

CONSTITUTION AND BYLAWS
PACIFIC YACHT CLUB
CONSTITUTION

ARTICLE 1: NAME AND PURPOSE

The name of this club will be the Pacific Yacht Club. It is established pursuant to the provisions of AFI 34-223, Private Organization Program, and according to all applicable civil and military laws and regulations. The purpose of this club shall be to bring together those individuals who are interested in the sport of sailing; provide instruction in marine safety and the nautical sciences; conduct races and promote inter-club competition, rendezvous, meetings and good community relations; engage in and support worthwhile charitable projects; provide recreation and entertainment for the members not otherwise prohibited by military directives; and enhance and promote good working relationships.

ARTICLE 2: GENERAL PROVISIONS

The Pacific Yacht Club operates on Hickam Air Base, Hawaii, only with the consent of the 15th Airlift Wing commander. It is not a non-appropriated fund instrumentality and is not entitled to any immunities and privileges afforded to such agencies. The private organization may not use base distribution in carrying out any of its activities. The operation of this organization is contingent on compliance with the requirements and conditions of all Air Force regulations.

The organization will conduct itself in a manner that is free of discrimination and will provide equal opportunity and treatment for all members. Membership discrimination based on race, religion, color, age, rank, national origin, or sex is not permitted.

Section 1

The Pacific Yacht Club operates on a military base only with the consent of the installation commander. Operation is contingent on compliance with the requirements and conditions of all applicable Air Force Instruction/Regulations. This constitution will be submitted for an annual review in February of each year to the Private Organization Program Manager (15SVS/SVF).

ARTICLE 3: OFFICERS AND GOVERNING BODY

1. The elected officers of the Club constituting the Board of Directors shall be:
 - a. Commodore
 - b. Vice Commodore
 - c. Rear Commodore for Sail
 - d. Rear commodore for Power
 - e. Port Captain
 - f. Secretary
 - g. Treasurer
 - h. First Director
 - i. Kaiette Skipper
 - j. Staff Commodore

The positions identified in "a" through "d" above are designated Flag Officer positions.

2. All elected officers shall be regular members.
3. Election of officers and directors shall be by secret ballot at the December semi-annual general membership meeting. The term of office will be for one year beginning January 1 of each year. If a vacancy occurs, a successor shall be elected by the Board of Directors at the next monthly meeting to serve the remainder of the term.
4. The Commodore of the Club shall:
 - a. Direct the activities of the club and preside at all meetings of the Board of Directors.
 - b. See that all rules and regulations of the club are upheld.
 - c. Be responsible for the management of the Club, including the accountability for assets, satisfaction of liabilities, disposition of any residual assets upon dissolution, and otherwise assuring responsible financial and operational management.

- d. Represent the club as a member of the Hawaii Commodores Association.
5. The Vice Commodore shall:
 - a. Act for the Commodore during his /her absence or upon his/her resignation.
 - b. Perform duties as required by the Commodore or the Board of Directors
 - c. Appoint all committee members and chairpersons, subject to approval by the other members of the Board of Directors.
 - d. Be responsible for the maintenance and updating of the constitution and by-laws.
6. The Rear Commodore for Sail shall:
 - a. Perform all the duties of the commodore in the absence or disability of the Commodore and the Vice Commodore.
 - b. Perform duties as required by the Commodore or the Board of Directors.
 - c. Organize and direct those activities of the club that have to do with sailboats.
7. The Rear Commodore for Power shall:
 - a. Perform all the duties of the Commodore in the absence or disability of the Commodore, Vice Commodore, and Rear Commodore for Sail.
 - b. Perform duties as required by the Commodore or the Board of Directors.
 - c. Organize and direct those activities of the club that have to do with powerboats.
8. The Port Captain shall:
 - a. Be in charge of club property and equipment, ship's store, and such facilities as may come under the jurisdiction of the club.
 - b. Be responsible for the cleanliness of the clubroom.
 - c. Insure reservations are made for facilities to be used in club activities to include the club room, Foster Point, Honeymoon Beach, etc.
9. The Secretary shall:
 - a. Compile minutes of all membership meetings of the club and of the Board of Directors.
 - b. Submit minutes of the above meetings for approval of the Commodore.
 - c. Submit copies of the minutes to the Services Operations Officer, 15th Airlift Wing and to the Outdoor Recreation Director.
 - d. Safeguard all non-financial, non-property, and historical documents and records of the club.
 - e. Provide a new list of all elected officers to the Outdoor Recreation Director and other Hawaiian yacht clubs as changes occur.
10. The Treasurer shall:
 - a. Collect and safeguard all dues, assessments and fees.
 - b. Disburse funds by authority of the Board of Directors.
 - c. Maintain an accurate account reflecting the club financial position and the standing of each member.
 - d. Submit a proposed budget for the calendar year to the board of directors at the February meeting listing expected expenses.
 - e. Submit a financial report at monthly meetings of the Board of Directors.
 - f. Submit a quarterly report to 15 SVS/SVF
 - g. Establish and maintain an organization checking account. Checks for the account over \$500 require a second signature by a Flag Officer. Additionally signatories shall not be of the same household.
 - h. Ensure club members do not make advanced purchases (for reimbursement) in excess of \$100.00 without board approval.
11. The Membership Director shall:
 - a. Assist the Commodore and the Board of Directors in the overall management of the Club
 - b. Maintain an accurate membership roll with complete names, phone numbers, addresses and email.
 - c. Periodically publish, by email to the membership, updates to roster, of new or amended member information.

- d. Update and maintain email addresses on PYC's Yahoo Groups site on receipt of new information.
 - e. Compile and issue New Member Packages, as described in By-law Number 6. Package information includes, but is not limited to, *Commodore's welcome letter, Board roster, PYC History, Constitution, Standing Sailing Instructions, Calendar of events, Roster* and one PYC member card per family.
 - f. Annually, be responsible for issue of all membership cards, obtaining the Commodore's signature for the cards, and insuring cards are included with new member packages
 - g. Report on new members, delinquent members, and members resigning at each monthly Board of Directors meeting.
 - h. Communicate with club members through e-mail or flyers.
 - i. Perform specific duties as requested by the Commodore or the Board of Directors.
12. The Staff Commodore
- a. The outgoing Commodore shall serve, in an advisory capacity to the Board of Directors, as Staff Commodore for a period of one year and shall enjoy the privileges of a Flag Officer.

ARTICLE 4: MEMBERSHIP

Section 1: Members shall be of the following categories:

- a. Regular
- b. Junior
- c. Special
- d. Guest
- e. Inactive

Section 2: Regular members. Personnel on active duty or retired from active duty, with the United States Air Force, Army, Coast Guard, Marine Corps, or Navy. Reserve or National Guard components, including family members of or civilian retirees of the Department of Defense or the United States Coast Guard are eligible for regular membership. Regular members shall have one vote at general membership meetings, shall pay dues and may hold elective office.

Section 3: Junior members. Junior family members (under age 18) of personnel who are eligible to be regular members but choose not to maintain membership are eligible for junior membership. Junior members shall pay dues at half the rate of regular and associate members, but shall neither vote nor hold elective office.

Section 4: Special members. Special members may be chosen on a case-by-case basis, upon notification by any member in good standing who feels a particular person would be a credit to the Pacific Yacht Club. Normally persons in this category will be members of the civilian community who have demonstrated interest in yachting activities. Nominations for this category will be made in writing to the Secretary and will include nominee's position or title, club with which affiliated, and a brief statement as to nominating member's rationale for recommending special membership. Members in this category shall be reviewed for continuation by the board of directors annually. Special members shall pay dues but shall not vote or hold office.

Section 5: Guest members. Guest membership not to exceed 30 days duration shall be available to visiting yachtsmen at the discretion of the Board of Directors. Guest members shall pay monthly dues but are neither eligible to vote nor hold office.

Section 6: Inactive members. Former regular members who have departed Oahu and still have an interest in the welfare of the Pacific Yacht Club are eligible for inactive membership. Inactive members shall pay dues in accordance with the appropriate by-law but shall neither vote nor hold office.

Section 7: A member introducing a guest shall be responsible for his/her guest's conduct at Club activities. A guest is defined as a person who has shown interest in Pacific Yacht Club membership or is visiting a member for less than 30 days duration.

Section 8: A guest's privileges may be withdrawn at any time by any member of the board of Directors.

Section 9: Any member in good standing may resign his/her membership by written notice to the Treasurer who shall report his/her name at the next meeting of the Board of Directors.

Section 10: Request for reinstatement of membership must be made to the Board of Directors. The Board shall approve or disapprove reinstatement action. All requests for reinstatement must be made within one year from date of termination of membership, and the applicant must be clear of indebtedness to the club to include back dues for a

period not to exceed three months. Former members returning to the island may be reinstated without Board approval provided they are clear of indebtedness to the club.

ARTICLE 5: MEETINGS

Section 1: The Board of Directors will meet at least monthly. The Board's meetings will be open to the general membership, however, only board members may vote during board meetings.

Section 2: Special general membership meetings may be called by the Commodore or upon written request of 10% of the regular members. Notices indicating the meeting and its purpose will be posted on the Pacific Yacht Club section of the Hickam Harbor bulletin board and by e-mail to the membership at least 10 days prior to the meeting.

Section 3: At election meetings, regular members in good standing may vote in person, or by written proxy when absent due to valid reasons such as military duties, TDY, leave away from Oahu, illness, etc.

Section 4: For Board of Directors meetings and all meetings of the club at large, a quorum shall consist of five members of the Board of Directors (at least one holding flag rank). With the exception of election meetings and meetings that are held subject to Articles 6 and 8, actions at such meetings shall be by majority vote of only the officers and directors present. A telephone vote may be taken by, and at the discretion of, the Commodore, for decisions required prior to the next scheduled board meeting.

Section 5: The current edition of Robert's Rules of Order shall govern parliamentary procedures at all meetings.

ARTICLE 6: DUES

Section 1: This organization is financially self-sustaining and there shall be no direct financial assistance from a non-appropriated fund instrumentality in the form of contributions, dividends, or other donations of money or assets. Income raised by the organization will not accrue to individual members except through wages and salaries for private organization employees, if any, or as payment for services rendered.

Section 2: We understand that our organization cannot solicit funds on any DoD base or installation.

Section 3: Dues may be established or changed by a majority vote of the dues-paying members in accordance with the appropriate bylaw. All Regular, Junior, Special, Guest and Inactive members shall pay the established dues.

Section 4: Other finances will be obtained from fund-raising activities and donations. Fundraisers will include, bake sales, car washes or similar type activities as voted on by the membership. All fundraisers must receive prior approval from the 15th Services Squadron Commander via 15 SVS/SVF. No fundraisers will be allowed that duplicate or compete with AAFES or Services activities. No form of gambling, or the operation of amusement/slot machines is allowed.

Section 5: Monies collected will be used for operation of the organization, to offset activity expenses, and to purchase necessary items based upon the annual budget approved by the Board of Directors.

ARTICLE 7: COMMITTEES

Section 1: All committee chairpersons and committee members shall be appointed by the Vice Commodore with approval of the Board of Directors. Committees are assembled for specific tasks. Committees will give reports on their activities to the Board of Directors monthly or as directed by the Commodore and will be disbanded upon completion of the assigned task.

Section 2: The following are examples of Committees:

- a. Finance and Membership
- b. Social and Entertainment
- c. Regattas
- d. Nominations
- e. Trophy
- f. Publicity and Advertising

Section 3: Duties of the committees shall be as follows:

- a. **Finance and membership.** The Vice Commodore may appoint a Chairperson and two or more committee members. The committee will advise the Treasurer and the Board of Directors on financial matters pertaining to the Club. They will also be responsible to the Board for a viable membership program that will insure continuous and proper operation of the Pacific Yacht Club.
- b. **Social and Entertainment.** The Vice Commodore may appoint a Chairperson and two or more committee members. The committee will develop and present to the Board of Directors a club social program for the year. The program will be reviewed and updated at quarterly intervals or as required. The projected annual program will be ready for approval during the February Board of Directors meeting.
- c. **Regatta.** The Regatta Committee should consist of the Rear Commodore for Sail and his/her appointees. The committee, under the direct supervision of the Rear Commodore for Sail, will develop a racing program, and in general, supervise all racing activities of the club. The racing program will be submitted to the Board of Directors for approval prior to being implemented. The Regatta Committee will be vested with all the powers specified for Race Committees by US Sailing, HYRA and other special class rules. The Chairperson of the Regatta Committee shall keep a record of every race, giving the date, time of start, course sailed and the names of participants in order of finish and time. All race records shall be given to the Secretary for filing. If a Regatta Committee is not appointed, duties described in this paragraph will be assumed by the Rear Commodore for Sail. Races not scheduled as HYRA point counters may be added or rescheduled by the Regatta Committee at their discretion and as much notice will be given to participants as the situation will permit.
- d. **Nominating.** Not earlier than July 31st and not later than August 31st of each year, the Vice Commodore shall appoint and the Board of Directors shall confirm a nominating committee of not less than three or more than five voting members, including a chairman, to serve until the Christmas semi-annual general membership meeting. In the event the Vice Commodore does not appoint a committee, the Board of Directors shall, at its first meeting thereafter, appoint such a committee to serve until after the annual nominations. It shall submit a list of candidates covering each elective office that will be vacant at the end of the year. This list of candidates shall be posted to the membership by e-mail not later than October 1st. The membership may submit additions to the list by presenting a petition of nomination to the Board. The petition will be signed by ten members in good standing and be presented to the Board no later than October 15th. The entire list of candidates shall be posted on the Club bulletin board not later than October 30th. An election by secret ballot will be held at the December semi-annual general membership meeting. All members in good standing will be eligible to vote. No nominations may be made from the floor.
- e. **Trophy.** The Vice Commodore may appoint a Chairperson and one or more Trophy committee members. The committee will be responsible for providing the necessary trophies and/or awards for Pacific Yacht Club sponsored events. This committee will also provide a record of the names of present holder of each club trophy to the Club secretary, and ensure history and background for perpetual trophies is maintained and briefed to the membership when trophies are presented.
- f. **Publicity and Advertising.** The first Director shall chair the committee and recruit two or more committee members. The committee will be responsible for publishing the Club's news by e-mail, for conducting an appropriate publicity program, and for the release of news concerning club activities. It will coordinate all publicity matters with the Commodore.

Section 4: Special committees. Special committees may be appointed by the Vice Commodore or the Board to serve for such a term as the appointing authority may direct, but in no event beyond the term of the appointing authority.

ARTICLE 8: ADOPTIONS AND AMENDMENTS

Section 1: The constitution and bylaws may be amended at any membership meeting of the club by a two-thirds vote of the regular members in good standing, present or by proxy.

Section 2: Any conflict between any provisions of this constitution or its bylaws and existing military directives will be changed administratively with the concurrence of the 15 AW/CC.

Section 3: No amendment will omit the statement of purpose or delete the provisions pertaining to dissolution of the Club.

Section 4: All amendments are subject to final approval by the installation commander via 15 SVS/SVF.

Section 5: Proposed amendments shall be posted on the Pacific Yacht Club bulletin board for at least ten days prior to the meeting. Additionally, a summary of the amendments will be published and distributed to the membership prior to the membership meeting.

Section 6: The duly constituted bylaws shall prescribe the detailed operations of the Club.

ARTICLE 9: DEBT

Section 1: No indebtedness shall be incurred unless an appropriation has been made for it.

Section 2: All PYC members are aware that generally, as a private organization, they are jointly and severally liable for liabilities and debts incurred by Pacific Yacht Club.

ARTICLE 10: DISSOLUTION

Section 1: In case of dissolution of the organization, funds in the treasury at the time will be used to satisfy any outstanding debts, liabilities, or obligations. The balance of the assets will be disposed of as determined by the membership.

- a. A full financial statement shall be forwarded to the Chief Resource Management Flight (at SVS/SVF) along with notification of the termination, discontinuance, or dissolution of the Club. If adequate funds are not available to cover all outstanding debts and liabilities of the Club, all PYC members are aware that generally, as a private organization, they are jointly and severally liable for those liabilities and debts. When the members decide to dissolve the Club, notice will be given to the installation commander via 15 SVS/SVF and such dissolution shall be carried out only with his/her approval.
- b. The installation commander has the authority to dissolve the organization when it is in the best interest of the Air Force.

ARTICLE 11: BURGEE

Section 1: The club burgee shall be triangular in shape, of navy blue background with gold border and the Southern Cross in the center. The dimensions shall be prescribed in standard yachting practices. The emblem shall be on both sides of the burgee.

ARTICLE 12: INSURANCE

Section 1: The normal activities of the Pacific Yacht Club are administrative in nature and would not normally involve a great degree of risk; however the club shall carry liability insurance to cover events which are sponsored by the Club as prescribed by the US Sailing and HYRA. The U.S. Air Force shall be included as an insured party. Such insurance must expressly provide that neither the U.S. Air Force, the U.S. government nor any non-appropriated fund instrumentality will be liable for any claims or judgments against the organization or its members. This insurance requirement may be waived by the installation commander, upon written request, if the organization has extremely low liability exposure. Special events may arise which greatly increases the insurable risk, and for such events insurance protection shall be obtained.

BYLAWS

BYLAW NUMBER 1: ANNUAL DUES

Paragraph 1: There shall be calendar year annual dues for Regular, Junior, Special and Inactive members in an amount determined by a two-thirds majority vote of the general membership, payable in advance. The dues for Junior members shall be one-half of the dues for Regular. The dues for inactive members shall be one-third of the dues for Regular. The dues for Guest members are payable during the month they are visiting. All annual dues shall be payable on or before the tenth day of February. Individuals joining after 15 January will pay prorated dues. Individuals joining after the 15th of the month will not be charged for the month in which they join. Advance dues will be refunded upon receipt, by the secretary, of a letter of resignation or permanent change of station orders. In certain instances, such as when a Club member knows in advance that he/she will be leaving Hawaii during the year, they may choose to pay dues only for the period they will be in Hawaii. The Treasurer will then issue a membership card covering that portion of the year.

Paragraph 2: Any member who fails to pay his/her Club dues or assessments within thirty days after they become due and payable shall forfeit the right to vote and participate in any club sponsored activity. Further, if such dues, assessments, or debts to the Club remain unpaid for sixty days from the date on which they become due and payable, membership shall automatically cease.

BYLAW NUMBER 2: MEETINGS

Paragraph 1: The Board of Directors meeting, as required by the constitution, will be held in the Outdoor Recreation room on the second Monday of every month at 1900 unless unforeseen circumstances dictate otherwise.

Paragraph 2: If possible, changes in the times and dates of such meetings shall be posted by the Club's secretary via e-mail to the membership.

BYLAW NUMBER 3: AUXILIARIES

Paragraph 1: There may be auxiliaries to the Club, with the Club retaining governing authority.

Paragraph 2: Auxiliaries will comply with the constitution and bylaws of the Club, all applicable Air Force regulations and Services directives.

Paragraph 3: The purpose of the auxiliary will be to promote safe recreational boating, good fellowship, and good sportsmanship. Additional functions and purposes may be incorporated in the constitution. However such additional functions will be limited to those that supplement the Club's purpose.

Paragraph 4: Each auxiliary will be required to submit a constitution that supplements the Pacific Yacht Club constitution. The auxiliary will insure a current copy is provided to the Pacific Yacht Club secretary.

Paragraph 5: Each auxiliary will report on its activities to the Board of Directors at every board meeting.

BYLAW NUMBER 4: JUNIOR SAILING AUXILIARY

Paragraph 1: There may be a Junior Sailing Auxiliary to the Club, with the Club retaining governing authority.

Paragraph 2: In addition to the stated in Bylaw 3, the purpose of the Junior Sailing Auxiliary will be to promote interest among young people in sailboat racing through competent instruction in basic and advanced sailing, and to afford them the opportunity to compete both among themselves and with other junior sailors through participation in HYSA events as well as other national/international sailing events.

Paragraph 3: Pacific Yacht Club members between the ages of eight and seventeen inclusive shall be eligible for Junior Sailing Auxiliary membership.

BYLAW NUMBER 5: COLLEGIATE AUXILIARY

Paragraph 1: There may be a collegiate auxiliary to the Club with the Club retaining governing authority.

Paragraph 2: The purpose of the Collegiate Auxiliary will be to provide to college aged people, similar opportunities as will be provided to Junior Sailing Auxiliary.

Paragraph 3: Pacific Yacht Club members between the ages of eighteen and twenty- three inclusive shall be eligible for Collegiate Auxiliary membership.

BYLAW NUMBER 6: NEW MEMBER PACKAGE

Paragraph 1: Each member, upon joining the Club, will receive information on the Club which will be designed to rapidly familiarize a new member with the operation and activities of the Club. The package will, as a minimum, contain copies of the Club's Constitution and Bylaws, standing Sailing Instructions, current race schedule, and a current membership roster.

Approved

Approved

Date: 4 February 2009

Date: 4 February 2009

Brandon Lavin

Bruce Ladeira

Brandon Lavin, Director
Outdoor Recreation

Bruce Ladeira, Commodore
Pacific Yacht Club