessary.

2. Purpose

- a. To promote new membership and maintain existing membership.

3. Responsibilities

- a. Work directly with the Commodore and Marina owner to promote membership.
- b. Develop and distribute club literature to promote membership.
- c. Extend personal invitations as appropriate.

E. Race Committee

1. Membership

- a. Chair — appointed by Commodore.
- b. Additional members at large appointed by chair as necessary.

2. Purpose

- a. Promote safe competitive and efficient sailing as a club activity for members and other sailors wishing to participate in an open event.

3. Responsibilities

- a. Establish a racing schedule in conjunction with the Social Committee.
- b. Establish a racing annual budget including revenues and expenditures as well as setting the racing fees for members and non-members (if applicable).
- c. Solicit and introduce sailors to the sport of racing.
- d. Organize and oversee the setting and pulling out of the racing marks and arrange for the repair and maintenance of the marks.
- e. Arrange for a “Committee Boat” or flag—person to start the races and record times.
- f. Publish a rules and handicap system to fairly and impartially set handicap ratings.
- g. Set up Protest Committee as required and hear protests.
- h. Purchase the trophies for the race winners.
- i. Calculate handicap elapsed times and score the races.
- j. Post the racing results and maintain an on-going “Leader Board”.
- k. Help to assure that the Captains of the boats involved in the racing program are qualified.
- l. Provide Waiver of Liability for Captain of each racing boat to sign to protect PYC.
- m. Help to assure that each boat involved in each race has proper insurance coverage.

F. Nominating Committee

1. Membership
 - a. Chair — appointed by the Commodore
 - b. Up to two (2) members appointed by the chair.
2. Purpose
 - a. Identify qualified candidates to fill elected officer positions of the Club.
3. Responsibilities
 - a. Contact prospective nominees of officer positions explaining responsibilities for potential position.
 - b. Secure willingness of individuals to accept position if elected.
 - c. Present a slate of nominees to Club membership at annual meeting.
4. Make recommendations for chairs of Committees

G. Directory Committee

1. Membership
 - a. Chairperson appointed by the Commodore
 - b. Additional members at large appointed by the chairperson as necessary.
2. Purpose
 - a. Publish contact information of PYC members
 - b. Solicit advertising and sponsors for the club
3. Responsibilities
 - a. Maintain and publish a list of PYC member names, addresses, phone numbers, e-mail, boat names and slip numbers
 - b. Solicit area businesses to sponsor the directory with promotional advertising.

H. Term of Office - Committees

1. All Committee terms will run from November 1 or later date of appointment through October 31.

VII. AD HOC COMMITTEES

- A. Ad hoc committees may be formed as necessary by the Commodore at his discretion or at the direction of the Board or the membership. The purpose and responsibilities shall be defined at the time the ad hoc committee is created, and the chair and membership are appointed by the Commodore. The term of service shall begin when the committee is created and end not later than October 31.

VIII. MEETINGS

- A. Meetings of the general membership will be held a minimum of three (3) times yearly. The schedule will be determined by the Commodore. A notice of each meeting will be communicated to the membership at least 2 weeks prior to the meeting date.
- B. Voting at general membership meetings
 1. A quorum shall consist of representation of 20% of the voting members of the club.

2. Voting on a motion from the floor will be permitted after the motion has been seconded and discussed.
3. Majority vote of the voting members in attendance at a meeting will be sufficient to pass the motion except on a motion to change or amend the By-Laws.
4. A two-thirds (2/3) majority vote of the total PYC voting members will be necessary to change or amend the by-laws. All voting members will be mailed a written proxy two (2) weeks prior to the meeting.
5. One (1) vote per voting Membership in good standing, will be allowed. The voter must be in attendance unless a signed written proxy has been brought to the meeting. Permitted proxies are original, facsimile or an original via e-mail.

C. Election of Officers

1. Officers will be elected at the last general meeting of the season. Notification that the elections will occur through newsletters and other general membership communications vehicles including posting in the Yacht Club prior to the election.
2. Besides the slate of officers recommended by the Nominating Committee, open nominations will be accepted from the general membership in attendance at the meeting.
3. Only Voting Members shall be eligible to be elected for Officer positions.
4. **Term of Office** – All Officers elected at a General Membership Meeting shall take office no later than November 1.
5. **Term of Office, Officers** – Officers are elected for one-year terms.
6. **Vacancies** – Vacancies to the Board may be filled by appointment by the Board from qualified Members eligible for such positions.

- D. Special meetings of the Board of Directors and/or committee chairpersons can be called at any time at the discretion of the Commodore.

- E. **Fiscal Year** – The Fiscal Year of the Club shall be a calendar year from January 1.

IX. ANNUAL DUES

- A. The amount of dues and new member initiation fees for all membership classifications will be recommended by the Board of Directors for the year and approved by the general membership.
- B. Annual Dues are to be paid by April 1 by renewing membership.
Unpaid dues after April 15th shall be subject to late fees as recommended by the Board of Directors and approved by the general membership.
- C. New members may join any time during the year for the same designated fee; provided however, the Board shall have discretion to pro rate any portion of the regular dues for new members who join after July 15th.
- D. **Initiation Fee** – Only “Voting” members pay an Initiation Fee that may be established by a vote of the General Membership.

X. INSURANCE

- A. PYC will maintain liability insurance covering members and guests while engaged in yacht club activities and while on the premises leased or owned by PYC.

XI. DISSOLUTION

- A. It shall require a 2/3 majority vote of the regular membership at a legally called meeting to dissolve the PYC.
- B. Upon dissolution of the PYC, all assets shall be liquidated and all leases shall be terminated. Any remaining funds shall be distributed equally amongst the current regular members or donated to a charitable organization approved at a general membership meeting.

XII. SUSPENSION OF BY-LAWS

- A. These by-laws may not be suspended at any time.