

**BY LAWS
OF THE
LAKE GUNTERSVILLE SAILING CLUB**

ARTICLE I: NAME

The name of this organization shall be LAKE GUNTERSVILLE SAILING CLUB (LGSC).

ARTICLE II: OBJECTIVE

The objective of this club shall be to advance the pleasure, education and the experience of its members through organized events centered around sailing.

ARTICLE III: LOCATION

LGSC will be located at the Lake Guntersville Marina, with the right to meet and hold all club functions on this property.

ARTICLE IV: MEMBERSHIP

Section 1

Regular Member: Any person or family or partnership who has completed an application, been approved by the Board of Directors, has a current slip at Lake Guntersville Marina and is current with Club Dues. Each leased slip at the Marina shall have one (1) vote in all Club matters. Board approval will not be required of slip renters whose lease was in effect prior to January 1, 2018.

Section 2

Associate Member: Will have full rights and privileges of a regular member except for voting and holding an office on the Board. Anyone with interests in common with LGSC may apply for associate membership after they have attended one club event as a guest of a member. Any pertinent comments regarding the applicant's membership should be directed to a member of the Board of Directors. Within 30 days, the Board of Directors will rule on the application. During the 30 days of acceptance, the applicant has full use of the facility. All fees will be paid in full with the application and will be refunded if membership is not approved.

Section 3

Honorary Member: Any representative(s) of the Owner of the Lake Guntersville Marina as requested by Lake Guntersville Resort, LLC. An Honorary Member shall not have Club voting rights.

ARTICLE V: OFFICERS AND STANDING COMMITTEES

Section 1

The elected officers of the club will, at a minimum, consist of the Commodore, Vice-Commodore and Rear Commodore, Secretary and Treasurer.

Section 2

The Commodore may appoint committee chairmen as deemed necessary to foster the active governance of the club.

Section 3

The voting members or the Board of Directors will consist of the Commodore, Vice-Commodore, Rear-Commodore, Secretary and Treasurer. The chairmen of appointed committees will participate on the Board but will not be voting members.

Section 4

The Nominating Committee shall consist of two or more members, one appointed by the Board of Directors.

Section 5

The officers will serve a minimum of two years. There will be no term limits.

ARTICLE VI: DUTIES OF OFFICERS AND COMMITTEES

Section 1

The Commodore shall preside at all meetings of the club and of the Board of Directors. He or she shall be an ex-officio member of all committees and boards of the club. He or she shall appoint those "Ad Hoc" committees which, in his/her judgment are required. He or she shall execute all duties as appropriate under the Bylaws. Suggested appointments by the Commodore are:

Communications: responsible for announcements regarding Club activities and other notices requested by the Board of Directors.

Membership: responsible for maintaining an accurate list of club members and their contact information; assigning mentors for new members and maintaining the club membership book.

Section 2

The Vice-Commodore shall assist the Commodore in the discharge of his duties and, in the absence of the Commodore, shall act in his stead. In addition, the Vice Commodore will be responsible for all sailing activities. It is suggested that chairmen be appointed for:

Racing: responsible for organizing and conducting a club racing program to include major regattas.

Cruise: responsible for organizing and conducting club cruising events.

Instruction; responsible for organizing instructional programs for the club's monthly meetings.

Section 3

The Rear Commodore will be responsible for organizing all social activities including the social portion of all major regattas. It is suggested that chairmen be appointed for:

Monthly Socials: sponsor each of the monthly social activities.

Regattas: organize the social portion of major regattas.

Annual Dinner: organize the Club's Annual Dinner.

Section 4

The Secretary will be responsible for maintaining minutes for all club meetings, maintaining and publishing a club calendar of events and any other record keeping deemed appropriate by the Board of Directors.

Section 5

The Treasurer will be responsible for maintaining the financial records of the club, paying all bills approved by the Board of Directors, seeing that monies are properly collected for all events and providing a monthly report of the club's finances.

Section 6

The Board of Directors shall:

- A. Have general charge of the policy, management and the finances of the club; be vested with and custody of the property of the club; and appropriate such sums as may be deemed advisable, within its current resources, for the interest of the club.**
- B. Fill any vacancy in any elective office of the club, by majority vote of the Board of Directors quorum, the person so elected to hold office until the next regular or special meeting of the club, or until his successor shall be duly elected.**
- C. Have jurisdiction over all disciplinary matters.**
- D. Enforce the authority given to it by these Bylaws and take any action necessary to promote the best interest of the club.**
- E. Define a set of Club Rules to provide guidance to members on the rights, privileges and responsibilities of club membership.**

Section 7

The Nominating Committee: See Article XII Section 2.

ARTICLE VII: RESIGNATIONS

Section 1

Any Board of Directors member with three (3) unexcused absences from regular meetings shall be considered to be resigned. Alternately, a resignation may be in writing, addressed to the Secretary or to the Commodore.

ARTICLE VIII: FEES AND DUES

Section 1

Membership dues will be determined by the Board of Directors and published in the Club Rules. Race entry fees, costs for social events and other items for use by the Club shall be reviewed by the Board of Directors and are subject to their approval.

ARTICLE IX: MEETINGS, NOTICES, AND QUORUMS

Section 1

A general membership meeting, called the annual meeting, shall be held during the month of November, or other time voted by Board of Directors. The annual meeting shall be devoted to the installation of officers, annual reports of officers, annual reports of committees and such other business as may properly come before it.

Section 2

Upon installation at the annual meeting, the newly elected officers and committee chairs shall officially assume their responsibilities.

Section 3

Special meetings may be called at any reasonable time by the Commodore or the Board of Directors following notification by email two (2) weeks prior to the meeting.

Section 4

At any regular or special meeting, three elected officers together with members present shall constitute a quorum.

Section 5

Regular monthly meetings of the Board of Directors shall be held at such time and place as the Board of Directors shall determine.

Section 6

At any meeting of the Board of Directors, three members shall constitute a quorum.

ARTICLE X: ORDER OF BUSINESS

All Questions of procedure not covered by these by laws shall be determined by the Board of Directors.

ARTICLE XI: NOMINATIONS AND ELECTIONS

Section 1

Any Regular Member of the club in good standing shall be eligible for nomination to any of the elective offices.

Section 2

The Nominating Committee shall select a list of candidates, one for each elected office prior to the Annual Meeting. The list of candidates shall be presented for elective action at the meeting.

Section 3

In addition to the list of candidates submitted by the Nominating Committee, any Regular Member present at the Annual Meeting may nominate any other Regular Member for election to any elective office.

Section 4

The Commodore, the Vice-Commodore, the Rear-Commodore, the Secretary, the Treasurer, shall be elected at the Annual Meeting. They shall be installed in office with appropriate ceremonies at the annual meeting and shall hold office until their successors are installed.

ARTICLE XII: DISCIPLINE

Club Membership may be terminated by at least 2/3 vote of the full Board of Directors.

ARTICLE XIII: AMENDMENTS

This constitution may be amended by two-thirds vote of the members present at the Annual Meeting or a special meeting. Amendments must be approved by the Board of Directors prior to proposal.