

Constitution Highland Yacht Club, Inc.



Article 1 Name and Purpose

Section A.

The name of the organization will be the "Highland Yacht Club, Inc."

Section B.

The purpose of the Highland Yacht Club, Inc. shall be to promote general interest and participation in the sport of sailing in this area. It is expected that the membership in this club shall show an avid interest in sailing and promotion of the sport. The club shall have all powers set forth in its charter as a registered corporation not for profit.

Article 2 General Provisions

Section A.

The Highland Yacht Club, Inc. operates on Arnold Air Force Base only with the consent of the Base Commander. Operation is contingent upon compliance with the requirements and conditions set forth under the current lease agreement.

Section B.

The membership is liable under the laws of the State of Tennessee for organizational debts incurred; this organization is chartered as a nonprofit corporation under the laws of Tennessee. The organization is prohibited from incurring debts in excess of assets.

Section C.

Insurance coverage will be maintained in the amount and of the type required by the current lease agreement.

Section D.

This organization shall be at liberty to affiliate itself with regional, national, and international associations sharing its purpose, to the end of increasing the service and usefulness of this organization to its members.

Such associations of affiliation are: International Yacht Racing Union; United States Windsurfing Association; U.S. Sailing.

Article 3 Officers and Governing Body

Section A. Officers

1. Officers of the organization, each to be elected at an annual meeting by simple majority for a one year, term of office to commence on April 1, shall be a Commodore, Vice-Commodore, Secretary-Treasurer, Port Captain, and Harbor Master. A subset of these officers also comprises the corporate board of directors as Chairman, Vice-Chairman, and Secretary-Treasurer, respectively.
2. Only one (1) person of any dues-paid member-family in good standing shall be eligible to serve as an officer in any one year.
3. No officer shall consecutively succeed himself in a given office of the organization more than one year.
4. The elected officers of the organization shall constitute an Executive Committee which shall have general charge of the business of the organization not otherwise provided for.
5. Should an officer resign, the Executive Committee shall appoint some member in good standing to assume the duties of that office until the next regular election.

Section B. Duties of Officers:

1. The Commodore shall preside at all meetings of the organization and shall perform all duties incidental to such office. Such duties shall include the appointment of members to committees.
2. The Vice-Commodore shall preside in the absence of the Commodore and shall assist in planning and directing the activities of the organization.
3. The Secretary-Treasurer shall be responsible for maintaining the records of the organization and for issuance of notice of organizations, meetings, elections, and activities. The Secretary-Treasurer shall also be authorized to collect dues and to act as custodian for organization funds and shall be authorized to pay, from said funds, any debts incurred by the organization.
4. The Port Captain shall serve as custodian of the facilities and equipment of the organization and shall be responsible for maintaining it in a good state of repair.
5. The Harbor Master shall serve as custodian of the docks and moorings and coordinate all beach front boat activity with the Port Captain.

Section C. Committees:

Committees and their chairman shall be appointed by the Commodore, as needed.

Article 4 Membership

Section A.

Membership in this organization shall be on a family (or individual if single) basis. A family shall be defined as those persons occupying the same dwelling and any dependent children attending school.

Section B.

Associate Membership is available to full members of another sailing club or to other individuals living outside the general area with approval of the Executive Committee. Associate members do not have voting rights. Site privileges are granted on a limited basis by the Executive Committee. Associate members have no boat storage rights on the site.

Section C.

Membership in this organization may be terminated by the Executive Committee upon its findings following a thorough review of the circumstances. Termination considerations include:

1. If the conduct of a member is such as to bring discredit to the organization or violates the current lease agreement.
2. If a member habitually fails to meet his financial obligations to the organization.
3. If a member's sailing practices flagrantly or habitually fail to conform to accepted mid approved standards with regard to rules of right of way and safety, or results in peril or damage to life, limb, or property, whether his own or that of another member, or that of a non-member.
4. If for other valid reasons.

Section D.

Membership discrimination based on race, religion, creed, age, national origin, or sex is prohibited.

Article 5 Method of Financing

Section A.

Annual dues shall be levied on the basis of the calendar year and shall be payable without penalty prior to 1 January of each year. If annual dues are not paid in full by March 1, the member's seniority advantage is in jeopardy.

Section B.

Annual dues shall not exceed \$100.00 for each member-family of prior standing. Annual dues for Associate-Members shall not exceed \$25.00.

Section C.

Each new member-family shall, upon admission to membership, be required to pay a fee not to exceed \$25.00 per quarter or fraction thereof which shall constitute membership dues for the remainder of the calendar year then current and a \$ 50.00 one time initiation fee for future site improvements.

Section D.

An additional racing fee, in an amount fixed by the membership, may be levied to defray the cost of conducting formal regattas as may be planned.

Section E.

Additional assessments may be levied by majority vote at any meeting to finance specific activities of the organization.

Section F.

Income will not accrue to individual members except through wages for employees or other payments for services rendered.

Article 6 Activities

Social events or activities to be held within the boundaries of AEDC shall be approved by the Base Commander (AEDC/CC).

Article 7 Meetings and Quorums

Section A.

Annual meetings of this organization shall be for the purpose of electing and installing officers and presenting season awards.

Section B.

A monthly meeting of this organization shall be held for the purpose of planning/announcing activities for the coming months.

Section C.

Competitive sailing events scheduled by this organization throughout the sailing season may, if so designated, be considered to constitute regular meetings.

Section D.

Should need arise, a meeting of this organization may be called at any time by the Commodore or, in his absence, by the Vice-Commodore.

Section E.

Any number of member-families in good standing as of the date of any meeting shall constitute a quorum for the transaction of business, provided notice of said meeting and its purpose shall have been given to the membership at large and provided said meeting is presided over by the Executive Committee or by such member alternates as may have been designated by the Executive Committee.

Section F.

Voting on all organizational matters, including selection of officers and any amendments to the Constitution, shall be by show of hands or by secret ballot, simple majority. The Secretary-Treasurer may mail ballots to each member in good standing. Ballots are valid only if returned within seven (7) calendar days following their date of issue.

Section G.

Only dues-paid member-families in good standing shall be eligible to vote. A maximum of two votes per family membership is permitted or one vote per individual member.

Section H

Proxy voting shall be permitted at meetings provided the proxy vote is cast by a member in good standing on behalf of a member in good standing and provided a signed, dated proxy certificate is shown to validate the proxy vote for the stated purpose.

Article 8 Adoption and Amendments

Section A.

The Bylaws and Constitution shall be approved by vote of 50% of the membership present.

Section B.

Amendments to the Constitution or Bylaws shall be approved by vote of 50% of the membership present.

Article 9 Dissolution

Section A.

Reason for dissolution. This organization may be dissolved by a vote of 75% of the membership and as provided by the General Corporation Act.

Section B -- Procedure for dissolution

After payment of all outstanding liabilities the residual assets shall be distributed evenly among the membership before dissolution and as provided by the General Corporation Act.

Article 10 Insurance and Boat Registration

Section A.

Members who own boats that are anchored or moored will be required to maintain an insurance policy with \$100,000 liability coverage. A copy of this insurance policy will be submitted annually to be kept on file by the Harbor Master. Members who fail to do so will not be allowed to sail during club events.

Section B.

All boats that are required to be registered by the state shall be so registered.

Section C.

HYC will maintain site insurance as required by the current lease agreement. For special events such as regattas, an additional insurance policy will be secured by the club. The coverage will be 1 million liability.

By-laws Amendments

Amendment 1 – Membership Procedure

The Candidate membership acceptance process to join HYC is as follows:

1. The candidate members will submit an application to include previous sailing experience, current boat ownership status, and a nonbinding commitment to participate in one or more activities per year, to read as follows:

We understand that Highland Yacht Club is a membership supported organization that requires regular participation from its members to fulfill the goals of the Club. We intend to support the goals of the Highland Yacht Club by enthusiastically participating in Club Activities.

2. This statement will be attached to the Membership/Renewal of Membership application.
3. The Candidates membership acceptance will be voted on by the membership as represented by those present at a regular meeting. This will be upon the reading of the salient features of candidate's application.
4. The membership has the right to accept the candidate as a full member, to accept the candidate as an associate member (with limited privileges as currently defined in the bylaws), to accept the candidate as a Jr. Member (as defined by the Jr. Sailing coordinator), or reject the petition for membership.
5. Should the member family cap of 65 members be reached, the membership will have the option to approve the candidate as an associate member if the limit of 20 associate memberships has not been reached and place the applicant on the full member waiting list, approve to the waiting list (defer membership), or to reject the membership application.
6. Once on the waiting list no further action by the club membership is required. Families on the waiting list will be granted membership (in order) as slots become available by resignation or other means.
7. On March 1st of each year Members that have not paid their dues will be replaced by families on the waiting list.
8. Upon acceptance as a member or associate member the candidate member shall have 30 days from date of written notification (E-mail accepted) to pay all dues or fees.
9. In all cases an Associate Member shall not be allowed to store or moor boats or equipment except for special events.