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I. NAME

1. Name can be changed/contest from club members for name change if name change is accepted.

II. PURPOSE:

1. To promote, organize, sponsor, conduct and encourage racing and sailing of catamarans.
2. To promote and encourage sailing and boating generally.

III. SEAL:

To be investigated.

IV. MEMBERSHIP:

1. Member - a member is any person who has satisfactorily fulfilled his duties.
2. Applicant - an applicant is any person who joins the club who has not been a member for the previous year. For that first year he shall be on probation. Upon failure to fulfill his duties, the Board of Directors has the power to deny application for membership for the following year due to written complaints.

NOTE: Future references to the term "member" shall include Applicant as well as Member.

3. Duties- Pay membership dues and abide by rules.
4. Dues and Assessments - All members will pay dues & assessments as defined by the Board of Directors. Dues & assessments will be listed on the membership application, and will be due at the time of application in full. Non-payment of dues & assessments will constitute immediate expulsion. Members wishing to retain their previous year's equipment storage assignments must submit membership application one (1) week prior to the Annual Beach Sign-up. The Annual Beach Sign-up will take place at any time between February 15th to March 15th, the exact date to be specified through mailed notification to the previous year members. All assignments thereafter and for the remainder of the membership year shall be on a first come first served basis. The membership year is from March 1st to February 28th.

V. DISCIPLINARY ACTION:

In the case of any gross violation of club By-laws/Policy injurious to the club, the offended member shall serve written complaint to the Recording Secretary. The Recording Secretary will forward the complaint to the Board of Directors at the next regular or special meeting of the Directors. The offending member shall be served notice of a hearing with the Board of Directors. If the offending member is on the Board of Directors he shall lose the right to vote on that issue. Following this hearing, if in the opinion of the Board of Directors, disciplinary action is warranted, they shall determine the form of disciplinary action to be taken. Any decision up to and including expulsion, shall be by 2/3rds vote of the Board of Directors.

VI. MEETINGS:

1. Annual Meeting:

There shall be an annual meeting of the club membership during the month of October for the election of the Officers and Trustees. Notice of the meeting is to be sent by the Membership Secretary and shall be mailed to the last recorded address of each member at least 30 days before the time of the appointed meeting.

2. Regular Meetings:

A regular meeting of the club shall be held monthly excluding the month of January. Notice of time, place and agenda shall be mailed to each member at their last recorded address at least 7(seven) days before the time of the appointed meeting.

3. Special Meetings:

Special meetings of the club may be called by the Commodore or majority vote of the Board of Directors or shall be called by the Commodore upon written request of at least 12 members of the club with statement of time, place and information as to the subject or subjects to be considered. Notice of time, place and agenda shall be mailed to each member at their last recorded address at least 7(seven) days before the time of the appointed meeting.

4. Quorum:

A quorum for the transaction of business at any regular meeting of the club shall consist of not less than 20 members, save for the election of Officers and Trustees when it shall consist of not less than 40 members.

5. Order of Business:

The order of business at a club meeting shall be as follows: a.

Sign-in

b. Minutes

c. Report of Officers

d. Report of Committees

e. Old Business

f. Election of Officers' and Trustees (annual meeting only)

g. New Business (introduction of new members)

h. Adjournment

6. Rules of Procedure:

Business at all club meetings shall be conducted in accordance with Roberts Rules.

VII. OFFICERS:**1. Officers Qualifications:**

All Officer Candidates must be members (excluding applicants) at the time of nomination. Officers may not serve as trustees.

2. Elections:

Nominations shall be held at least 30 days prior to the Annual Meeting and the elections will be held at the Annual Meeting by majority vote.

All officers are responsible to the: The Board of Directors Officers Committee Members of the Club

COMMODORE

In accordance with the By-Laws, the Commodore shall preside at all meetings of the club membership, Board of Directors, and the Officer's Committee. Commodore has no vote at any meetings except as tie breaker. The Commodore shall have and exercise general charge and supervision of the Club, and shall do or perform other duties that the Officer's Committee shall deem necessary.

Specific Duties:

- Schedule, organize, and act as Chairman for meetings of the Board of Directors, General Membership and Officer's Committee.
- Coordinate the schedules and activities of the various Departments of the club.
- Prepare and submit to the Board of Directors the overall club budget for the club.

- Act as a representative to the Class Association, Division 11, and other associations to which the club holds membership, or has interests similar to that association.
- Negotiate for any goods, services, and leases not specifically assigned to other officers.

TREASURER

The Treasurer will have custody of all funds, property and securities of the club and all other powers as defined in the By-Laws.

Specific Duties:

- Sign all checks.
- The treasurer shall not sign any checks unless the voucher for same has been approved and initialed by the budgetary officer in charge.
- Approve or disapprove all expenses and expense vouchers submitted by anyone following the expense-voucher rules as defined by the club.
- He will make such payments as may be necessary or proper to be made on behalf of the club.
- Collect all debts and obligations past and present owing the club from persons or corporations.
- Keep the books of the club for the purpose of a full and accurate account of all monies received and paid.
- Exhibit such books to any Trustee or Officer with reasonable notice.
- Will publish a final written accounting to the club at the end of the year. Interim verbal reports will be given monthly.
- Will supervise preparation of the Annual Budget and Assist Budgetary Officers in the maintenance of their individual budget.
- Will sit on the Board of Directors.
- Will Act a Vice Chairman on the Board of Directors.

MEMBERSHIP SECRETARY

The Membership Secretary is responsible for all beach assignments/trailer assignments in accordance with dues and assessments stated in the By-Laws.

Specific Duties:

- Shall keep a record containing the names of all persons who are members and their place of residence.
- Shall notify all members of all club organized functions.
- Shall be responsible for all membership forms, dues and assessments as well as transfer of receipts to the treasurer.
- Will conduct an Annual Beach Sign-up Day, and secure a location for this event.

- Will maintain a current membership list and will provide them to Officers and Trustees and to any member upon request.
- Will sit on the Board of Directors.
- Will be the Coordinator of the Membership Materials.

RECORDING SECRETARY

Recording Secretary shall gather all information pertaining to the Officers positions and at the end of their term and will pass on all information to the newly elected officer.

Specific Duties:

- In charge of all club correspondence to all club Officers.
- Will keep the minutes of all club general meetings. Complaints made by any member shall be submitted in writing to the Recording Secretary by person(s) making said complaints. Such complaints will be kept on record.
- Will keep the minutes for the Board of Directors.
- Will keep the minutes for the Officer's Committee.

VICE COMMODORE

Vice Commodore will become Acting Commodore in the absence of the Commodore, except as Chairman on the Board of Directors.

Specific Duties:

- Coordinator of all Fleet Social Programs.
- Executor of the Social portion of the Annual Budget.

REAR COMMODORE

Rear Commodore is in charge of the following: Equipment, grounds, and sanitary maintenance. Planning of capital projects. The Rear Commodore is the executor of the maintenance portion of the Annual Budget.

STAFF COMMODORE

Staff Commodore is in charge of the following:

- All club races, points regatta and instructional racing programs.
- Maintenance of all associated operational costs relative to the club owned committee boat.
- Executor of the racing portion of the Annual Budget.

EVENT PROMOTIONS OFFICER

Event Promotions Officer is in charge of promoting all club events as described in the club calendar.

- Coordinates all club promotional materials.
- Executor of event promotions portion of the Annual Budget.

PUBLIC RELATIONS ADVERTISING OFFICER

Public Relations Advertising Officer is in charge of promotions of the club through various media.

- Editor and in charge of the club newsletter.
- Executor of the public relations advertising portion of the Annual Budget.

SAFETY AND SECURITY OFFICER

Safety and Security Officer shall promote the safe operation of the club and privately owned equipment, and make recommendations to the Officer's Committee on policies relating to safe sailing and club security.

Specific Duties:

- Creation and implementation of a viable security plan. Evaluation of club structures and equipment for safety hazards.
- Secure and maintain the First Aid Kit, and make club members aware of its location.
- Post the locations, phone numbers, and directions to the local emergency services such as police, rescue squad, fire department, and hospitals.
- Enforcement of all club policy.
- Executor of the Safety and Security Portion of the Annual Budget.

The three captains and Race Committee Chairman are appointed by their respective Commodores and have no vote at officers meetings. **BEACH CAPTAIN (WHEELS)**

Responsible to the Rear Commodore

- Responsible for maintaining and repairing of all beach wheels.
- Responsible for submitting a Budget to the Rear Commodore pertaining to these needs.

BEACH CAPTAIN (CAT HOUSE) Responsible to the Rear Commodore.

Responsible for the maintenance of the Cat House, and for the orderly storage of equipment therein.

Specific Duties:

- Assign space in cat house for the various departments to store equipment.
- Regularly clean cat house and general club equipment, refrigerator and soda machine (to be kept stocked).
- Responsible for submitting budget to the Rear Commodore pertaining to these needs.

RACE CAPTAIN Responsible to the Staff Commodore.

- Race Captain is responsible for maintenance and operation of the committee boat and to staff said committee boat.
- Responsible for all equipment used for said races.
- Responsible for the on-the-water organization and supervision of the races.
- Responsible for the tabulation and recording of the race results on an event/annual basis.

RACE COMMITTEE CHAIRMAN Responsible to the Staff Commodore

Race Committee Chairman is responsible for the following:

- Staff all club racing related boats
- Staff all running of the races.
- Account for accurate race results.

3. Term

The term of office for all officers and appointed positions shall be for one year. Officers will be sworn in at the Annual Fall Social Event (Wine Down). Power of office to be taken over at that time.

4. Budgetary Officers: Budgetary Officers are:

Vice Commodore

Rear Commodore

Staff Commodore

Promotion Events Officer

Public Relations Advertising Officer

Safety and Security Officer

Budgetary Officers Duties:

All Budgetary Officers shall not exceed their approved budget. If for some reason extra funds are needed, the amount will be drawn from the contingency fund which is set by the Budgetary Officers and approved by the Board of Directors for each year.

The amount drawn from the contingency fund will be voted on by the remainder of the Budgetary Officers with the Commodore voting only in the event of a tie.

5. Removal:

Any officer may be removed from office by the affirmative vote of 2/3rds of the Board of Directors at any regular or special meeting called for that purpose. If the officer is on the Board of Directors he loses his right to vote on that issue.

6. Vacancy:

In case any officer's position becomes vacant. The Board of Directors shall elect an officer to fill such vacancy and the officer so elected shall hold office and serve until the annual meeting succeeding and until the election and qualification of his successor.

7. Contracts:

All written contracts entered into on behalf of the club shall be signed by two officers, one of whom shall be the Commodore or Vice Commodore and the other of whom shall be the Membership Secretary or Treasurer.

8. Meetings:

The officers shall have a regular monthly meeting prior to all fleet meetings. The officers shall meet upon the call of the Commodore at such time and place as he may designate, and shall be called to meet upon demand of the majority of its members.

Notice of all meetings of officers shall be sent by mail to each officer at least 5 days in advance of such meetings. The month of January is excluded.

9. Quorum:

A majority of the officers shall constitute a quorum at any meeting of the officers. Any less number may adjourn from time to time until a quorum is present.

VIII. TRUSTEES:**1. Qualifications:**

Any trustee candidate must be a member (excluding applicant members) at the time of nomination. Trustees may not serve as officers.

2. Duties:

All trustees are responsible to the: Board of Directors, Club Members.

Trustees must try to attend all club meetings and Board of Director meetings. Any Trustee unable to attend any club Board of Directors meetings shall notify the Recording Secretary and state his reason for absence. If a Trustee is absent from any three club or Board of Director meetings for reasons which the Board of Directors has failed to declare to be sufficient, his resignation may, at the discretion of the Board of Directors, be deemed to have been tendered and accepted.

3. Nomination:

Nominations shall be held 30 days prior to the annual meeting and elections will be held at the annual meeting by majority vote.

4. Election and Term:

At the First Annual Meeting held after the adoption of these By-laws, there shall be elected by majority vote (7) seven Trustees of the Club, (3) three to be termed Senior Trustees with a term of one year, (4) four to be termed Junior Trustees with a term of two years.

At each Annual Meeting thereafter, a number of trustees equal to those whose terms have expired, shall be elected for a term of two years.

Trustees may not be eligible for re-election in the year their term expires.

Trustees shall enter upon the performance of their duties at the Annual Fall Social Event (Winedown).

5. Removal:

Any trustee may be removed from office by the affirmative vote of 2/3rds of the Board of Directors at any regular or special meeting called for that purpose. The trustee will lose his right to vote on that issue.

6. Vacancy:

In case any trustee position becomes vacant, the Board of Directors shall elect a trustee to fill such vacancy and the trustee so elected shall hold office and serve until the Annual Meeting succeeding and until the election and qualification of his successor.

IX. BOARD OF DIRECTORS:

1. Constituency:

Board of Directors consists of:

Commodore: The Chairman of the Board of Directors shall be the Commodore.

Treasurer: Vice Chairman shall be the Treasurer on the Board of Directors.

Membership Secretary

Recording Secretary

+ 7 Trustees

2. Powers:

Board of Directors shall maintain supervision, control and direction of the financial affairs of the club, shall determine its financial policies or change therein within the limits of the By-Laws, shall actively pursue its objectives and shall have discretion in the disbursement of club funds within the Annual Budget as approved by the membership.

It may adopt rules and regulations for the conduct of its business as shall be deemed advisable, and may, in the execution of the powers granted, appoint such agents as it may consider necessary.

It shall audit and approve all bills outside the appointed budget.

It has the power to take disciplinary action (per section V). Majority vote shall prevail.

3. Meetings:

The Board of Directors shall have a regular meeting at the time and place of the annual budgetary meeting. The Board of Directors shall meet upon call of the Chairman at such time and places as he may designate, and shall be called to meet upon demand of the majority of its members. Notice of all meetings of the Board of Directors shall be sent by mail to each member of the board at least ten (10) days in advance of such meetings.

4. Quorum:

A majority of the whole Board shall constitute a quorum at any meeting of the Board of Directors. Any less number may adjourn from time to time until a quorum is present.

X. COMMITTEES:

The following committees will be staffed by volunteer members and by any member who is directly appointed by the Chairperson.

Race Committee: Assistant Staff Commodore - Staff Commodore to chair.

Social Committee: Assist Vice Commodore - Vice Commodore to chair.

Grounds and Equipment: Assist Rear Commodore – Rear Commodore to chair.

Newsletter: Public Relations to Chair and appoint committee.

Election: Committee shall be comprised of the Senior Trustees who will be responsible for compiling ballots.

XI. MISCELLANEOUS PROVISIONS:

1. Limitations and Liabilities:

Nothing herein shall constitute members of the club as partners for any purpose. No member, officer, agent or employee of this association shall be liable for the acts or failure to act on the part of any association. Nor shall any member, officer, agent or employee be liable for his acts or failure to act under these By-Laws, except only in acts or omissions to act arising out of willful gross misfeasance.

2. Waiver of Notice:

If any law, The Certificate of Incorporation of this club and/or the bylaws of this club require(s) notice and/or a lapse of time before an action may be taken by or on behalf of this club, the action may be taken without the required notice and/or lapse of time, if the person or persons entitled to the notice and/or lapse of time, waive the requirement in writing themselves or through their attorney.

3. Dissolution:

The club may be dissolved at any time by the consent of not less than 2/3rds of the club members present at a special meeting held expressly for that purpose. In the event of a dissolution of the club whether voluntary or involuntary or by the operation of law, none of the property of the club nor any proceeds thereof nor any assets of the club shall be distributed to any member of the club but, after payment of debts of the club, it's property and assets shall be given to a charitable organization for the benefit of promoting sailing selected by the Board of Directors.

XII. AMENDMENTS:

Proposals for amendments to the By-Laws may be submitted in writing at any regular monthly meeting. Such proposals shall be voted upon at the next monthly meeting. A 2/3rds vote in favor of the proposal shall be required to make the proposal effective.

XIII. APPENDIX A: BY LAWS AMENDMENTS**SHBCC - By Laws Amendments - Adopted through 12/31/97**

Adopted 2/2/89

Article VII, Paragraph 3, OFFICERS, TITLES and DUTIES

Add the following "All Officers must try to attend all Fleet Meetings and Officers Meetings. Any Officer unable to attend any Fleet or Officer Meeting where their presence is required shall notify the Recording Secretary and state their reason. The Officer is absent from any three meetings for reasons which the Officers have failed to declare as sufficient, a Resignation may, at the discretion of the Officers, be deemed tendered and accepted."

Adopted 4/1/89

Article X, COMMITTEES, NOMINATING COMMITTEE

Add the following "The Nominating Committee will be appointed approximately 90 days prior to the Annual Meeting. It will consist of five members, three of which will be appointed by the General Membership. The Commodore will select two Senior Trustees for the remaining positions and also name the Chairperson. Members of the Nominating Committee shall have been members of the club for at least two years prior to their sitting on the Committee. It will be the Chairperson's duty to organize candidates for each elected office and secure the consent of each person nominated. Committee recommendations will be presented approximately 60 days prior to the Annual Meeting and made public to the General Membership. Any additional nominations may be made by the Club members, provided that the person so nominated does not decline when his/her name is proposed. If the proposed candidate is not present, his/her proposer must present to the Recording Secretary a statement from the proposed candidate, that they will accept the nomination. No other person shall be allowed in any other manner than as provided in this section.

Adopted 6/6/89 Article I, NAME

Add the following "Be it resolved that the corporate name Sandy Hook Hobie Fleet 250 be changed to Sandy Hook Bay Catamaran Club, and an alternate be Sandy Hook Hobie Fleet 250."

Adopted 8/5/89 Article VII, Paragraph 3, TITLES and DUTIES, VICE COMMODORE

Add the following "To Appoint a Social Captain (i.e. second in command) to the Vice Commodore, who would answer to the above Officer and assist in events normally run by the Vice Commodore."

Adopted 11/3/90 Article VII, Paragraph 2, OFFICERS, ELECTIONS

Add the following "A member may vote at the Annual Meeting or by Absentee Ballot. Requirements for use of Absentee Ballots shall be prescribed by the Membership Secretary, posted on the Club bulletin board and published in the Club newsletter annually. Absentee Ballots will count towards quorum for voting purposes."

Adopted 9/5/91 Article VI, Paragraph 2, REGULAR MEETINGS

Replace with the following "Regular meetings of the Club shall be held at least six times per year, at the discretion of the Commodore. Notice of the time, place and agenda shall be mailed to each Member at their last recorded address at least seven days before the time of the appointed meeting."

Adopted 4/2/92 Article VI, Paragraph 1, ANNUAL MEETING

Replace with the following "There should be an annual meeting of the club membership during one of the fall months for the election of the Officers and Trustees. Notice of the meeting is to be sent by the Membership Secretary and shall be mailed to the last recorded address of each member at least 30 days before the time of the appointed meeting."

Adopted 1994 or 1995 Article VII, Paragraph 3, TREASURER

Add the following "The Treasurer may not reside in the household of another Officer."

Adopted 10/96**Article VII, Paragraph 3, EVENT PROMOTION OFFICER**

The position is eliminated.

Adopted 4/5/97 Article VII, Paragraph 5,

Delete "All Budgetary Officers shall not exceed their approved budget. If for some reason extra funds are needed, the amount will be drawn from the contingency fund which is set by the Budgetary Officers and approved by the Board of Directors for each year. The amount drawn from the contingency fund will be voted on by the remainder of the Budgetary Officers with the Commodore voting only in the event of a tie".

Add "The financial procedures of the Club shall be in accordance with Appendix A".

Adopted 4/5/97 Article 4, Paragraph 4

Delete the following "All members will pay dues and assessments as defined by the Board of Directors".

Adopted 4/5/97 Appendix A- FINANCIAL PROCEDURES

I. DUES and ASSESSMENTS shall be set by the Officers and Board of Directors. Changes shall be approved by the Officers and Board of Directors at least 30 days prior to the effective date of any change. If no change is approved, the prior schedule of dues and assessments shall continue.

II. BUDGET PROCEDURE and FORMAT

- a. The budget shall be determined on an annual calendar year basis.
- b. The budget shall show INCOME by category.
- c. The budget shall show EXPENDITURES for each Budgetary Officer. Within each such Officer's expenditures, amounts shall be shown by event, project or function. In addition to showing budget expenditures for specific Officers, an unallocated expenditure of not more than 1% of INCOME may be included as expenditures.
- d. The proposed budget shall be determined by the Officers.
- e. After the proposed budget is determined by the Officers, it must be approved by the Board of Directors.
- f. The final proposed budget shall be presented at a regular fleet meeting. The date of this meeting shall be announced to all members at least seven (7) day prior to the meeting.
- g. The budget shall NOT be final until approved by a simple majority vote at a Regular Fleet Meeting. The budget may be amended at this meeting by not more than an aggregate expenditure of 3% of INCOME and aggregate income of 3% of INCOME.
- h. If the budget is not approved as submitted or as amended within the limits prescribed, the Officers and the Board of Directors shall submit a revised budget at a later fleet meeting.

III. BUDGET RESPONSIBILITIES

- a. The Officers and Board of Directors shall be responsible for the total net (i.e. income less expenditures) budget.
- b. Each individual Officer shall be responsible for his/her total expenditures and as appropriate may reallocate funds, but by not more than 20% of his/her net expenditure budget, between events, projects and functions within his/her responsibility. Reallocation beyond the 20% may be authorized by vote of the majority of the Officers.
- c. The Officers and the Board of Directors may reduce budgeted expenditures only if actual income appears to be significantly below anticipated income.
- d. The Staff Commodore and the Vice Commodore shall be responsible for the total net budget for their function and may increase expenditures if event income is anticipated to exceed income in the budget.
- e. Prior to approval of the budget, any Officer may spend up to 15% of his/her prior year's budget.
- f. Upon approval of a specific Officer, a majority of the Officers may transfer a portion of his/her budgeted expenditures to another Officer.
- g. Expenditures from the unallocated category shall be subject to a simple majority vote of the Officers.
- h. Income from sponsors shall be included in income for the specific event.

IV. EXPENDITURES OUTSIDE THE BUDGET

- a. The Officers may spend up to \$500 per annum for unanticipated events, projects or functions. Such expenditure shall be subject to a simple majority vote of the Officers.
- b. The Officers, with the approval of the Board of Directors, may spend up to \$2,500 per annum in the event of an emergency subject to a simple majority vote of both the Officers and the Board of Directors.
- c. Expenditures beyond those specified above are subject to approval of the general membership at a regular or special meeting. The intent to propose such expenditures shall be announced to the membership at least seven (7) days prior to the meeting."

Adopted 8/94 & 12/97 Article VI, Paragraph 4

Quorum for a regular meeting is reduced from 20 members to 15 members and for elections from 40 members to 30 members.

Adopted 11/23 Article V, Paragraph 1

All complaints forwarded to the Board of Directors for disciplinary action must be within 30 days of the alleged incident.

Adopted 11/23 Article X, Committee, Nominating committee

90 days will be replaced by 60 days

60 days will be replaced by 30 days