

BY-LAWS of the REGENT POINT YACHT CLUB

Article 1 - Name

The name of the corporation is the Regent Point Yacht Club, Inc., hereinafter called Regent Point.

Article II – Purposes

Regent Point is organized for the following purposes:

Section 1. To encourage and to promote yachting activities among the members of Regent Point and other yachting associations;

Section 2. To formulate rules governing competitions and the conduct of competitions among the members, to participate in the formulation of rules governing competitions among member and other yachting associations;

Section 3. To cooperate with other organizations in the establishment of measurement rules for handicap and cruising yacht classes;

Section 4. To foster educational programs for the training of members in the science of seamanship and navigation: and

Section 5. To exercise advisory jurisdiction over activities carried on by members and to enforce By-Laws and Rules upon all individual members.

Article III – Membership

Section 1. Any person who owns a sailboat and who, by contract, leases space from Regent Point Marina, Inc., is eligible for membership. No application for membership shall be rejected due to race, color, or creed. [See amendment, new Article XIII. The first record of this amendment appeared in the 1995 records.]

Section 2. Privileges of membership shall be limited to the member, his or her spouse, and unmarried children who have not reached the age of twenty-two or who are still enrolled in college on a full-time basis as of commencement of the regular club season. There shall be only one vote per member.

Section 3. Persons, other than a husband and wife, who own a sailboat jointly, shall each be required to be dues paying members. Husband and wife owning a sailboat jointly with each other, or with others, shall have only one vote.

Section 4. Any member shall have the privilege of introducing any person who is a guest in his house during the period of such visit, but not longer than two weeks, consecutively or in aggregate of shorter period, during one season, as to any one person. Persons other than house guests of members may be introduced for a period not exceeding three days, consecutively or otherwise, during any one season. Members shall be responsible for the conduct of their guests. A guest may use the same facilities of the Club that the introducing member is entitled to use, but only when accompanied by a member of the sponsoring family.

Section 5. The directors may, from time to time, create one or more classifications of membership, and the By-Laws shall prescribe the conditions, restrictions, limitations, fees and dues of each group or class of membership.

Article IV – Admission to Membership

Section 1. A candidate for membership in the Club must be proposed and seconded in writing by two existing members. The board shall consider such candidacy and until such time as the board meets they shall be guests of the board. Two negative votes in any meeting of the Board of Directors shall be sufficient to reject a candidate.

Section 2. Initiation fees, dues and all other charges pertaining to new or present members shall be established by a majority vote of the directors. Such fees, dues, and other charges may be adjusted from time to time by the directors. *(Amended 3/22/03)*

Section 3. Dues, initiation fees and other charges of new members shall be payable within thirty days after notice of election to membership. Annual dues shall become due on the 1st day of January in each year, in advance, and shall be payable, together with all other charges within ten days after billing.

Section 4. If any member is sixty days in arrears in the payment of any indebtedness to the club, it shall be the duty of the Treasurer or other person designated by the Board of Directors to demand payment from such member citing this Section. If such arrears are not paid within fourteen days after such demands, the Board of Directors shall suspend or expel such member without further notice.

Article V – Officers

The officers of Regent Point shall consist of a President, two Vice-Presidents, Secretary and Treasurer. These members may be referred to by the members as follows:

The President	The Commodore
The First Vice-President	The Vice-Commodore
The Second Vice-President	The Rear-Commodore

Article VI – Duties of the Officers

Section 1. The Commodore (President) shall be the chief executive officer of the Club. The Commodore shall oversee and be responsible for all functions and activities of the Club. It shall be the duty of the Commodore to preside at all meetings of the members and the Board of Directors.

Section 2. It shall be the duty of the Vice-Commodore (First Vice-President) to assist the Commodore (President) in the discharge of the Commodore's duties, and to officiate in the Commodore's absences. The Vice-Commodore shall be specifically responsible for all sailing activities and promoting yachting etiquette and protocol.

Section 3. It shall be the duty of the Rear-Commodore (Second Vice-President) to assist the Commodore (President) and the Vice-Commodore (First Vice-President) in the discharge of their duties, and to officiate in their absence. The Rear-Commodore shall specifically be responsible for all social functions.

Section 4. It shall be the duty of the Secretary: to keep a true record of the proceedings of every meeting of the members and of the Board of Directors in a book provided for that purpose; to keep a correct roll of all members and their addresses for the fleet roster; to file all documents, records, proxies, reports and communications; to notify candidates of their election to membership; to mail a notice of every meeting to each member at least ten days in advance of such meeting; to perform such other duties as stated in the by-laws or as requested by the Board of Directors.

Section 5. It shall be the duty of the Treasurer: to collect all monies due and deposit them in such bank designated by the Board of Directors; to pay all bills properly incurred and to keep proper vouchers and accounts for same; to make financial reports to the members at each annual meeting or whenever called for by the Board of Directors; to have supervision over all banking activities and funds and be responsible for the records of same and shall also have custody of all financial records.

Article VII – Board of Directors

Section 1. There shall be a Board of Directors consisting of ten members, of which the Commodore (President), Vice-Commodore (First Vice-President), Rear-Commodore (Second Vice-President), Secretary and Treasurer shall be members.

Section 2. The Board of Directors shall have the general charge and control of policies, administration, finances and all other affairs of management.

Section 3. The Board of Directors shall hold meetings as designated by the Commodore (President) or upon the written request of any three members or the Board of Directors. One-half the members of the Board of Directors shall constitute a quorum and a quorum shall be required for the Board to act. All actions of the Board of Directors shall be determined by a majority of members present.

Section 4. Any vacancy in the Board by death or resignation shall be filled by vote of the remaining members of the Board of directors until the next Annual Meeting.

Section 5. If a quorum fails to attend any regular meeting, an adjourned meeting thereof may be held at a subsequent time and place designated by the Commodore (President).

Article VIII – Meeting, Members and the Board of Directors

Section 1. The Annual Meeting of the members shall be held during the period of October 1 to November 30, of each year, at a time and place designated by the Board of Directors.

Section 2. The Board of Directors shall meet at least three times annually at a time and place designated by the Commodore (President).

Article IX – Voting

Section 1. Each member in good standing shall be entitled to one vote, which vote may be cast either in person or by proxy.

Section 2. A majority of the members present, but not less than thirty percent of the full membership in good standing, in person or by proxy at a meeting regularly called shall be required for the approval of all actions.

Section 3. Any suspended or expelled member shall not be eligible to hold office or be permitted to vote or to take part in any meeting or to use or enjoy Club privileges and facilities.

Article X – Elections

Section 1. The term of office of all officers shall be for one year, commencing at the Annual Meeting at which officers are elected.

Section 2. The term of office of all other members of the Board of Directors shall be for one year commencing at the Annual Meeting at which Directors are elected.

Section 3. The officers, a majority of whom may act, shall, at least 60 days prior to the election of officers and directors, appoint a nominating committee to be composed of three members. The nominating committee shall report the nominations of proposed officers and directors to the Commodore at least 30 days prior to the election. Nominations for the officers and directors may, in addition to those proposed by the nominating committee, be made by members from the floor at the time of elections.

Article XI – Suspension or Expulsion of Members

The Board of Directors shall have the power by two-thirds affirmative vote of the entire Board at a meeting held for the purpose, to suspend or expel any member or other persons entitled to the privileges of the Club as provided in Article III, Section 3, of these by-laws for conduct which it shall deem prejudicial to the best interests of the members; provided that no action be taken until the member complained of shall have been duly notified of the charges against him or her and been fully heard before a special meeting of the Board of Directors.

Article XII – Amendments

Section 1. These by-laws may be amended at any regular or special Directors meeting by the favorable vote of two-thirds of the Directors in person or by proxy and voting thereon, providing notice of such amendment shall have been included in the notice of the meeting.

Section 2. At any meeting of the members, provided notice is given as defined herein, the members may by a two-thirds favorable vote amend the by-laws or remove any Director(s) and elect Director(s) for the remaining term.

Section 3. Notice of all amended by-laws shall be given to the members not later than the next annual meeting. *(Amended 3/22/03)*

Article XIII – Associate Membership [Amendment in reference to Article III]

Section 1. Any person who owns a sailboat and who has been a member of this Club, but who is no longer eligible for membership under Section 1 of ARTICLE III – MEMBERSHIP, shall be eligible for Associate Membership, provided that such person would be eligible for a slip lease renewal in Regent Point Marina, Inc., if such person were a member of this Club.

Section 2. Associate Membership in this Club shall confer no right or privilege to use any facility of Regent Point Marina, Inc., except by special arrangement with its management.

Section 3. Admission to Associate Membership, initiation fees, dues and other charges shall be handled by the Board of Directors in accordance with Admission for membership as set forth in ARTICLE IV of these by-laws.

Section 4. Associate Members are not eligible to hold office or to be directors in this Club, nor to attend meetings of the members or Board of Directors, and shall have no vote in the affairs of the Club.

Section 5. Associate Members shall be subject to the provisions of ARTICLE XI hereof.

[The original By-Laws were adopted in the organizational meeting held on September 4, 1982, with amendments as noted. The Certificate of Incorporation was issued by the State Corporation Commission on August 26, 1982.]