

Lakeport Yacht Club BY-LAWS

Adopted 08/05/1959
Amended 3/10/2010
Amended 11/17/2023

ARTICLE I

NAME, PLACE, OF BUSINESS, PURPOSE

Section 1

The name of this organization is the **LAKEPORT YACHT CLUB**, herein referred to as the Club.

Section 2

PLACE OF BUSINESS of the Club is:

#15 5th Street, City of Lakeport, Lake County, California.

(Mailing Address is P.O. Box 313, Lakeport, CA 95453)

Section 3

THE PURPOSES of the Club are to: Foster and encourage yachting and boating. Promote water safety within all of Lake County. Promote and increase the knowledge and efficiency of its members and others in the science of navigation and the art of handling, operating, and maintaining sailboats, cruisers, and other watercraft. Promote the social interest and pleasures of its members. Promote and participate in community service and activities.

ARTICLE II

MEETINGS

Section 1

General meetings of the Club membership shall be called by the Board of Directors not less than two (2) times a year. General membership meetings may be called more often if deemed necessary by the Board of Directors. A notice of the general meeting shall be posted prominently at the clubhouse and shall be e-mailed or delivered at least fifteen (15) days in advance to each member in good standing.

Section 2

Special meetings may be called by the Commodore at any time. A notice of the special meeting shall be posted prominently at the clubhouse and shall be e-mailed at least five (5) business days in advance to each member in good standing. Notices of such special meetings shall state the objective(s) for which the meeting is called, and only business pertaining thereto shall be transacted at the special meeting.

Section 3

The Board of Directors shall meet monthly. A schedule of meetings shall be established and published to the general membership via the Calendar of Events at lakeportyachtclub.org.

Section 4

Fifty percent (50%) plus one of the total members in good standing shall constitute a quorum for the transaction of business at any general membership meeting or at any special meeting of the Club membership where an expenditure of Club funds exceeding \$2,500 is proposed for approval.

Thirty-five percent (35%) plus one of the total members in good standing shall constitute a quorum for the transaction of business at any special meeting of the Club membership.

Section 5

At least annually, the Board of Directors shall prepare a resolution describing which routine financial and administrative matters may be managed by the Board, and which important matters are to be decided by the general membership. Adoption of such resolution by a majority of the general membership shall be instantly binding upon the Board, and no further amendment of these bylaws shall be required to enforce the resolution.

Section 6

The proceedings of this Club shall be governed by Roberts Rules of Order.

ARTICLE III

OFFICERS AND DIRECTORS

Section 1

All incoming directors shall attend the Board meeting which follows their election in November and assume office at that meeting at the end of the Old Business portion of the agenda.

Section 2

The following directors shall be elected:

COMMODORE
VICE-COMMODORE
SECRETARY
TREASURER
DIRECTOR AT LARGE

The Board of Directors shall consist of five (5) elected seats. Three (3) directors shall constitute a quorum for Board meetings. The Board shall handle the regular business of the organization.

Section 3

In the event of the resignation or removal of a director, or if he/she ceases to be a member of the Club or is absent without an excuse from two consecutive Board meetings, the Board of Directors shall appoint another Club member to fulfill the unexpired term of such Board member. Alternatively, the Board may nominate one or more Club members in good standing to stand for election to the open Board seat(s) at the next meeting of the general membership.

ARTICLE IV

ELECTIONS

Section 1

A nominating committee shall consist of one (1) Board of Directors member (exclusive of the Commodore), plus two (2) Club members from the general membership, all appointed by the Board of Directors at the August Board meeting. The committee shall present its list of nominees to the Board of Directors at the September Board meeting. At this meeting additional nominations may be presented by any member in good standing. These nominations must have the endorsement of three (3) members in addition to the nominee. The Nominating Committee's recommendations and any additional candidates meeting the above criteria will be announced to the membership at the October club dinner.

Section 2

Elections shall be held during the November general meeting by secret or absentee ballot for any contested position. Nominations from the floor will not be accepted at the election unless a motion to open such nominations is first considered and approved by the majority of Club members in good standing assembled.

ARTICLE V

DUTIES OF DIRECTORS

Section 1

COMMODORE: The Commodore shall preside at all meetings of the Club, and enforce all the rules and regulations and shall be the executive officer of the Club. He/she shall be responsible for calling special meetings. He/she shall appoint all committees, except the nominating committee, and shall direct and control all special committees so appointed.

Section 2

VICE-COMMODORE: The Vice-Commodore shall perform the duties of the Commodore in the latter's absence and shall be the Commodore's Chief of Staff and shall assist the Commodore while in meetings. In the absence of the Commodore, the Vice-Commodore shall perform all the duties and have all the rights, privileges, and immunities of that office.

The Vice-Commodore shall schedule, plan, and conduct the Club's racing program for the entire season. This includes committee boat operations and maintenance and race scoring and publication of results. He/she shall have the power to postpone a cruise or race due to hazardous conditions or for any other reason that, in his/her judgment, is in the best interest of the Club or its members.

The Vice-Commodore shall oversee all clubhouse and buoy activities work scheduling. He/she will be empowered to purchase material for the immediate necessity of the upkeep of the clubhouse facilities and buoys.

Section 3

SECRETARY: The Secretary shall have the custody of all the records, internal and external correspondence, and documents of the Club, and shall record the minutes of all meetings of the Club and its Board of Directors.

Section 4

TREASURER: The Treasurer shall collect and have custody of all the funds of the Club, and shall disburse these funds under the direction and review of the Board of Directors. During the absence of either the Secretary or the Treasurer, the presiding officer shall appoint a temporary substitute.

The Treasurer shall make a financial report to each regular Board and Membership meeting. In addition to the receiving and disbursing Club funds, the Treasurer's duties include a yearly review and renewal of Club's insurance policies, and with the concurrence of the Club's webmaster, renewal of the Club's website hosting service. The Treasurer is also the Board's contact with financial institutions holding Club funds.

In the case of capital expenditures of more than \$2,500 of the General Fund, the Board will then submit it to a vote of the members at the next General Membership Meeting. A written affirmation vote of two-thirds of the Membership voting will be required to pass such a proposal. Written absentee ballots are permitted.

Section 5

DIRECTOR AT LARGE: Duties assigned as required.

ARTICLE VI

MEMBERSHIP

Section 1

The membership of the Club shall consist of any honorable persons who are interested in promoting all types of water activities.

Section 2

Applications for membership must be completed by the prospective member and submitted to the membership Chairperson. Membership begins upon Board acceptance and payment of dues.

Section 3

Non-liability for members and directors:

- a) Directors and members are not personally liable for debts, liabilities or obligations of the Lakeport Yacht Club, a registered California nonprofit mutual benefit corporation (C380309).
- b) Any director or officer of the organization, whether or not then in office, shall be indemnified by the organization against all liabilities, costs and expenses reasonably incurred or imposed, arising out of or in connection with any action, litigation or proceeding, in which he/she may be involved or to which he/she may be a party by his/her being or having been a director or officer of the organization. This protection is limited to the lawful conduct of his/her office and duties and does not extend to any liability or expense resulting from any unlawful act, willful misdemeanor, bad faith, gross negligence or reckless disregard of the duties and responsibilities involved in the conduct of his or her office.
- c) Directors are jointly responsible for ensuring the corporation remains in good standing at all times with local, state and/or federal agencies. Directors are further responsible for obtaining accident and liability insurance sufficient to establish and maintain the protections described in the preceding paragraphs of this section.

Section 4

Members are entitled to one vote per membership.

Section 5

All members shall conduct themselves in a manner consistent with the purposes of the Club, and are expected to abide by common boating courtesies and laws.

ARTICLE VII

FEES AND DUES

Section 1

All fees shall be set by the Board of Directors at a regular meeting and may be modified each year as conditions warrant. See attached fee schedule.

The Board of Directors may extend the privileges of use of The Clubhouse to any person they deem that the courtesy of The Club requires.

Section 2

The dues or membership fee shall be set by the Board of Directors at a regular meeting and may be modified from time to time as conditions warrant. Dues are due and payable as of January 1st of each year.

Section 3

A member whose dues shall be in arrears for one (1) month [not paid by January 31] shall not be considered in good standing and while so in arrears shall have no vote in the meetings of the Club. The Secretary shall e-mail to him/her a notice of his/her delinquency. If the dues of such member remain unpaid until the expiration of thirty (30) days from the e-mailing of such notice, his/her name may, at the discretion of the Board, be dropped from the roll of the Club and he/she shall thereupon cease to be a member of the Club. Upon the payment of all dues the Board may, at its discretion and upon such terms as it may elect, re-instate such member.

ARTICLE VIII

SUSPENSION AND EXPULSION

Section 1

A member may be suspended or expelled from the club for the violation of any Club rules, failure to pay fees or for inappropriate conduct, as outlined by ARTICLE VII.

Section 2

A member may be suspended by the Commodore at any time with good cause. The Commodore shall promptly inform the Directors of the suspension and any relevant actions or circumstances that informed the decision. At the next Board meeting, the Commodore shall present an agenda item to recommend whether the suspension should be lifted or continued, or whether the Board should consider expulsion using the process described below.

A member may be expelled from the Club by the majority vote of the Board of Directors.

The following process will be used:

- a) The Board decides if the proposed expulsion is justified.
- b) If so, the member is notified by the Secretary that the Board intends to expel him/her.
The member must notify the Commodore within 30 days if he/she wants to appeal the decision.

- c) If an appeal is requested, the Commodore shall call a special meeting of the Board to hear the appeal. The member must appear in person with any representative(s).
- d) Following the hearing, or if no hearing was requested, the Board confirms its decision to expel or rescinds it.

Section 3

Should the conduct of such offending member result in the destruction or damage of Club property, he/she shall be held liable for the repair or replacement thereof.

Section 4

A member of the Club having been suspended, expelled or dropped from the roll for any cause shall be at once notified by the Commodore or other Director of that fact, with a statement of the reasons therefore, and he/she shall thereupon be required to surrender his/her key and forfeit his/her right to use all Club property and/or facilities.

ARTICLE IX

CLUB BURGEE AND SIGNALS

Section 1

See the attached description of the official burgee of the Lakeport Yacht Club.

ARTICLE X

AMENDMENTS

Section 1

These bylaws may be amended at any general meetings of this Club by a majority vote of the members present, provided that a copy of the proposed amendment(s), together with a notice of the meeting, be e-mailed or delivered to each member in good standing at least fifteen (15) days in advance.

ARTICLE XII

DISSOLUTION OF THE CLUB

Section 1

In the event of dissolution of the LAKEPORT YACHT CLUB, the remaining assets, after the satisfaction of all obligations of the corporation, shall be distributed to another like nonprofit organization in compliance with applicable state and federal laws.

