



SAN LUIS YACHT CLUB CONSTITUTION

Article 1. Name

This organization, located at Avila Beach, California, shall be known as the San Luis Yacht Club (SLYC).

Article 2. Objectives

The objectives of the SLYC are to:

1. improve the port facilities of Port San Luis.
2. develop Yachting in the Port San Luis region.
3. attract visiting Yachtsmen from other ports to Port San Luis.
4. benefit Avila Beach.

Article 3. Officers

The elected officers of the Club shall be a Commodore, Vice Commodore, Rear Commodore, Sailing Fleet Captain, Power Fleet Captain, Cruising Captain and Port Captain who shall be known as Flag Officers; also a Secretary, a Treasurer, and three (3) Directors, all of whom shall be elected by the Flag Membership, except as otherwise specified in the Club By-Laws. Commodores retiring after full term or terms of office shall take rank and office as Staff Commodore. The two most recent Staff Commodores shall be members of the Board of Directors. In case of absence of all Flag Officers, the senior Flag Member present shall be the acting Commodore.

Article 4. Duties of Officers

Section 1. Commodore. The Commodore's duty is to take command of the squadron, preside at all meetings, develop and distribute Board of Directors' meeting agenda to the membership and enforce the rules and regulations of the Club. The Commodore shall enforce all provisions regarding the general provisions for the Club's welfare as well as the conduct of the officers of the Club and the Club members. The Commodore shall call special meetings of the Club or Board of Directors, whenever the Commodore deems necessary, or upon the written request of five Flag Members in good standing. The Commodore shall be an ex-officio member of all committees. The general descriptions of the duties of the officers are set forth in Sections 2 through 5 of this Article and the Commodore has the authority to determine the specific duties assigned to each officer.

Section 2. Vice Commodore. The Vice Commodore's duty is to assist the Commodore in the discharge of the Commodore's duties and to officiate in the Commodore's absence. The Vice Commodore will also coordinate the Club's calendar and volunteer assignments.

Section 3. Rear Commodore. The Rear Commodore's duty is to assist the Commodore and Vice Commodore in the discharge of their duties, and to officiate in their absence. The Rear Commodore will also oversee the clubhouse facility and will issue members their passkeys.

Section 4. Secretary. The Secretary's duty is to take the minutes of Board meetings, and after presenting them to the Board for approval, see that the minutes are archived. He/she will also issue membership cards, have custody of all reports and documents connected with the proceedings of the Club, keep a correct roll of members together with the dates of their election to membership, notify each member of his election, keep a correct list of the members' yachts, conduct the Club's correspondence, issue meeting notices, keep the database current, and present a written report of the Club's activities at each meeting.

Section 5. Treasurer. The Treasurer's duty is to collect, disburse, and maintain custody of the Club funds.

Section 6. Fleet Captains. The Sailing Fleet Captain, Power Fleet Captain and Cruising Captain shall be executive officers of the Commodore in all fleet activities and maneuvers, including the care and placement of all racing buoys and equipment.

Section 7. Port Captain. The Port Captain shall have charge of the Club's anchorage, lockers, floats, boat landings, and wharves.

Article 5. Directors

Club government shall be vested in a Board of Directors composed of the Commodore, Vice Commodore, Rear Commodore, the two Staff Commodores, Secretary, Treasurer, Power Fleet Captain, Sailing Fleet Captain, Cruising Captain, Port Captain, and three other Flag Members of the Club (Directors).

Article 6. Duties and Powers of the Board of Directors

Section 1. Subject to specific action of the Club at a general or special meeting of the members, the Board of Directors shall have full authority in the management of the affairs and finances of the Club, and control of all its property. All rights and powers connected therewith shall be vested in them.

Section 2. The Board shall make all appropriations.

Section 3. The Board shall approve all bills and expenditures. No money shall be paid by the Treasurer unless approved by either the Commodore or Vice Commodore. All checks shall require the approval of at least two of the three following officers: Commodore, Vice Commodore and Treasurer.

Section 4. The Board shall appoint all special officers.

Section 5. The Board shall inquire into the standing and character of all candidates, and elect to the Club membership those whom they find are likely to further Club objectives. The Board shall also act upon all transfers from one class of membership to another. Such elections shall be by at least an 80% vote of the Board present.

Section 6. The Board shall be authorized to fill vacancies among the officers of the Club, who shall serve until the next annual meeting. Any elected office member who is absent from three consecutive regular monthly Director's meetings without excuses satisfactory to the Board of Directors shall be considered as having resigned said office.

Section 7. A member of the Board of Directors holding more than one office shall exercise but one vote on the Board.

Section 8. The Board shall also appoint Standing Committees and such other committees from time to time as necessary for furthering Club objectives.

Article 7. Election of Officers

Section 1. All elective officers shall be elected at the General Membership meeting, to be held within the first two weeks of November. The Board of Directors must call for this meeting not less than sixty (60) days prior to the meeting. The New Officers' Installation shall be held in December.

Section 2. All elections shall be by secret ballot, and a majority of votes shall be necessary for Officer elections.

Section 3. The Board of Directors shall appoint a nominating committee at their August meeting. The Committee shall be composed of three past Commodores who are not members of the current Board and two members of the current Board, preferably past Commodores. The Commodore shall call a meeting of this committee before the September meeting, at which time they shall present a ballot for the Board's approval. Their recommendations shall be for the following offices: Commodore, Vice Commodore, Rear Commodore, Secretary, Treasurer, Sailing Fleet Captain, Power Fleet Captain, Cruising Captain, Port Captain, and three Directors. The nominating committee shall submit three or more names to appear on the ballot for election as directors; the three persons receiving the greatest number of votes shall serve as directors.

Article 8. Meetings

Section 1. A Board of Directors meeting shall be held on the first Thursday of each month, or an alternate date if deemed necessary by the Commodore, and notice is provided as required by Chapter V, Notices, of the By-Laws.

Section 2. Special meetings may be called by the Commodore or by the Board of Directors whenever they deem it necessary, or at the written request of at least five Flag Members of the Club, at which meetings no other business than stated in the

call shall be transacted. Voting privileges of members at all Club meetings shall be in accordance with basic membership as shown on Club records

Section 3. The rules of parliamentary procedure as laid down in "Robert's Rules of Order" shall govern all meetings of the Club.

Article 9. Quorum

Fifty percent of the board members shall constitute a quorum at regular or special board meetings. Twenty-five percent (includes absentee ballots) of the Flag and Honorary Members shall constitute a Quorum at general or special membership meetings, and in the absence of the Flag Officers, the senior Flag Member shall preside.

Article 10. Officer's Pennants

The Commodore's Flag shall be rectangular in shape, having a fouled anchor and thirteen stars in white on a blue field. The Vice Commodore's Flag shall be the same as the Commodore's, substituting red for a blue field. The Rear Commodore's shall carry a similar flag, except that the field shall be white and the device and stars red. The Fleet Captain's flag shall be rectangular in shape, having a fouled anchor in blue on a white field, but no stars.

Article 11. Club Signal Flag

The signal flag of the Club shall be pennant on a white background of red, white, and blue overlaying triangles with a white star in the middle of the blue triangle, the hoist of which shall be one half of the fly. The Club burgee shall be flown on yachts belonging to members of this Club.

Article 12. Amendments

An amendment to the Constitution must be carried by a majority vote of the Flag and Honorary Members (proxies not permitted) who are present at the annual General Membership meeting in November and the notice for the proposed amendments must be stated in the notice prior to the General Membership meeting.

Article 13. Uniform & Yachting Procedure

Uniforms and insignia of officers and members, also yachting procedure, shall conform to specifications of same adopted by the Southern California Yachting Association.

Article 14. Absentee Ballots

Section 1. In the event that a member is unable to attend the scheduled General Meeting, an absentee ballot may be requested in writing by a Flag or Honorary Member. The request must be made in writing to the SLYC Secretary thirty (30) days prior to the General Meeting.

Section 2. The absentee ballot must be completed in entirety and returned fourteen (14) days prior to the scheduled General Meeting.

Issued: Nov. 1970.

Revised: Nov. 1993. Amended Article 3, Article 4. Section 6, Article 5 and Article 7 to include Cruising Captain.

Revised: Nov. 1999. Amended Article 6. dividing into sections for readability.

Revised: Nov. 1999. Article 7. Sectioned for readability and Nominating Comm. meeting and report moved ahead one month.

Revised: Nov. 1999. Article 8. Clarifying "Board Of Directors" meeting.

Revised: Nov. 2000. Amended Article 3, Article 4. Section 8, Article 5 and Article 7 Section 3 to include Social Director.

Revised: Nov. 2003. Changed all references to Social Director to Social Captain.

Revised: Nov. 2003. Article 6, Section 5 changes "unanimous" to "more than 80%".

Revised: Nov. 2004. Amended Article 7, Section 3 to change nominating committee dates and number of Director nominations required to three or more.

Revised: Nov. 2005. Article 3 and Article 5 to remove "Junior" Staff Commodores. Article 7, Section 1, removed "on the first Saturday" in December.

Revised: Nov. 2006. Non-substantive changes for clarity, readability and grammar.

Revised: Nov. 2007. Elimination of Social Captain board position and establishment of a Social Committee.

Revised: Nov. 2008. Added Article 14 'Absentee Ballots'; revised Article 9 and Article 12 to address absentee ballots.

Revised: Nov. 2009. Article 6, Section 5 changed "more than" to "at least 80%"; consolidated Quorum Definition into Article 9.

Revised: Nov. 2013. Article 7, Section 1 changed '45' to '60' days; Article 8, Section 1 'alternate meeting date'; Article 14, Section 1 deleted need to state reason for absentee ballot; deleted 'mail' and 'postmark' requirements; changed from '60' to '30' days; Article 14, Section 2 punctuation change.

Revised: Nov. 2017. Non-substantive changes for clarity, readability and grammar; Article 4, Section 1: added Commodore's duty "to develop and distribute Board of Directors' meeting; Article 4, Section 1: added last sentence starting with "the general descriptions of the duties of the officers" and ending "assigned to each officer"; Article 1, Section 3: added to Vice Commodore's duty the coordination of the club's calendar and volunteer assignments; Article 1, Section 4: added to Secretary's duty the taking of minutes, the archiving of approved minutes and the responsibility to issue membership cards and keeping the database current; Article 4, Section 6: moved the responsibility of keeping care and placement of racing buoys and equipment from Port Captain's duty to the duty of Fleet Captains; Article 6, Section 3: clarified that no money be paid by Treasurer unless approved by either the Commodore or Vice Commodore, and that all checks require the approval of at least two of three officers: Commodore, Vice Commodore and Treasurer; Article 12: changed Amendments must be passed by a majority vote of members who are present at the annual General Membership Meeting and that the notice for the proposed amendments must be stated in a notice prior to the General Meeting.