

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 along with the Policies and Procedures document.

2. Members

- a. Membership shall be by submission of application and dues to the club Treasurer annually. (See paragraph. 6b)
- b. Whomever makes initial contact with a potential new member will collect the individual's email, phone no, address and when applicable the type of yacht owned, sail no and AMYA membership # and distribute the information to the Board of Directors. When contact is made at the pond, the Fleet Captain will direct the person to the DMYC website. Once the new member has joined the club, they will be added to the membership mailing list by the Secretary. The Commodore will send an email to the entire membership welcoming the new member.
- c. The Membership mailing list will be maintained by the Secretary with input from all involved with the fleets and club.
- d. Only Members who have met the requirements per paragraph 2a shall be deemed to be members in good standing and shall be eligible to vote on club business.
- e. 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 business meeting of the calendar year, generally in December. Directors may be reelected. The Board of Directors may adopt procedures and other rules and regulations appropriate to the accomplishment of the objectives of the club which shall be documented in the Policies and Procedures.

- b. The Board of Directors shall make its decisions by majority vote at a meeting consisting of the greater of fifty-one percent of the Board members or three directors as a quorum. In lieu of a formal meeting, a poll of the Board members may be completed by electronic ballot of the entire board 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. In lieu of a formal club meeting, the Board may recommend, as a motion, all dues and assessments by electronic method to the membership. When using an electronic method there shall be minimum of thirty-day notice provided to the members prior to conducting the vote.
- 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 Commodore.

4. Meetings

- a. The Board of Directors shall establish a schedule of regular membership meetings. Special meetings may be called by any Board member or by any five club members in good standing regardless of Director status.
- b. The presence, or participation in electronic voting, of one-fourth of the membership eligible to vote based on membership status shall constitute a quorum. Club business can be transacted only if a quorum is present.
- c. Club business will be accomplished by ballot (including electronic voting) or show of hands and will be considered valid by approval by a simple majority of members in good standing participating in the vote (provided a quorum has been established per 4b). Members who choose to abstain will count towards the quorum.
- d. Members may vote by written proxy (email accepted).

5. The Officers

- a. The officers of the Club shall be Commodore, Secretary, Treasurer and Fleet Captains. 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 sailing schedule and regular membership meetings.

- c. In the absence of the Commodore, a Fleet Captain, elected by the other Board Members, shall take the place of the Commodore on an interim basis, and perform his/her duties whenever the Commodore shall be absent or unable to act.
- d. The Fleet Captains represent the 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 Commodore will coordinate with each fleet to appoint a Fleet Captain and 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. If needed, a Fleet Captain may appoint a Regatta Director to assist with fleet or special 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. The Fleet Captains shall be responsible for reminding fleet members that dues are to be paid prior to racing in the Sunset Series or annual year end regattas for their respective class.
- 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 financial institutions as the board of directors shall authorize. The Treasurer shall have primary authority to make deposits and withdrawals on behalf of the club and will keep an accurate record of all such transactions. The Commodore shall be listed as the secondary account holder at such financial institutions to ensure there are always two Board members with access to the accounts. The Commodore shall be considered a backup to the Treasurer in the event the Treasurer becomes unable to perform the duties described herein.
- g. The succession of officers shall be the following:
 - i. If the Commodore is unable to complete his elected term, the interim elected Fleet Captain 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 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.

6. Financial

- a. Annual dues and assessments will be determined by the Board of Directors and approved by the membership by not less than $\frac{1}{4}$ of the total membership eligible to vote per paragraph 2.
- b. Applicable dues and assessments are payable on the first day of each calendar year. The recommended method for submission of dues and assessments is through the club

website at dmyc.org. Dues and assessments are to be paid prior to the first regularly scheduled event for the respective class.

- 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). The Board of Directors is limited to spending \$500.00 per allocation without Membership approval.
- f. The Board of Directors may submit for approval by the membership a special assessment to raise funds necessary to support the purchase of capital equipment or other special expenditure related to the club. Voting and approval by the membership shall be in accordance with paragraph 4.
- g. All fees and donations collected by a member on behalf of the DMYC shall be submitted to the club Treasurer. Such fees and donations include, but are not limited to, special events, donations, and regatta registration fees related to any event or regatta hosted by the DMYC or on behalf of the AMYA or other nationally recognized model yachting authority.
- h. Members who will incur expenses on behalf of the club must have prior approval of the estimated expenses from the Board of Directors. The member must submit expenses incurred on behalf of the DMYC to the Treasurer within two (2) months from the date the expense was incurred in order to be reimbursed.
- i. The Treasurer shall submit to the Board the club financial reports and supporting documents for audit by at least two other members of the Board. The audit shall be completed within 30 days of the fiscal year end.

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 membership per paragraph 7a. Non-payment of annual dues or assessments within sixty (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 for cause for reasons other than paragraph 7a and 7b in accordance with the following process:
 - i. Board meets to review alleged cause of action by the 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 thirty (30) days.

- iii. If after thirty (30) days, or after reviewing the matter with the Member at a hearing at the members request, the majority of 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 or through electronic voting, provided that a 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

April 2008

December 2012

December 2018 (limit of BOD spending)

April 2019 (general rewrite, updates to the financial section, adopt electronic voting)

January 2024 (general rewrite of officers and other items).