

# GRAND RIVER SAILING CLUB

## CODE OF REGULATIONS

Revised March 2015

### ARTICLE 1 ... MEMBERSHIP

SECTION 1. There shall be only one class of membership in the Grand River Sailing Club. Full membership shall include all members of good standing in the local area who derive direct benefits from club activities. Members who have moved away from the local area may continue to receive club news via the River Debris sent via email.

SECTION 2. Application for membership shall be filed with the Board of GRSC. The Board shall, by majority vote of the Board members present at the next board meeting, accept or reject the application. The applications may be obtained from any of the Board members. The application must be accompanied by the prescribed Initiation Fee, if any, and Dues. Each prospective member must be cosponsored by two active members, one of which must be a board member.

SECTION 3. All members in good standing shall enjoy the rights and privileges of the Grand River Sailing Club. Membership may be revoked for conduct not in the spirit of the Articles of Incorporation. Dissolution of membership shall result only by a unanimous vote of the Board at a formally announced Board meeting which the involved member has been requested to attend or for failure to meet the financial obligations of a member in good standing stated in Article III.

### ARTICLE II ... MEETINGS

SECTION 1. Conduct of Business. Roberts Rules of Order shall be the final authority in all matters of parliamentary procedure at all meetings.

SECTION 2. Board Meetings. The Board shall hold regular meetings at the Commodore's discretion, the time and place as determined by the Commodore. The Board shall meet at a minimum of 1 meeting per calendar quarter. Five (5) Board members shall constitute a quorum at all Board meetings.

SECTION 3. Membership Meetings. There shall be at least two membership meetings each year. The Spring meeting shall be held in March and will include a presentation to the membership of the upcoming season's sailing program. The Fall meeting shall be held in October or November and will include the election of officers for the following term. Twenty (20) percent of the membership shall constitute a quorum at all membership meetings.

SECTION 4. Special Meetings. Special meetings of the Board or the General Membership may be called by the Commodore and must be called by the Commodore upon the written request of any three (3) Board members. Notice of all special membership meetings shall be mailed to each member in good standing by the Secretary at least seven (7) days prior to the date of such meeting and shall briefly state the purpose of the meeting.

### **ARTICLE III ... DUES and FEES**

SECTION 1. Dues. The fiscal year of the Club shall be the calendar year. The dues structure shall be determined by a majority vote of the Board members present at the December Board Meeting. Dues shall be assessed on an annual basis.

SECTION 2. Fees. The Board shall establish fees to be collected by the sailing activities such as cruising and/or racing. The due date for collection of these fees and penalties for nonpayment shall also be determined by the Board. The fee schedule shall be provided with the annual dues billing.

SECTION 3. Notification of Dues and Fees. Members will be notified of the upcoming year's dues and fees in the January/February issue of the "*River Debris*". Any member failing to pay membership dues prior to the Spring Membership Meeting in March will automatically lose their membership in the Grand River Sailing Club.

SECTION 4. Prorating of Dues and Fees. All annual dues and annual fees received after July 15<sup>th</sup> shall be reduced by fifty (50) percent. No other prorating will be made. The initiation fee will **not** be subject to prorating.

SECTION 5. New Membership Fees. All membership applications must be accompanied by all appropriate dues and fees for the upcoming year. Any member who has been dropped from membership for any reason including non payment of dues shall incur no special consideration for reestablishing membership status.

### **ARTICLE IV ... BOARD of TRUSTEES**

SECTION 1. Membership. The Board shall consist of eight, members consisting of: Commodore, Vice-Commodore, Rear-Commodore, Secretary, Treasurer, and three trustees consisting of two (2) elected Two Year Trustees and the Past Commodore.

SECTION 2. Term of Office. The board shall be elected at the Fall General Membership Meeting and take office December 1<sup>st</sup>. With the exception of the Two Year Trustees, the term of all officers shall be one (1) year. The two (2) Trustees shall serve two (2) year terms and shall be elected and take office in alternate years.

SECTION 3. Board Meetings. The Board shall meet at the Commodore's discretion, but is required to meet at a minimum of at least 1 meeting per calendar quarter. The time and place shall be determined by the Commodore.

SECTION 4. Powers of The Board. The Board shall be the governing body of the Grand River Sailing Club. It shall be their duty to consider all applications for membership, to set up such standing committees as may be necessary and to approve the members thereon. The Board shall control and manage the business, funds and property of the Club. They shall set the annual dues and fees structure. Minutes and attendance at all Board meetings shall be open to all members of the Grand River Sailing Club.

The Board, consistent with these regulations, may adopt and enforce rules governing the use of Club property; the privileges of Club members, children and guests; and fill vacancies on the Board. The Board shall approve the payment by the Treasurer of any and all expenditures prior to payment of such expenditures.

SECTION 5. Advisory Board. The Past Commodore's of the Club shall constitute an Advisory Board to confer with and to advise the Board of GRSC. They are eligible to attend all meetings of the Board in an advisory capacity, and although they may take part in all discussions, with the exception of the immediate Past Commodore they shall not vote on any matter before the Board.

## **ARTICLE V ... OFFICERS**

SECTION 1. Flag Officers. The Flag Officers of the Grand River Sailing Club shall be elected by the members and shall include: (1) Commodore, (2) Vice Commodore and (3) Rear Commodore. They shall serve as members of the Board and shall be elected for one (1) year terms and serve until their successors are elected and take office.

SECTION 2. Secretary and Treasurer. The Secretary and Treasurer shall be elected offices with one (1) year terms. All dues and fees associated with membership and activities of the Grand River Sailing Club will be waived for the Treasurer if he or she is a member or spouse of a member of the Grand River Sailing Club.

SECTION 3. Trustees. Two Trustees shall be elected to serve on the Board of Trustees. Their term shall be two years, and they shall be elected in alternating years. The immediate Past Commodore shall be the third acting trustee on the Board.

## **ARTICLE VI ... DUTIES of OFFICERS**

**SECTION 1.** Commodore. The Commodore shall preside at all meetings of the Club and at all meetings of the Board of Trustees. The Commodore shall perform all duties incident to the office, and such other duties as may from time to time be required by the Board.

**SECTION 2.** Vice Commodore. The Vice Commodore shall act as Commodore when the Commodore is absent, and shall assist the Commodore in the duties of the office. The Vice Commodore shall be directly responsible for the racing and cruising activities of the Club. As soon as the Vice Commodore takes office, the Vice Commodore shall appoint a racing committee and shall review the club's racing rules and begin to develop a racing and cruising calendar for the upcoming year. The Vice Commodore shall, with the approval of the Board, appoint and be an ex-officio member of all committees.

**SECTION 3.** Rear Commodore. The Rear Commodore shall take the place of Vice Commodore when the Vice Commodore is absent and shall assist in the duties of Commodore as required. The Rear Commodore shall be directly responsible for the entertainment and educational programs of the Club, and shall serve as ex-officio member of all such committees.

**SECTION 4.** Secretary. The Secretary shall keep an accurate record of all transactions and proceedings of the members and the Board, shall give all notices required by law and all notices provided by the Code of Regulations, the Amendments and the prescriptions applied by actions of the Board. A secretary's book shall be maintained with records of all minutes and correspondence deemed proper and necessary. The Secretary shall generally perform such duties as may be required by the Board, shall keep a true and correct roll of all members of the Club, notify officers of their election, as well as any member upon appointment to a committee. The Secretary shall maintain an up to date roster of Club members, and a perpetual inventory showing all Club's property. At the expiration of the Secretary's term of office, the Secretary shall deliver all books, records, papers and property of the Club to the newly elected Commodore or to the succeeding Secretary.

**SECTION 5.** Treasurer. The Treasurer shall receive and safely keep all monies belonging to the Club and the same shall be disbursed under the direction of and to the satisfaction of the Board. Proper vouchers shall be taken for all such disbursements. It shall be the Treasurer's duty to keep an accurate account of the finances of the Club on the books of the Club, prepared and furnished for that purpose, and all books shall be open for inspection and examination by the Board or any committee appointed for that purpose. The Treasurer shall render an account of the standing of the Club at all Membership Meetings, Special Meetings and Board Meetings. At the expiration of the Treasurer's term of office, the Treasurer shall deliver all books, records, papers and property of the Club to the newly elected Commodore or the succeeding Treasurer.

## **ARTICLE VII ... NOMINATION and ELECTIONS**

SECTION 1. Nominating Committee. The Nominating Committee shall consist of all Past Commodores. The Immediate Past Commodore shall act as chairman. The sole responsibility of the Nominating Committee shall be to present a slate of nominees for officers at the Fall Membership Meeting.

SECTION 2. Slate of Nominees. The Nominating Committee shall select a slate of nominees consisting of at least two (2) candidates for the office of Rear Commodore, the office of Secretary, the office of Treasurer and Trustee. One candidate, namely the currently serving Rear Commodore and the currently serving Vice Commodore will be shown for the offices of Vice Commodore and Commodore respectively. The permission of all candidates must be obtained before submitting their name to the Club.

SECTION 3. The Slate of Nominees chosen by the Nominating Committee shall be published in a Club mailing at least one (1) week prior to the Club's Fall Membership Meeting.

SECTION 4. Additional Nominees. If the membership desires to propose additional candidates for the offices of Rear Commodore, Trustee, Secretary or Treasurer they may nominate from the floor at the Fall Membership Meeting. A petition signed by ten (10) members in good standing can submit an additional candidate or candidates for the office of Commodore or Vice Commodore. This petition must be submitted to the Board of GRSC prior to the conclusion of business at the last Board meeting preceding the Fall Membership meeting.

SECTION 5. Election. All officers and Trustees will be elected by a majority of the members attending the Fall Membership Meeting. A quorum need not be present. If a majority vote is not reached on the first ballot, the candidate receiving the lowest number of votes will be dropped prior to re-balloting continues.

## **ARTICLE VIII ... SPECIAL ELECTIONS**

SECTION 1. The members of the Club may with a petition signed by at least one-half of the members in good standing, as a recall measure, call a Special election at any time.

## **ARTICLE IX ... AMENDMENTS**

SECTION 1. By Board Action. Amendments to this Code of Regulations may be applied by Board action. A written copy of a proposed amendment must be mailed to the entire membership at least seven (7) days prior to the Board meeting at which action on the amendment is anticipated. The amendment will require three-quarters or more approval by the Board to pass.

SECTION 2. By Membership Action. A written copy of a proposed amendment must be mailed to the entire membership at least seven (7) days prior to the Membership Meeting at which action on the amendment is anticipated. Approval of the amendment shall require approval by a simple majority of the members present.

#### **ARTICLE X ... CLUB BULLETIN**

SECTION 1. The Board is responsible for the issuance of a monthly Club bulletin. The purpose of this bulletin is that of keeping members informed of Club activities, and of notifying members of meetings, both regular and special, when called.

SECTION 2. The name of this bulletin shall be "***River Debris***". The cost of publishing and distributing this bulletin shall be a regular part of the annual budget. The River Debris shall be emailed to the general membership, unless a member has requested that the club secretary mail a copy via US postal service.