

Bylaws of Detroit Model Yacht Club

1. Form of Organization, Name and Purpose

- a. Detroit Model Yacht Club is an un-incorporated membership club operated on a not for profit basis.
- b. The name of the club is "Detroit Model Yacht Club".
- c. The purpose of this club is to promote radio controlled model sail boating for the benefit of its members. This purpose includes sponsorship of model sailboat racing among its members and guests, encouragement of development of radio controlled model sailboats, and conducting regattas with other similar associations, clubs or groups under the auspices of the American Model Yachting Association and under current class conformance and racing rules of various class associations. The current International Sailing Federation (ISAF) Racing Rules of Sailing (RRS) as modified by Appendix E governs all racing activity within the DMYC except as modified by the club handbook.

2. Members

- a. Initial membership shall be by submission of application and dues to the club Treasurer.
- b. Only members who have paid all dues or general club assessments shall be deemed to be members in good standing.
- c. The Board of Directors may waive any portion of the requirements of paragraph 2b as the situation may warrant for any individual member.

3. Board of Directors

- a. The affairs of the Club shall be managed by a Board of Directors consisting of the Officers and Directors elected by the membership. Directors must be members in good standing. Directors shall be elected annually at the last regular meeting representing each calendar year which should be held in December or as soon thereafter as possible. Directors may be reelected.
- b. The Board of Directors shall make its decisions by majority vote at a meeting consisting of at least three directors as a quorum. In lieu of a formal meeting, a poll of the Board members may be completed by mail or email ballot but will become effective only with unanimous agreement by the entire Board.
- c. The Board of Directors shall recommend, as a motion at a regular Club meeting, all dues or assessments to be payable by the members.
- d. The Board of Directors shall meet at the call of any officer, and shall keep minutes of its proceedings for review by the general membership.
- e. The Board of Directors shall review on an annual basis the proposed regatta schedule, and types and classes of boats to be sailed at all official club racing events. The schedule will be submitted annually by the Rear Commodore.

- f. The Board of Directors may adopt procedures and other rules and regulations appropriate to the accomplishment of the objectives of the club. Procedures and other rules and regulations will be documented in the club handbook.

4. Meetings

- a. The Board of Directors shall establish a schedule of regular membership meetings. Special meetings may be called by the Commodore, Vice Commodore, or by any five club members regardless of Director status.
- b. The presence of one-fourth of the membership shall constitute a quorum. Club business can be transacted only if a quorum is present.
- c. Club business will be accomplished by ballot or show of hands, and will be considered valid by approval by a simple majority of members in good standing present in person or by proxy (provided a quorum has been established).
- d. Members may vote by written proxy.

5. The Officers, Directors and Fleet Captains

- a. The officers of the Club shall be Commodore, Vice Commodore, Rear Commodore, Secretary, and Treasurer. The officers shall be elected by the members for one a year term, and may be re-elected.
- b. The Commodore is the chief executive officer of the club. The Commodore will preside at all meetings of the membership and of the Board of Directors. He/she shall have all of the general powers and duties which are usually vested in the office of the Commodore of a Sailing Club, including, but not limited to the power to appoint committees from amongst the members of the Club from time to time as he/she may in his/her discretion deem appropriate to assist in the conduct of the affairs of the Club. The Commodore shall only vote in case of a tie amongst the other Board members. The Commodore will be responsible for coordinating the schedule of regular membership meetings.
- c. The Vice Commodore is second in command. In the absence of the Commodore, the Vice Commodore shall take the place of the Commodore and perform his/her duties whenever the Commodore shall be absent or unable to act. If neither the Commodore nor Vice Commodore is able to act, the Board of Directors shall appoint some other member of the Board to so do on an interim basis. The Vice Commodore will be responsible for the club newsletter and assume other duties as deemed advisable by the Board of Directors.
- d. The Rear Commodore represents the Fleet Captains and membership on the Board of Directors in areas of regatta schedules, and types and classes of yachts to be sailed at scheduled club events. In addition, the Rear Commodore will ensure that the Fleet Captains:
 - i. Be responsible for club owned racing equipment for their class (i.e. non-fiscal care, maintenance, and storage.)
 - ii. Assure a Regatta Director is available for scheduled club events and ensure equipment is available.
 1. The Regatta Director represents the club at a scheduled event. Normally his/her decisions are final and not open to dispute or appeal. However,

- he/she can be pre-empted by one or more officers at race events in matters effecting club liability or conduct.
- iii. Be responsible for maintaining frequencies for their respective class.
 - iv. Be responsible for collecting race fees and submitting the funds to the Treasurer.
- e. The Secretary will have custody of the club's minute books and other records. He/she shall keep minutes of all membership and Directors' meetings.
 - f. The Treasurer shall have custody of the financial records and maintain the club's funds at such bank or banks as the board of directors shall authorize. He/she shall have authority to make deposits and withdrawals on behalf of the club and will keep an accurate record of all such transactions.
 - g. The succession of officers shall be the following:
 - i. If the Commodore is unable to complete his/her elected term, the Vice Commodore shall assume the Commodore position immediately upon notification by the remaining Directors.
 - ii. If any officer or director other than Commodore is unable to complete his/her term, the Commodore may appoint a club member to hold the vacant position until the next regularly scheduled club meeting.
 - iii. All vacancies shall be resolved by nomination and a ballot at the regular scheduled club meeting, but not more than two months after the vacancy occurs.
 - h. In addition to the Officers, the Board shall consist of two additional Directors who shall be elected annually as Members at Large.
 - i. Fleet Captains shall be elected by majority vote of the members of each club approved fleet and are represented on the Board by the Rear Commodore

6. Financial

- a. Annual Dues and Initiation Fees will be determined by the Board of Directors and approved by the membership by not less than $\frac{1}{4}$ of the total membership.
- b. Dues are payable on the first day of each calendar year.
- c. All contracts, membership applications, bills, notes, checks and other documents made on behalf of the club shall be valid if signed by one of the officers in the ordinary course of club business.
- d. Matters outside of ordinary course of business require prior approval by the Board of Directors.
- e. The Board of Directors shall determine the allocation of all DMYC funds and the setting of Regatta Race Fee amounts according to the published "Policies and Procedures". At no time shall the Board of Directors commit the club to a program that will exhaust the club funds (with the exception of club disestablishment).
- f. Members must submit expenses incurred on behalf of the DMYC to the Treasurer within six (6) months from the date the expense was incurred in order to be reimbursed.

7. Removal or Expulsion

- a. An officer or director may be removed from office for cause, provided a 2/3 majority of members present at a regularly scheduled meeting approve the action.
- b. A member may be expelled for cause by the Board of Directors or by the members per paragraph 6a. Non-payment of annual dues or assessments within 60 days of the due date shall constitute sufficient cause for expulsion by the Board of Directors, without further action by the membership.
- c. A member may be sanctioned or expelled for cause for reasons other than paragraph 6a in accordance with the following process:
 - i. Board meets to review alleged cause of action by Member
 - ii. If the Board determines and affirms by a majority vote that the cause of action is grounds for sanctions, then the Member is notified in writing of the alleged cause of action including its intent to institute sanctions or other actions up to and including expulsion from the club. The Member is also notified of his right to a hearing before the Board within 30 days.
 - iii. If after 30 days, or after reviewing the matter with the Member at a hearing at the Member's request, the majority of the Board determines that the sanctions or expulsion should stand the Member is so notified in writing.

8. Amendments and Applicable Law

- a. These bylaws may be amended at any regular business meeting of the members, provided that more than 1/3 of the total membership approves the amendment.
- b. This club exists under and pursuant to the laws of the state of Michigan.

Adopted: December 5, 1979

Amended: March, 1983 / March, 1986 / April, 1997 / March, 1999 /
December, 2007