

FREMONT SAILING CLUB BY LAWS

1. NAME

The name of this organization shall be: Fremont Sailing Club

2. OBJECT

The object of this organization is to foster sailing on Fremont's Lake Elizabeth and other Bay Area Venues_by:

- A. Cooperating with the City of Fremont to develop and prescribe rules to insure the fair, efficient, and safe use of the lake and it's boating facilities.
- B. Providing the means for those with a common interest in sailing and sailboats to meet and exchange help and information.
- C. Providing the means whereby those interested can receive instruction in the operation of sailboats.
- D. Conducting an organized program of racing each year.

3. HOME LAKE

Lake Elizabeth is designated home lake of the Fremont Sailing Club and all sailing events will be held thereon unless specifically indicated otherwise.

4. NEWSLETTER

- A. The name of the Club newsletter is: Windjammer.
- B. It shall include meeting and race notices, Treasurer's reports, Board and Membership meeting minutes, fleet information, general interest items, and the names including ages of juniors_and fleet affiliation of newly accepted members.
- C. Advertising will be by, or for the benefit of, Club members and shall be restricted to boats of boating equipment.
- D. The Windjammer shall be mailed, or otherwise distributed, to all members, and such other persons and organizations as may be deemed appropriate.

5. MEMBERSHIP

- A. Membership shall be on a family/household family basis. A Member family/household family shall include all unmarried children through age 24 residing in the household. Or consist of a single person age 18 or older, whose application has been accepted in accordance with these bylaws. The membership year shall be from January 1st through December 31st of that year.
- B. Regular Members shall be those persons in a Member Family/ Household Family who are 18 years of age or older. Each Regular Member shall be entitled to one vote.
- C. Junior Members shall be those persons in a Member Family/Household Family who are 17 years of age or younger. Junior Members shall have no vote at Club meetings.
- D. When a child of a Member Family/ Household Family becomes 25 years of age or marries, said child (and spouse) shall be considered a Member Family/ Household Family in good standing until the beginning of the next calendar year, at which time application for Member Family/ Household Family status must be made by payment of the dues prescribed for Member Family/ Household Families and submission of an application as required by the standing rules. No initiation fee shall be required with such an application.
- E. All new members shall be introduced to other members of the Club at first_event.
- F. If circumstances require that a member move temporally from the San Francisco Bay Area for a period of more than six months he/she may be granted a leave of absence upon application to the Board of

Directors. Dues for members on leave of absence shall be prorated on the number on months, or portion thereof, actually spent in the San Francisco Bay Area during the calendar year.

6. APPLYING FOR MEMBERSHIP

- A. Remittance for the initiation fee and dues or each full month remaining in the year must accompany the application. Except that the applications for membership made during the last quarter of the year will pay the full year dues and that membership will be good through the next full year with no additional dues.
- B. Applicants must be approved by the Board of Directors in order to be accepted for membership.
- C. Upon such approval the Membership Chairman shall send, over Commodore's signature, a welcoming letter advising the applicant that he has been accepted for membership and enclose therewith a family membership card, a copy of the bylaws and other such information as is deemed appropriate.

7. SUSPENSION OR TERMINATION OF MEMBERSHIP

- A. Members may be suspended or terminated by unanimous action of the Board of Directors for any of the following:
 - 1. Conduct deemed harmful by the Board of Directors to the objects of the Club.
 - 2. Intentional disregard of the Club Bylaws and Rules.
 - 3. Refusal without cause to assist in carrying out the objectives of the club.
- B. Before a member can be suspended or terminated he/she shall have been notified in writing at least two weeks in advance of the time and place where the Board of Directors will consider the suspension or termination, and he/ she shall be given the opportunity to appear and be heard in answer to the charges.
- C. Request for reinstatement shall be considered as a new membership application and must be accompanied by remittance for the initiation fee and the dues for each full month remaining in the year.

8. DUES

- A. Any proposed change in the initiation and or the annual dues for member families must be published in the *Windjammer* and voted upon by the membership at the following general meeting. A two-thirds majority vote of the eligible members present at that meeting will be required for passage.
- B. All Member Family/Households Families will be sent a dues statement in January of each year. Dues are payable in advance and are due upon receipt of said statement.
- C. All Member Family /Households Families who have not paid their dues by February 1st will be sent a delinquency notice.
- D. All Member Family/ Households Families who have not paid their dues by April 1st shall become members in bad standing and may be restored to member in good standing at any time in that calendar year by paying the full years dues. At the end of the calendar year all members in bad standing will forfeit their membership. A member in bad standing shall not participate in any Club race or event or receive the *Windjammer*.

9. BANK ACCOUNTS

- A. All moneys belonging to the Club are to be deposited in accounts of the Fremont Sailing Club.
- B. All checks drawn on accounts of the Fremont Sailing Club must be signed by at least two of the following: The Commodore, Vice Commodore, Treasurer or the Secretary.

10. OFFICERS AND THEIR RESPONSIBILITY

- A. There shall be seven elected Club officers. Their titles shall be Commodore, Vice Commodore, Treasurer, Secretary, Editor, Race Captain and Membership Chairperson.

B. Commodore:

The Commodore shall act as chairman of the Board of Directors, act as presiding officer of the general meetings, be an ex-officio member of all fleets and comities, and be responsible to the membership for the proper operation of the Club. To be eligible for the office of Commodore a member must have served on the Board of Directors.

C. VICE COMMODORE

The Vice Commodore shall be responsible for the programs at the general meetings and shall assume the duties of the Commodore in his/her absence.

D. The Treasurer shall:

1. Collect all dues and fees owing the Club.
2. Disburse funds only in accordance with the authorized budget. Expenditures not in compliance with the budget require prior Board of Directors approval.
3. Maintain an accurate account of all moneys collected and disbursed with a supporting file of bills and invoices.
4. Report to the Board of Directors at each of its meetings on the present and projected financial condition of the Club.
5. At the end of his/her term, prepare an annual financial report listing the Club's assets and all liabilities and giving a complete record of receipts and disbursements for the year.

E. The Secretary shall:

1. Keep a record of all business transacted at both membership and Board meetings.
2. Maintain a complete and up-to-date file of the bylaws and all amendments or revisions thereto.
3. Maintain a complete and permanent file of Windjammers.
4. Procure and maintain a supply of all printed forms necessary for the conduct of Club business.

F. The Editor shall:

1. Prepare the Windjammer.
2. Arrange for the printing and distribution of the Windjammer.
3. Maintain a complete and permanent file of the Windjammers.

G. Race Captain:

The Race Captain shall have the overall responsibility of the Club's racing program. The Race Captain shall be an e-officio member of all race comities.

The Race Captain shall:

1. Prepare for the Board's approval a schedule of races for the year.
2. Act as advisor to the Race Chairman.
3. Instruct the race Committee on the proper method of conducting and recording the race.
4. Determine each participant's score in Club races and maintain a year-long record of all series scores for the purpose of determining series, fleet and Club championships.
5. Post at each general meeting the year-to-date scores of each participant in all series races. If a member disagrees with the posted scores he/she shall protest to the Race Captain at the meeting. If no protest is received the posted score will become official.
6. Arrange to have the Editor notified promptly of the results of all Club races.
7. Maintain a complete and up-to-date file on the racing rules, on all amendments thereto, and on all decisions and resolutions by the Board regarding Club races.

H. The membership Chairperson shall:

1. Maintain a file of applications for membership and a record of fees received.
2. Prepare and maintain a roster of Club members including their address, telephone number, *e-mail address*, and boat (s) class (es) and number(s).
3. Send a welcome letter to the new member(s) and enclose a copy of the Bylaws, a membership card, and other information as may deemed appropriate.
4. Advise the Commodore, Editor, and appropriate fleet captain of the applications for membership received.
5. Transmit to the Treasurer any fees received.

I. Trophy Captain:

A Trophy Captain may be appointed by the Commodore and or the Race Captain, to assist the Race Captain in acquiring trophies for the Club on a yearly basis.

J. Port Captain:

The Port Captain, who shall be appointed by the Commodore, with the approval of the Board of Directors, shall keep a record of and be responsible for, all equipment and material belonging to or under the responsibility of the Fremont Sailing Club.

K. Term of Office:

The term of office for the officers and Board of Directors shall be one year. The officers-elect and Board members shall assume duties on January 1st and terminate their duties on December 31st of that year.

11. ELECTION OF OFFICERS:

- A. A nominating committee consisting of three Regular members in good standing, who are not members of the Board of Directors shall be appointed no less than two months before the annual meeting by the Commodore with the approval of the Board of Directors. The nominating committee shall prepare a slate of prospective officers who have signified that they will accept the duties and responsibilities if elected and that they are Regular members in good standing. The slate of prospective officers will be presented to the general membership at the general meeting, or in the Windjammer, one month prior to the annual meeting.
- B. Following the presentation of the slate of candidates any member of the Club may propose to the general membership the names of any other Regular member in good standing for any office provided the candidate has signified beforehand that he/she will assume the duties and responsibilities if elected.
- C. The election of officers shall be occur at the annual meeting and shall be conducted in accordance with these Bylaws.
- D. If there is more than one candidate for any office, election shall be by secret ballot.

12. BOARD OF DIRECTORS:

- A. The Board of Directors shall consist of the seven elected Club officers, the Class Fleet Captains, and the Past Commodore.
- B. The Board of Directors shall be the governing body and shall have general control over all committees and representatives and management of the affairs, funds and properties of the Fremont Sailing Club, provided that any single expenditure in excess of \$750.00 that is outside the approved budget shall be submitted at a general meeting, prior to disbursement for approval by a majority of
- C. The Board of Directors shall meet at least once in each calendar quarter of the year. The Commodore or by the petition of at least two members of the board, or by petition of as least seven Regular members, and upon reasonable notice may call an additional Board of Directors meeting.
- D. Decisions of the Board may be appealed to the general membership at any general meeting provided written notice of such appeal shall have been distributed to all members at least five (5) days prior to the meeting,. Such appeal shall be determined by a 2/3 majority of all Regular members present.

13. GENERAL MEETINGS:

- A. There shall be a minimum of general meetings a year, with the date and time to be determined by the Board of Directors.
- B. A annual meeting of the general membership shall be held near the end of each year at a time and place designated by the Board of Directors. Among other items of business will be the presentation of the annual reports, including the Treasurer's report and the election of officers.

14. COMMITTEES

- A. Committees necessary to carry out the functions of the Club shall be appointed by the Commodore with the approval of the Board of Directors.
- B. An audit committee consisting of the incoming and retiring Treasurers and Commodores and one Member appointed by the retiring Commodore who is not on the Board of Directors shall meet after the last general meeting of the year and before the first general meeting of the next year to audit the records and Annual Financial Report and prepare for submission to the Board of Directors a suggested budget for the new year.

15. FLEETS

- A. When there are five or more one design boats of the same class belonging to members in good standing, the owners of these boats may form a Class Fleet to operate within the Bylaws and as a part of the Fremont Sailing Club by electing from among themselves a Fleet Captain and having him/her appear before the Board of Directors to petition for approved Fleet status.
- B. Members in good standing who own non-class or one design boats of which there are not a sufficient number to form a Class Fleet may form a handicap Fleet to operate within the Bylaws of the Fremont Sailing Club as a Class Fleet, provided they otherwise meet the requirements of 15A and have as least five boats capable of being raced on Lake Elizabeth.
- C. Each fleet shall elect its own Captain, who shall not be an elected Club officer, and such other officers as it deems necessary to conduct Fleet business. The term of office shall coincide with the term for officers of the Fremont Sailing Club.
- D. No member of the Fremont Sailing Club may be excluded from participating in any award by the Club because of failure to join a Fleet.
- E. If a Class Fleet fails to maintain a participation of at least two boats in 50% of the series races held during the year, or it falls below five boats, no Fleet champion will be declared and the Fleet will lose its approved status.
- F. A Class Fleet losing its approved status may, upon application to the Board, be reinstated if and when it attains five boats.
- G. Activity fleets may be organized within or between class fleets on the basis of age level, sex, sailing ability, social activity or common interest. An organized activity fleet must petition the Board of Directors for Activity Fleet status. It may also petition the Board for appointment for the appointment of an advisor and/or representative on the Board of Directors. Such representation shall be voting or non-voting at the discretion of the Board. Activity fleet status shall be subject to annual review. Activity fleets may petition the Race Captain for special starts during series races or regattas.
- H. No Class Fleet or Activity Fleet of the Fremont Sailing Club shall undertake a fund raising activity without prior approval of the Board of Directors unless such activity is restricted to raising funds exclusively from and for the use of that Fleet.

16. RULES

- A. Standing Rules necessary to carry out the objectives of the Club may be adopted or revised by the Directors at any Board Meeting by a majority of the Directors present.
- B. A quorum for the Board of Directors meetings shall consist of five directors.
- C. A quorum for the general membership shall consist of those Regular members present.
- D. Except as amended by these Bylaws, the current Robert's Rules of Order will govern the conduct of general membership and Board of Directors meetings.
- D. The Standing Racing Rules of the Fremont Sailing Club shall apply to all races sponsored by the Fremont Sailing Club unless specifically indicated otherwise at the skippers' meeting or in the printed sailing instructions.

17. FLAG

The flag of the Fremont Sailing Club shall be a pennant with the design consisting of a white block letter "F" superimposed on a triangular field with its base, the hoist and its apex approximately 1/3 of the distance to the point of the pennant, and a red field outside of a triangle with its base the hoist and its apex approximately 2/3 of the distance to the point of the pennant, the red and blue fields being separated by a white field.

18. AMENDMENTS

Any Regular member in good standing may propose an amendment to the Bylaws at any general meeting or at any Board of Directors meeting. Upon such proposal it shall be the duty of the Secretary to give written notification to each member of the subject of such proposal. The proposal will be voted upon by the membership at the following general meeting. A two-thirds majority vote of the Regular members present will be required for passage, and the amendment will take effect immediately unless otherwise stated in the amendment.

19. ADDENDUM

A. COFFEY FAMILY, HONORARY LIFETIME MEMBERSHIP

The following resolution was passed at the General Membership Meeting held on May 19, 1991 and documented in the minutes, thereof:

In order to properly honor Charles Coffey, the founder and mentor of our club, without whose vision, dedication, and hard work, there would not be a Fremont Sailing Club, we hereby declare the Coffey family "Honorary Lifetime Members" of the Club.

B. JOE AND CATHY DOERING, HONORARY LIFETIME MEMBERSHIP

The following resolution was passed at the General Membership Meeting held on September 7, 2003 and Documented in the minutes, thereof:

In order to properly honor Joe and Cathy Doering for their dedication and hard work to further and promote the Fremont Sailing Club, we hereby declare Joe and Cathy Doering "Honorary Lifetime Members" of the Club.