

BYLAWS 2011

LAKE MISSION VIEJO YACHT CLUB

ARTICLE I

Name and Headquarters

Section 1. Name: The name of this organization is Lake Mission Viejo Yacht Club, hereinafter referred to as the Club.

Section 2. Headquarters: The principal office for the transaction of business is hereby fixed and located at 22555 Olympiad Road, Mission Viejo, California 92692.

ARTICLE II

Board of Directors

Section 1. Composition and Authority: The business activities of the Club shall be managed by the Board of Directors hereinafter referred to as the Board which shall consist of the Club officers. The Commodore Board appointees shall also be invited to attend Board meetings.

Section 2. Five (5) elected Board officers shall constitute a quorum for the transaction of business; and every act of or decision of a majority of the elected Board officers at which a quorum is present shall be considered an action of the Board.

Section 3. Where an elected position is shared by two people as co-chairs, or as chair and assistant, the position retains only one vote.

ARTICLE III

Purpose and Policy

Section 1. Purpose: To cultivate and support Corinthian yachting in all its phases and provide social and competitive interaction opportunities for its members.

Section 2. Policy: This club is organized as a non-profit organization and does not contemplate the distribution of gains or profits to the members thereof. It is non-sectarian and non-political in all its policies and activities.

ARTICLE IV

Membership

Section 1 Eligibility: Membership in the Club is unrestricted but access to the Lake requires membership in the Lake Mission Viejo Association or admission as a guest of an Association member.

Section 2. Classes of Membership: There shall be three (3) classes of membership, which shall be designated as Regular, Junior, and Honorary.

Section 3. Regular membership: A Regular Member shall be one who owns wholly or in part a vessel, or who is interested in boating.

A Regular Member in good standing shall have the following rights and privileges:

a) To serve as a Board member, and/or committee chairman, or member of a committee. To serve as a Flag

officer a Regular member is required to also be a member of Lake Mission Viejo Association.

b) To fly the Club burgee

c) To enter into all activities scheduled by the Club for which the member may qualify under general Club, Class Association, or Committee rules and regulations.

d) To vote on affairs of the Club which are a subject of meetings of the general membership.

A Regular Membership may be held individually, or by all members of a household including dependents age twelve (12) to age twenty-one (21) in such a manner as they may elect.

Section 4: Junior Membership:

Classifications: There shall be two classifications of Junior Members:

Classification I. Dependent children of Regular Members in good standing shall be Junior Members from age twelve (12) to twenty one (21), when their membership will terminate unless converted to a Regular Membership.

Classification II. Any person age twelve (12) to twenty-one (21) is eligible for Junior II membership.

Only the Junior II Member and no other member of the family will be entitled to the privileges of the Club. A Junior II Membership may be terminated by the Board. At age twenty-one (21) the Junior II Membership shall terminate and the member shall be eligible for Regular Membership.

(2) Rights and Privileges. Junior Members shall have all the

rights and privileges accorded to Regular Members, except they may not vote, hold office, or have any rights under Article XIII hereof, but may be appointed to committees or as Junior Officers.

Section 5 Honorary Membership: Any person whom the Club desires to honor may be elected to this membership by a majority vote of the Board. Such membership will be held for one year.

An Honorary Member shall have all privileges of the Club and its facilities, including the right to fly the Club burgee and be appointed to committees, but shall not be entitled to vote, hold office or have any rights under Article XIII hereof. Honorary Members shall be exempt from payment of assessments and dues.

Section 6 Membership Fees and Dues: Fees and dues for all classes of membership shall be set by the Board and may be changed from time to time by that body and shall be payable at such time and in such manner as the Board may specify. The schedule of fees and dues shall be published annually and included with the yearly *Sailing Schedule and Events Information*, sent to members in January of each year.

Section 7: Delinquency: No member in arrears of dues or other indebtedness to the Club shall be eligible to hold office, vote at any election or otherwise participate in any meetings of any nature, shall not fly the Club burgee, or be eligible for

the reduced rate on the Club regatta entry fees. A member shall be considered in arrears whose dues or other indebtedness is not paid in full before the Club's annual Opening Day in March. Notice that the member is in arrears and that the membership has lapsed and all privileges have been suspended, shall be sent, by US Mail, to the member by the Secretary after that date. This is an exception to Article X, Section 6 which allows the Secretary to send notices to members by electronic mail.

Section 8: Reinstatement of Membership: Any member so dropped from membership, who wishes to be reinstated, must pay all indebtedness outstanding at the date of termination of membership, together with past dues, in full, to the date of reinstatement.

The roster will then reflect a continuous history of membership from original date of affiliation.

Such member may instead choose to re-join the Club at the discretion of the Board, by payment of an initiation fee and current dues, according to the published *Schedule of Fees and Dues* appropriate to the date of re-joining. The roster shall reflect the latest date of initiation to the Club and previous history of membership will be omitted from the roster.

Section 9: Good Standing: A member shall be deemed to be in good standing who is not in arrears as to any dues or charges; has fulfilled the responsibilities of membership

including donating time by participating as Hospitality crew when required; or whose privileges have not been suspended

ARTICLE V

Officers

Section 1. Club Officers: The officers of the Club shall be Commodore, Vice Commodore, Rear Commodore, Junior Staff Commodore, Secretary, Treasurer, Hospitality Chair, Race Committee Chair, Port Captain, and Communications Chair.

Section 2. Flag officers:

(a) Eligibility: Flag Officers are required to be members of the Lake Mission Viejo Association.

(b) The Commodore, Vice Commodore, Rear Commodore and Junior Staff Commodore shall be Flag Officers and are entitled to fly their signals when present.

Section 3. Selection: The Club officers shall be elected by a vote of the Club membership at the Annual Meeting. The outgoing Commodore will serve as Junior Staff Commodore for one year.

Section 4. Term of Office: Officers shall serve for one (1) year or until their successors have been elected or appointed. Their term of service shall be on a calendar basis from January 1 to December 31.

Section 5. Installation: Officers may be installed into office on

a date selected by the Board but no later than January 31.

ARTICLE VI

Nomination and Election of Officers

Section 1. Nominating Committee: The Nominating Committee shall consist of a Chair, who shall be the Junior Staff Commodore, or if the position of Chair is declined, as appointed by the Board, and two (2) members chosen by the Chair, who shall be approved by the Board at least sixty days prior to the Annual Meeting. Members of the Nominating Committee may not nominate themselves for office.

Section 2. Nominations: It shall be the duty of the Nominating Committee to seek out and interview candidates for the various offices and to make known the job descriptions. All members interested in a position shall be considered by the entire committee and a decision shall not be made until all candidates have been considered. A cut off time may be established by the Nominating Committee for submissions by candidates for consideration. The Nominating Committee shall post on the Club Bulletin Board and submit to the membership at a regular meeting of the Club, or by mail at least thirty (30) days prior to the date of the Annual Meeting, the names of the persons they have nominated to run for club officers.

Section 3. Additional Nominations Additional nominations to

the slate of officers are to be submitted by petition. The proposed candidate must have agreed to stand for office. Petitions are to be signed by 10% of the eligible voting membership. The membership count will be as noted on September 1.

Petitions are to be returned to the Nominating Chair no later than ten (10) days before the Annual Meeting.

Section 4. Notice: Not less than twenty (20) days prior to the Annual Meeting the entire list of nominees shall be posted on the Club Bulletin Board and the list, together with a short resume of the Club activities of each nominee, shall be mailed to Regular Members with the notice of the Annual Meeting.

Section 5. Voting: Voting will take place in November of each year at the Annual Meeting of the Club. Voting to accept the slate of officers as presented by the Nominating Committee may be by acclamation of the general membership in attendance if no other candidates have submitted a petition in accordance with Section 3 of this article.

Voting may be by proxy or by absentee ballot if the ballot is received prior to the Annual Meeting.

Section 6. Election: If additional candidates have presented a valid petition voting shall be by ballot. Only ballots containing one vote for each position shall be considered valid. The nominee who receives the highest number of votes shall be elected.

ARTICLE VII

Duties of Officers

Section 1. Commodore: It shall be the duty of the Commodore to preside at all Board meetings of the Club to sign and execute all written obligations of the Club; to enforce all the rules and regulations of the Club, subject to the approval of the Vice Commodore and Rear Commodore; to appoint such assistants, committee chairs and committees as may be deemed advisable; In the event an officer or elected Board position has not been filled the Commodore may, with Board approval, appoint an eligible member to that position. The Commodore shall be responsible for retaining records of all Association memberships, documentation of capital equipment, insurance and such, and to pass such records and documents to the incoming Commodore in a timely manner. The Commodore shall act as ex-officio member of all committees except the Nominating Committee and shall perform such other duties as pertain to the office as the Club or the Board may specify.

Section 2. Vice Commodore: It shall be the duty of the Vice Commodore to assist the Commodore in the discharge of duties; to assume and carry out assignments requested by, and agreed to, with the Commodore; to officiate as acting Commodore in the Commodore's absence, performing such duties as pertain to the office, or which the Board or the Commodore may specify.

Section 3. Rear Commodore: It shall be the duty of the Rear Commodore to assist the two senior flag officers in the discharge of their duties; and in their absence, to officiate and act in their stead, and perform such other duties as pertain to the office, which the Board or the Commodore may specify; to assume and carry out any assignments requested by, and agreed to, with the Commodore.

Section 4. Junior Staff Commodore: The Junior Staff Commodore shall act as Chairman of the Nominating Committee. It will also be the duty of the Junior Staff Commodore to assist and advise the three senior flag officers in the discharge of their duties and in their absence to officiate and act in their stead

Section 5. Secretary: It shall be the duty of the Secretary to keep a record of the proceedings of the Club and of the Board; to notify Board members of every meeting at least five (5) days prior thereto; to arrange with Lake management the requirements for all Club events and to act as Club liaison, along with the Commodore, with the Lake management. Only the Secretary, Commodore, and Flag officers shall conduct all official correspondence. The Secretary shall be responsible for the filing of all documents, records, reports and communications connected with the business of the Club not delegated to the Commodore or Treasurer; and to perform such other duties as pertain to the office which the Board or Commodore may specify.

Section 6. Treasurer: It shall be the duty of the Treasurer to keep all funds of the club in an account in a bank or savings and loan association, in the name of the Club, and deposit therein all moneys received as Treasurer; keep proper books of account with respect to all receipts and expenditures of the club; to pay out of such funds all bills which have been approved by the Board; upon the request of the Board, the Treasurer will provide a written report of the amount of club funds; and to perform such other duties as pertain to the office which the Board or Commodore may specify. All bills over five hundred dollars (\$500) for budgeted items and two hundred dollars (\$200.00) for operating expenses shall first be approved by a vote of the Board.

Section 7 Hospitality Chair: It shall be the duty of the Hospitality Chair to assign, in consultation with a Flag Officer, utilizing the roster, a Hospitality crew for each regatta; to oversee the serving of food and beverages at all Club regattas; to send reminders in a timely fashion to the assigned Event Chairs and assigned Hospitality crew for each regatta; and to perform such other duties as pertain to the office which the Board or the Commodore may specify.

Section 8. Race Committee Chair: The Race Committee Chair shall organize all races held by, or under the direction of the Club, and shall insure that class rules are respected; be responsible for the preparation of the Notice of Race, Sailing Instructions; prescribe rules, and define race

courses; ensure that there is a race committee and PRO at every regatta who shall manage and judge all races; record and file the results of all races; record and file all protests.

Section. 9 Port Captain: It shall be the duty of the Port Captain to act as house manager, tending to the care and upkeep of the Clubroom, notifying the Commodore and Board of needed repairs, cleaning, or upgrading, so Lake personnel can be notified; to see that Club flags are hoisted on the flagpole on appropriate days; to aid in parking, launching, and greeting visitors to the Club; and perform such other duties as pertain to the office which the Board or the Commodore may specify.

Section 10 Communications Chair: The Communications Chair shall oversee all Club communications not delegated to the Secretary or Flag officers in the course of their duties. The Webmaster, Newsletter Chair, and Regatta Scoring Chair will fall under this jurisdiction. Any one of these positions may be held by this Chair. At the direction of the Board the position may also entail weekly email communications with the membership, reminder flyers for regattas and other Club events.

ARTICLE VIII

Appointed Board Members

Section I Definition: Appointed Board members (A) and other appointed members (B) are named by the incoming

Commodore at their discretion. Commodore appointments may be held by Club officers, Board members or regular members. All Board members may hold more than one appointed position. The Commodore may consult with the Board or the Nominating committee for suitable candidates for appointed positions. Members holding appointed positions are not eligible to vote at Board meetings unless they also hold elected office

Section 2 Summary of Job Responsibilities:

A. Appointed Board Members:

Membership: Provide all information and paperwork needed for prospective new members and follow through on all membership inquiries; send a welcome letter to new members, provide them with a roster, event and sailing schedule, and a membership badge.

Quartermaster: Purchase and maintain sufficient inventory of all non food items required for club events; see that beverages are iced in coolers after regattas and returned to storage after club events.

Web Master: Shall maintain the Club website, post race results and other Club information as requested by the Commodore or the Communications Chair, in a timely manner.

Newsletter Editor: Create and publish the Club newsletter six times a year at bi-monthly intervals or as requested by the Commodore or the Communications Chair.

Historian/ Protocol: Ensures club bylaws are observed and kept pertinent; keeper of Club information of historical interest.

Junior Program Chair: Plans and conducts junior sailing and racing activities.

Fleet Captain: The Club Fleet Captain shall work with and represent the Club's one design fleets to promote leisure and competitive sailing. This will entail recommending sailing opportunities and schedules to the Board on behalf of the various fleets in coordination with the individual fleet captains and the Race Chair

B. Other Commodore Appointed Positions

Event Chairs: Appointed by the Commodore or a Flag Officer. Organizes one of the monthly regattas or a Club event, works with a Hospitality Chair to contact and coordinate the Hospitality crew

Regatta Scoring: The scorer shall handle club regatta scoring at each regatta and the posting of race results.

Measurer: The Measurer shall be responsible for any requested or required measurement of sails, boat hulls, or other equipment of members' or Club owned boats to ensure they are in compliance with class rules and standards; to prepare the Lake Capri14.2k or other designated fleet for the Top Skippers regatta.

Merchandise: Plans, in conjunction with the Board, purchases of merchandise for specific Club events including the Annual Regatta and arranges for their distribution; purchases other items deemed to be of interest to members; attends Board meetings when necessary.

Annual Installation and Awards Dinner Chair: Organizes the annual dinner; venue, invitations, menu, etc. in consultation with the Board.

Trophy Chair: Purchases regatta trophies in consultation with the Race Chair and with approval of the Board, and updates engraving on perpetual trophies, in consultation with the Race Chair.

Sunset Summer Sailing: Provides a starting line and times the starts for informal racing on Wednesdays during daylight saving time.

Sunshine Lady: Sends cards or notes with Club's good wishes when requested by members, and notes of condolence when indicated.

Friday July and August Raft-ups: Organizes the Friday sailing, bbq, and raft-up gatherings

Junior Commodore: Appointed when suitable candidate is available.

ARTICLE IX

Committees

Section 1. Size, Establishment, and Eligibility: This Club shall carry on its activities through the following committees: Race, Nominating, Opening Day; Installation of Officers dinner. Members of each committee may be appointed by the Chair with the approval of the Commodore, except those members who are elected by the membership, appointed by

the Commodore, or the Board, or those whose services on a specific committee are provided for in these Bylaws. A majority of members of a committee shall constitute a quorum. Special committees shall be appointed by the Commodore as the Board or membership shall direct.

Section 2. Eligibility: Regular Members in good standing and in all classifications are eligible for appointment to all chairmanships unless otherwise noted in the bylaws.

ARTICLE X

Meetings

Section 1. Regular Membership Meetings: Regular meetings of the members of the Club shall be held at such time and place as may be determined by the Board. The Secretary shall give notice by US Mail, or electronic mail.

Section 2. Annual Membership Meetings: The Annual Meeting of the members of the Club shall be held in November of each year at such time and place as may be determined by the Board. Notice thereof shall be sent by the Secretary at least twenty (20) days prior to the meeting date, specifying the time and place of the Annual Meeting.

Section 3. Special Membership Meetings: Special meetings of the members shall be called by the Secretary on the order of the Commodore or of a majority of the Board members, or upon petition of fifteen percent (15%) of the regular

membership. Notice thereof shall state the time, place, and purpose of the meeting and all members shall be notified by the Secretary at least ten (10) days prior to the meeting date.

Section 4. Regular Board Meetings: Regular meetings of the Board shall normally be held monthly at such time and place as may be determined by the Commodore. The Secretary shall give notice by US mail, telephone, or electronic mail at least five (5) days prior to the meeting date.

Section 5. Special Board Meetings: Special meetings of the Board shall be called by the Secretary on the order of the Commodore or of a majority of the Board members. Notice thereof specifying the time, place, and purpose of the meeting shall be given to each Board member at least three (3) days prior to the meeting.

Section 6. Notice: The requirements as to notice by mail shall be satisfied if such notice or notices are placed in the U.S. Mail, postage prepaid, bearing the last known address of the member as shown by the Club's record, or by electronic mail to the last known email address.

Section 7. Voting: At any meeting of the members, each regular membership in good standing shall be entitled to one vote upon each question submitted. Voting by proxy or by absentee ballot shall be permitted.

Section 8. Quorum: Fifteen percent (15%) of the members of the Club in good standing and entitled to vote shall constitute a quorum.

Section 9. Procedure: A current edition of Robert's Rules of Order shall be the authority on all questions of parliamentary law, unless in conflict with these Bylaws or with the laws of the State of California.

ARTICLE XI

Discipline

By a vote of the Board a member may be expelled, disciplined or suspended for conduct injurious to the welfare and reputation of the Club. Upon written complaint of one or more members, or on its own initiative, the Board shall investigate the circumstances connected with the alleged misconduct and if, in their opinion, the charges are sustained, the member is no longer considered to be in good standing and the Commodore may expel, suspend, or discipline the member complained of, provided, however, that such member shall have been notified to appear before the Board and notified of the nature of the complaint or inquiry, and shall have been given a reasonable opportunity to appeal, before any action is taken by the Board.

ARTICLE XII

Assessments

Assessments may be proposed by the Board, but must be approved by an affirmative vote of two-thirds (2/3) of the members present at a membership meeting. Notice of any

proposed assessment must be mailed by the Secretary at least ten (10) days before any meeting.

ARTICLE XIII

Assets and Property Rights

No member of this Club shall have any right, title, or interest whatsoever in or to any of the property or assets which the Club may have or hereafter acquire; excepting, however, that in the event of, and upon the dissolution of the Club, the Board members or persons in charge of the liquidation shall divide any assets remaining after payment or discharge of all the Club's debts and obligations, and distribute the same equally among those who are Regular Members of the Club in good standing as of the date of dissolution of the Club.

ARTICLE XIV

Amendments

Sections I. These Bylaws may be amended or new bylaws adopted by a two thirds (2/3) vote of the members entitled to vote who are present and voting at any regular or special meeting called for that purpose, provided that copies of the proposed amendments or proposed new bylaws shall have been mailed to each voting member at least thirty (30) days prior to such meeting.

These Bylaws were voted on and approved on
Nov. 13, 2011

(Earlier revisions to the original Club Bylaws
occurred in 2000, 2005, 2007 and 2009)

