

BYLAWS

ARTICLE I - NAME

The name of this organization shall be the Salty Sisters of the St. Petersburg Yacht Club, St. Petersburg, Florida.

ARTICLE II - PURPOSE

The purpose of this organization shall be to promote sailing and to assist its members in becoming proficient in the science of sailing.

ARTICLE III - MEMBERSHIP

SECTION 1. Membership in the Salty Sisters shall be open to wives of members of the St. Petersburg Yacht Club and to women who are members of the St. Petersburg Yacht Club. The number of members shall be determined by the Board of Directors.

SECTION 2. An initiation fee shall accompany the application for membership. Each new member shall receive a copy of the handbook and roster.

SECTION 3. Prospective members shall satisfactorily complete the Salty Sisters Education program as prescribed in the Standing Rules to qualify for membership.

SECTION 4. In order to maintain a membership in good standing, a Salty Sister shall:

- a. pay annual dues by September 1st of each year
- b. pay duly levied special assessments within the time frame specified and
- c. abide by the Bylaws and Standing Rules as stated in the Salty Sisters handbook. A Salty Sister who resigns her membership in good standing shall submit a letter of resignation to the Board of Directors.

SECTION 5. Honorary membership shall be extended to female Flag Officers or to the wives of male Flag Officers of the St. Petersburg Yacht Club during the respective terms of office. Such membership shall be non-voting and non-sailing.

SECTION 6. Members in good standing for thirty (30) years, who remain members of St. Petersburg Yacht Club, shall be accorded lifetime membership with all privileges. They shall not be subject to dues.

SECTION 7. A former member who resigned in good standing may be reinstated upon approval of the Board of Directors and upon payment of the annual dues plus a reinstatement fee equal to one-half (1/2) of the annual dues.

SECTION 8. Those who have forfeited membership may apply for reinstatement at any time and, if accepted, shall be required to pay their annual dues plus a reinstatement fee equal to one-half (1/2) of the annual dues.

ARTICLE IV - DUES

SECTION 1. Annual Dues of fifty (\$75) dollars are payable by September 1. A Late Fee of twenty-five (\$25) dollars shall be assessed on dues not paid by September 15th.

SECTION 2. Special assessments are payable upon notice.

SECTION 3. A member whose dues or assessments are in arrears on September 1, shall be notified by the Treasurer. A member whose dues or assessments are in arrears on September 30 shall automatically forfeit membership.

ARTICLE V - FINANCIAL POLICIES

SECTION 1. The fiscal year of the Salty Sisters shall correspond with the fiscal year of the St. Petersburg Yacht Club.

SECTION 2. Proposed expenditures in excess of five hundred (\$500) dollars, exclusive of the annual budget, shall be brought before the general membership for a vote.

ARTICLE VI - OFFICERS

SECTION 1. The elected officers of the organization shall be a Captain, a Co-Captain, a Secretary, a Treasurer, an Awards Officer and six (6) Directors. They shall be members of the Board of Directors. The Parliamentarian shall be an appointed officer.

SECTION 2. The term of the Captain, the Co-Captain, the Secretary, the Treasurer and the Awards Officer shall be one year. These officers shall be ineligible to serve more than two (2) consecutive terms in the same office. One year shall have elapsed from the completion of the second consecutive term before such officer may serve again in that office.

SECTION 3. The term of each Director shall be two (2) years. A Director shall be ineligible to serve more than one (1) term. One

year shall have elapsed from the completion of the eligible term before a Director may serve again in the same position. The terms of three (3) Directors shall expire each year and three (3) new Directors shall be elected.

SECTION 4. In the event of a vacancy in any office except the Captain, the Board of Directors, with a majority vote of the entire board, shall fill the vacancy for the unexpired term.

SECTION 5. The Captain shall:

- a. Serve as chair of the Board of Directors and preside at all organization meetings, have command of the organization, call regular meetings of the Board of Directors, and call special board meetings whenever considered necessary or at the written request of five (5) members of the Board of Directors.
- b. Serve as a member of the Executive Committee of St. Petersburg Yacht Club.
- c. Appoint a parliamentarian.
- d. Appoint the chair of all committees except the Nominating Committee, Protest Committee, the Race Committee, and the Skipper's Hat Committee.
- e. Serve ex-officio as a member of all committees except the Nominating Committee.
- f. Appoint a chair and four members to serve as tellers for all balloting.
- g. As retiring Captain, prepare and present a report for the annual meeting of the St. Petersburg Yacht Club.

SECTION 6. The Co-Captain shall:

- a. Serve as a member of the Board of Directors.
- b. Assist the Captain in the discharge of duties.
- c. Serve as chair of the Race Committee.
- d. Serve as the representative of Salty Sisters on the St. Petersburg Yacht Club Sailing Center Committee.
- e. Perform the duties in the absence of the Captain.
- f. Automatically succeed to the office of Captain for the balance of the year should that office become vacant.

SECTION 7. The Secretary shall be a member of the Board of Directors, keep minutes of all meetings, and handle correspondence.

SECTION 8: The Treasurer shall be a member of the Board of Directors; shall have general supervision of all club accounts and report thereon at the annual meeting and at each meeting of the Board of Directors; shall issue financial reports as to payments of initiation fees, dues and other accounts; and shall maintain all organization monies in the banks approved by the Board of Directors. The Captain, Co-Captain, or Past Captain shall co-sign checks issued in an amount over \$100.

SECTION 9. The Awards Officer shall be a member of the Board of Directors, have general supervision of all awards, and maintain all records necessary.

SECTION 10. The Directors shall perform duties as assigned by the Captain.

SECTION 11. The Parliamentarian shall:

- a. Attend all meetings of the organization without vote except in the annual election.
- b. Perform the duties prescribed in the adopted parliamentary authority in addition to those requested by the Captain or by the Board of Directors.

ARTICLE VII NOMINATING COMMITTEE AND ELECTIONS

SECTION 1. A Nominating Committee shall be elected by the Board of Directors at the May board meeting. The committee shall consist of a chair and four (4) members, the names of whom shall be posted the week following the election meeting.

SECTION 2. The Nominating Committee shall meet no sooner than two (2) weeks after official posting. They shall nominate one (1) member for each of the following offices: Captain, Co-Captain, Secretary, Treasurer, and Awards Officer; and two (2) members for each directorship to be filled. Nominations shall be in hands of the Secretary in time to be posted at least four (4) weeks prior to the annual meeting.

SECTION 3. A member in good standing for no less than six (6) months may place a qualified member in nomination by submitting the nominee's name in writing to the Secretary at least three (3) weeks prior to the annual meeting. Each nomination shall have the written endorsement of five (5) voting members. The Secretary shall post the names of all nominees on the Salty Sisters bulletin

board and email the names to the membership at least two (2) weeks prior to the annual meeting. The names of nominees shall be added to the official slate.

SECTION 4. All elections of the Salty Sisters shall be by written ballot. Teller shall be appointed by the Captain. An official ballot shall be furnished by the tellers. All members wishing to vote shall do so before leaving the room. The ballots shall be counted and verified by the tellers. The candidates receiving the largest number of votes for the number of vacancies to be filled shall be declared elected. A tie shall be determined by a runoff.

SECTION 5. Only members in good standing for no less than six (6) months shall be eligible to vote at any general meeting. Any member whose dues or other indebtedness to the Salty Sisters are in arrears shall be deemed not in good standing.

SECTION 6. Absentee ballots shall be available from the secretary two (2) weeks before the election. They must be returned to the secretary by 9:00 A.M. the day of the election.

ARTICLE VIII - MEETINGS

SECTION 1. The Annual Meeting and Election of Officers and Directors shall be held the first Wednesday in October.

SECTION 2. The Captain may call a special meeting of the membership at any time, and shall call a special meeting upon written request of five (5) members of the Board of Directors. Notices of all membership meetings shall be posted on the Salty Sisters bulletin board and emailed to the membership at least seven (7) days prior to such meetings.

SECTION 3. At any annual or special meeting, 35 percent of the membership shall constitute a quorum for the purpose of transacting business..

SECTION 4. The regular sailing day shall be Wednesday unless scheduled regattas of the St. Petersburg Yacht Club interfere.

ARTICLE IX - BOARD OF DIRECTORS

SECTION 1. The Board of Directors shall manage the affairs of the organization. It shall consist of the five (5) elected officers, the six (6) Directors, and the immediate Past Captain. The retiring Captain shall be a member of the Board of Directors for a term of one year immediately following the tenure in office.

SECTION 2. The Board of Directors shall transact all business at each duly called meeting at which a quorum is present. Seven (7) members shall constitute a quorum.

SECTION 3. Members of the Board of Directors shall assume office at the close of the annual meeting following election.

SECTION 4. The Board of Directors shall accept the resignation of an officer or a director who is unable to fulfill the assigned duties. The board may ask for the resignation of any board member missing more than three meetings in one year. Such vacancies shall be filled by a majority vote of the entire Board of Directors.

SECTION 5.

- a. Unless notice is otherwise given, the Board of Directors shall hold regular meetings the first Wednesday of each month, and special meetings at the call of the Captain or five (5) members of the Board of Directors. See Article VIII, Section 2.
- b. Any action that may be taken at a meeting of the Board of Directors may be taken by means of remote communication, provided the Directors participating by such means are able to hear each other and hear all other Directors at the same time. The Secretary shall record in the minutes the Directors participating by remote communication and that the requirements herein are satisfied.
- c. Any action that may be taken at a meeting of the Board of Directors may be taken without a meeting, provided a written consent or approval of any motion is obtained from the majority needed for approval of the motion. Such consent or approval of a Written Action in Lieu of a Meeting shall be: i) signed by the Director and, for purposes of this section, an electronic signature is acceptable; and ii) delivered to the Secretary by US Mail, facsimile, or email.

SECTION 6. The Board of Directors shall appoint, at the first meeting of the fiscal year, a Protest Committee consisting of a chair and four (4) members who have knowledge of sailing and racing rules.

SECTION 7. Delegates to any outside organization shall be selected by the Board of Directors.

SECTION 8. The Board of Directors shall determine when charms or trophies may be awarded to, or purchased by, participants in special events.

ARTICLE X - COMMITTEES

SECTION 1. The Captain shall appoint chairs of the following committees: Bylaws, Cruise, Education, Finance, Historian, Hospitality, Long Range Planning, Membership, Publicity, Social, Stores, and Telephone. Additional chairs and special committees may be appointed as deemed appropriate.

- a. The Bylaws Committee chair shall be custodian of Salty Sisters Bylaws and Standing Rules. It shall be the duty of the Bylaws Committee to review and edit all proposed amendments to the Bylaws. The chair shall prepare, publish, and present proposed amendments to the general membership as outlined in Article XII, Amendments, Section 1 and 2.
- b. The Cruise Committee shall organize activities for Salty Sisters to attend. Fifty percent of these activities shall be water related.
- c. The Education Committee shall organize sailing education for prospective members and when deemed possible for intermediate and advanced sailors. They shall organize a program of study of the racing rules of Salty Sisters and US Sailing.
- d. The Finance Committee shall consist of the Treasurer and at least two other members who do not have check-signing authority, one of whom is a Board member and the other of whom comes from the general membership. The committee shall meet at least once each year and whenever there is a change of Treasurer, to review the Treasurer's financial reports and related records for compliance with the budget, the Bylaws and the Standing Rules.
- e. The Historian Committee shall maintain and preserve all pictures and publications pertaining to the Salty Sisters for our scrapbooks.

- f. The Hospitality Committee shall mail appropriate cards, such as birthday or sympathy, to members.
- g. The Long Range Planning Committee shall consider broad major issues relating to the future of the organization and make reports and recommendations to the Board of Directors as deemed appropriate.
- h. The Membership Committee shall process all membership applications and when completed submit them to the Board of Directors.
- i. The Publicity Committee shall be comprised of members who are responsible for providing information to Smooth Sailing, The Salty Newsletter, the website, Facebook, and other media, subject to the approval of the Captain or the Co-Captain.
- j. The Social Committee, subject to approval of the Board of Directors, shall organize the social functions of the Salty Sisters.
- k. The Stores Committee shall be responsible for merchandise, such as T-shirts, for sale to Salty Sisters.
- l. The Telephone Committee, when deemed appropriate by the Captain or Co-Captain, shall contact members and advise them of upcoming events.
- m. The Handbook Committee shall have charge of printing the membership roster, the handbook, and the calendar including updates to the same.

SECTION 2. The following committees are authorized elsewhere in the Bylaws: Nominating, Protest, Race and Skipper's Hat.

- a. Nominating Committee; see Article VII, Section 1 and Section 2.
- b. Protest Committee; see Article IX, Section 6 and Sailing Instructions. The chair shall instruct the committee to be available each sailing day to take action on all disputes and fouls occurring in the races before leaving the Yacht Club on the day on which protests are filed.
- c. Race Committee; see Article VI, Section 6 and Sailing Instructions.
- d. The Skipper's Hat Committee shall consist of all active Skipper's Hats who have sailed or participated in Salty Sisters Race Committee activities at least eight (8) days in the last twelve (12) months prior to the committee meeting. The chair of the committee shall be elected

from the committee membership and shall be responsible for calling meetings. The committee shall meet at least once a year.

ARTICLE XI - PARLIAMENTARY AUTHORITY

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern in all cases to which they are applicable and in which they are not inconsistent with the Bylaws or Standing Rules of the Salty Sisters.

ARTICLE XII - AMENDMENTS

SECTION 1. These bylaws may be amended at any general meeting by a two-thirds (2/3) vote of eligible members present and voting. At least fourteen (14) days notice of said meeting shall be given by posting a notice with proposed amendments(s) on the Salty Sisters bulletin board and sending a notice by email to the membership.

SECTION 2. The Standing Rules of this organization may be amended by a majority vote of the Board of Directors. The Sailing Instructions of this organization may be amended after approval by a US Sailing Race Officer and a majority vote of the Board of Directors. When the Standing Rules and Sailing Instructions are amended, the general membership shall be advised orally and in writing by posting on the Salty Sisters bulletin board. The newly changed Standing Rules and/or Sailing Instructions shall also be emailed in their entirety to the general membership with the changes noted.

ARTICLE XIII - INSIGNIA

The insignia of the Salty Sisters shall be a fouled anchor with two blue "S's" entwining a red kedge anchor placed on a field of white.

