

Constitution of the Pelican Yacht Club

Article I - Name and Objectives

1. The name of the organization shall be the Pelican Yacht Club Inc. otherwise known as the PYC or the Club.
2. The objective of the Pelican Yacht Club shall be to encourage improved boating skills and safety and to foster good sportsmanship by conducting sailboat races, cruises, and other boating and social activities.

Article II - Membership

1. The general membership shall include Boating Members, Social Members, and Honorary Life Members.
 - A. For the purposes of the social aspects of the PYC, all membership classifications listed above, shall be considered “family memberships” and shall include the domestic partner of the named member and those children less than 18 years of age who comprise the family unit. All rights and privileges of membership shall extend to all “family members” except as otherwise restricted by this constitution and its accompanying bylaws. For the purposes of determining the club census (total number of members) only the adult members of the family unit shall be enumerated.
 - B. A minor, registered in the Learn To Sail program (who is not otherwise considered a family member as defined above) may be considered a member of PYC subject to club rules.
 - C. Participation in any MSA sanctioned event requires that the participant be covered by CYA/MSA membership.
2. **Boating Members**
 - A. are those persons 18 years of age and older who have paid the designated fees and are otherwise in good standing with the organization.
 - B. are entitled to the rights and privileges extended to “Manitoba Sailing Association / Canadian Yachting Association Individual Members” except that these rights and privileges may only extend to one adult member per family unit
 - C. may, except as otherwise limited by the rules and regulations pertaining to a certain activity, participate in all educational, sporting, and social activities of the PYC including seminars, sailing races, and cruises.
 - D. may in accordance with such other provisions as may apply, make use of the organization’s premises, facilities, and equipment as may be available for the use and enjoyment of the members including the use of the PYC Fleet.
 - E. may serve on all committees of the organization
 - F. may attend all meetings of the organization including meetings of the Board of Directors. Adult members of the family unit shall be entitled to propose motions and vote at all meetings except meetings of the Board of Directors.
 - G. may hold elected office and are eligible to rent a slip.
3. **Social Members**
 - A. are those persons 18 years of age and older who have paid the designated fees and are otherwise in good standing with the organization.

- B. may, except as otherwise limited by the rules and regulations pertaining to a certain activity, participate in all educational, sporting, and social activities of the PYC including seminars, sailing races, and cruises.
 - C. may in accordance with such other provisions as may apply, make use of the organization's premises, facilities, and equipment as may be available for the use and enjoyment of the members but not including the use of the PYC Fleet.
 - D. may serve on all committees of the organization
 - E. may attend all meetings of the organization including meetings of the Board of Directors but shall not be entitled to propose motions nor vote at such meetings except when such motions concern purely social aspects of the organization's activities.
4. **Honorary Life Members**
- A. are those persons 18 years or older who have given exemplary service to the organization or to boating in general.
 - B. shall be proposed by the Board of Directors.
 - C. shall be elected by not less than two thirds of those members eligible to vote at a duly constituted Annual General Meeting or Special General Meeting of the Club.
 - D. may, except as otherwise limited by the rules and regulations pertaining to a certain activity, participate in all educational, sporting, and social activities of the PYC including seminars, sailing races, and cruises.
 - E. may in accordance with such other provisions as may apply, make use of the organization's premises, facilities, and equipment as may be available for the use and enjoyment of the members but not including the use of the PYC Fleet.
 - F. may serve on all committees of the organization
 - G. may attend all meetings of the organization including meetings of the Board of Directors but shall not be entitled to propose motions nor vote at such meetings except when such motions concern purely social aspects of the organizations activities.
 - H. may enjoy all other privileges extended to Boating Members by paying the required fees.
5. **Application for Membership**
- A. Applicants for new membership shall submit a completed "Application for Membership" form along with the prescribed fees to the membership officer.
 - B. The privileges and obligations of membership shall come into effect upon submission of the application form and fees, pending formal consideration of the application by the Board of Directors except that applications in respect of former members requesting reinstatement shall be approved by the Board of Directors prior to the extension of such privileges and obligations.
 - C. Applications for membership or reinstatement of membership shall be considered by the Board of Directors at the next regular meeting following the date of submission. Each application shall be subject to the approval of the Board of Directors but such approval shall not be unreasonably withheld.
 - D. New members may apply as social members if they are on a waitlist for a slip. When a slip becomes available, they must upgrade to a boating membership.
6. **Revocation of Membership**
- A. Privileges of membership may be suspended or revoked as outlined in Article VI.

Article III - Governance Structure

1. **The Pelican Yacht Club** shall be governed, its business affairs exercised, and its activities managed by a Board of Directors consisting of seven elected directors (comprising the Executive) and a number of appointed directors. The Past Commodore shall serve as an unelected member of the Board of Directors.
2. **The Executive** shall consist of the Commodore, Vice Commodore, Rear Commodore (Racing), Treasurer, Secretary, Harbour Master, and Social Officer.
3. **The appointed directors** shall as required for the proper management of the Club's affairs and may include a Facilities Maintenance Officer, Fleet Management Officer, Learn to Sail Officer, Big Bird Classic Officer, Community Liaison Officer, Live Aboard Liaison Officer, Membership Officer, Junior Commodore, and Manitoba Sailing Association Liaison Officer or such other Officers as may be determined by the Executive.
4. **Nomination and Election of Officers**
 - A. Executive Officers shall be elected from a slate of candidates proposed by the Nominations Committee and presented to the membership at the Annual General Meeting.
 - B. The Nominations Committee shall be chaired by the Vice Commodore in consultation with the past commodore or, in the absence of a Past Commodore, the Commodore, and shall include at least two additional Boating Members who are not members of the current Executive.
 - C. The Nominations Committee shall solicit the advice and guidance of the membership in the preparation of its slate of candidates.
 - D. Nominations may be presented to the Nominations Committee in writing up to two weeks prior to the date of the Annual General Meeting. Such nominations shall be made, and must be seconded by a Boating Member and shall be accompanied by evidence of acceptance from the nominee.
 - E. Nominations may be made from the floor at the Annual General Meeting. Such nominations shall be made, and must be seconded by a Boating Member and shall be accompanied by evidence of acceptance from the nominee.
 - F. If the slate of candidates is greater than the positions to be filled and except as otherwise provided herein, the officers comprising the Executive shall be elected by a majority of votes cast by Boating Members present at the Annual General Meeting.
 - G. When an election is required, it shall be by secret ballot unless otherwise determined by the consensus of those members in attendance. In the event of a tie vote, the Chair of the meeting shall cast the deciding vote.
5. **Appointment of Officers**
 - A. The elected Officers of the Board of Directors, after seeking the advice and guidance of the members, shall, by consensus of the Executive, appoint the remaining Officers. Such appointments shall be made in a timely fashion to ensure continuity in the ongoing operation of the Club.
6. **Terms of Office**
 - A. Elected members of the Executive shall serve for a term of one year.
 - B. A person elected to the position of Commodore shall serve not more than two consecutive terms. Should the Commodore be elected to a second term, the Past Commodore will be requested to serve a coincident second term.
 - C. No person shall hold more than one elected position at one time.
 - D. Appointed Officers shall serve terms coincident with the terms of the elected Executive Officers.

7. **Vacancies**

- A. Should , for any reason, a position on the Board of Directors become vacant, the Executive Officers shall, at the earliest opportunity, appoint an eligible member to fill the vacant position. The term of the appointment shall be the remainder of the term of the position being filled.
- B. Should the position of Past Commodore be unable to be filled or become vacant, the Executive shall request the next most recent Past Commodore serve the remainder of the term of the position.

8. **Committees**

- A. Each of the Officers of the Board of Directors may, from time to time and as required, form a committee of members of the Club to provide advice and assistance in the performance of the duties of that Office. Should such a committee be formed, the Board of directors shall be so notified and the forming Officer shall be its Chair. The term of the committee's duties and responsibilities shall be coincident with the term of the Officer forming the committee.
- B. From time to time the Board of Directors or its Executive may form or appoint a committee for a specific project or event pursuant to the activities of the Club. The Chair of such a committee shall be a member of the Club although the committee may include persons who are not members of the Club.
- C. A committee formed under these provisions shall provide periodic reports of its activities to the Board of Directors including a written report to the membership at the Annual General Meeting and / or a final report at the completion of the Committee's activities.
- D. A committee formed under these provisions anticipating the expenditure of funds of the Club shall, prior to the expenditure of any monies whatsoever; submit a proposed budget to the Board of Directors for approval. The expenditure of funds without the prior approval of the Board of Directors may become the sole responsibility of the committee.
- E. The Commodore and the Vice- Commodore shall be ex-officio members of all Club committees.
- F. Unless otherwise directed by the Board of Directors, a written record shall be kept of all activities and decisions made by committees of the Club and such records shall be made available to the Board of Directors upon request.

Article V - Meetings

- 1. Notice of meetings, when required, may be given by personal delivery, traditional mail or electronic mail. The inadvertent failure to give such notice to one or more members shall not be cause to set aside the results of any vote taken at any meeting for which notice is required.
- 2. The Commodore, or in the absence of the Commodore, the Officer presiding shall chair meetings of the Board of Directors, the Annual General Meeting, the Midwinter Meeting, and any Special General Meeting. The chair shall not propose, second, or, except in the event of a tie, vote on any motion. The chair of the meeting shall cast the deciding vote when a vote taken results in a tie.
- 3. **Meetings of the Board of Directors**
 - A. Meetings of the Board of Directors shall be at the call of the chair or an agreed upon

schedule as identified from time to time by the board to meet the needs of the organization.

- B. Any member of the Board in attendance may fully participate in the business conducted at the meeting. Attendance may be in person or by some previously arranged process such as teleconference, video conference, etc.
- C. For the purposes of conducting business at any meeting of the Board of Directors, a quorum shall consist of no fewer than four of the Executive Members of the Board. In the absence of a quorum, the meeting may proceed, but all business conducted at the meeting shall be presented for ratification at the next meeting of the Board at which a quorum is present.
- D. Where a matter of an urgent nature arises that requires an immediate action of the Board of Directors, every reasonable effort shall be made to notify each member of the Board. However, any such action taken in good faith with the approval of at least one of the Commodore, Vice Commodore, Rear Commodore (Racing), or Past Commodore and any two of the remainder of the Board of Directors shall not later be set aside provided that such action has, at the next regular meeting of the Board of Directors, been reviewed and, where appropriate, ratified, amended, or set aside.

4. **Annual General Meeting**

- A. The Annual General Meeting shall be held in October of each fiscal year for the purpose of receiving annual reports from outgoing Officers, electing the Officers of the Board of Directors and conducting such other business as may be properly brought before the membership.
- B. Notice of the Annual General Meeting shall be given to the members of the Club no less than twenty-one days prior to the intended date of the meeting.
- C. For the purposes of conducting business at the Annual General Meeting, a quorum shall consist of no fewer than ten Boating Members of the Club. In the absence of a quorum, no business shall be conducted and the meeting shall be deemed to be adjourned fifteen minutes after the scheduled commencement of the meeting. In the event of such an adjournment, a Special General Meeting shall be called within thirty days of the date of adjournment at which time, in the presence of a quorum, the business of the Club may be conducted.

5. **Special General Meetings**

- A. A Special General Meeting may be called at the discretion of the Board of Directors or upon the written request of ten Boating Members.
- B. Notice of a Special General meeting shall be given to the members of the Club no less than twenty -one days prior to the date of the meeting and shall contain an agenda of the items of business to be conducted at the meeting. No business other than that described in the notice shall be conducted at a Special General Meeting.
- C. For the purposes of conducting business at a Special General Meeting, a quorum shall consist of no fewer than ten Boating Members of the Club. In the absence of a quorum, no business shall be conducted and the meeting shall be deemed to be adjourned fifteen minutes after the scheduled commencement of the meeting.

6. **Midwinter Meeting**

- A. A Midwinter Meeting may be called at the discretion of the Board of Directors.
- B. The purpose of the Midwinter Meeting is to formulate long term and short term action plans for the Club.
- C. Notice of a Midwinter Meeting shall be given to the members of the Club no less than twenty-one days prior to the date of the meeting and shall contain an agenda of the items of business to be conducted at the meeting. The proposed agenda may be modified by a two thirds majority of those members in attendance at the meeting.
- D. For the purposes of conducting business at a Midwinter Meeting, a quorum shall consist of no fewer than ten Boating Members. In the absence of a quorum, business may be conducted but no votes shall be taken and any actions proposed shall be submitted to the Club for ratification at a Special General Meeting called for the purpose.

Article VI - General

1. **Anniversary Dates**

- A. The fiscal year of the Pelican Yacht Club shall commence on 1 January and shall end on 31 December.
- B. The Officers of the Club shall serve in office from the date of election at the Annual General Meeting until the date of the election of Officers at the subsequent Annual General Meeting.

2. **Fees**

- A. Fees for each membership classification shall be as determined from time to time by the Board of Directors. Fees for slip rental and the use of the equipment and facilities of the Pelican Yacht club shall be as recommended from time to time by the Harbour Master and approved by the Board of Directors.

3. **Rules, Regulations, and their Enforcement**

- A. The Board of Directors may, from time to time, bring into effect, such rules and regulations as it deems necessary for the operation and management of the Pelican Yacht Club, its property, facilities, and activities, including, but not restricted to, the conduct and behaviour of its members and guests provided such rules and regulations are not inconsistent with the Constitution set out herein.
- B. These rules and regulations may be made known to the members through publication in the Club Newsletter or Membership Guide, posting on the PYC website or such other means as may be appropriate.
- C. Each Club Member is expected to assist in the enforcement of the Rules and Regulations by voluntary compliance and or reminding children, guests, and visitors of the Rules and Regulations and encouraging voluntary compliance.
- D. Where an infraction is repetitious or of a more serious nature, reporting the incident to the Harbour Master or any member of the Board of Directors.
- E. Every member accused of an infraction of the Rules and Regulations is entitled to a hearing before the Board of Directors. Should the Harbour Master or any other member of the Board of Directors be unable to resolve the issue in a manner satisfactory to all parties, a hearing shall be convened at which time those interested parties will be afforded an opportunity to provide information, explanations, or to otherwise discuss the

circumstances relevant to the incident.

- F. Where the accused member is an Officer of the Board of Directors, the member shall be permitted to participate in the hearing but shall be excused from the subsequent deliberations of the Board of Directors.
- G. Upon being satisfied that all relevant information has been heard, the Board of Directors shall excuse the interested parties, and shall deliberate the matter. If by a two thirds majority vote of those Board Members present the accusation is upheld, the Board, with the further concurrence of a two thirds majority vote of those Board Members present, may order that:
- the Member be admonished; and / or
 - the Member be suspended from all the rights and privileges of membership including, but not restricted to, the use of the Club's facilities and equipment and participation in any of the Club's educational sporting and social activities including seminars and sailing races, either in whole or in part, for such a time as may be determined to be reasonable but not to exceed the remainder of the current fiscal year; or
 - the Member be suspended from all the rights and privileges of membership including, but not restricted to, the use of the Club's facilities and equipment and participation in any of the Club's educational sporting and social activities including seminars and sailing races, either in whole or in part, for the remainder of the current fiscal year and denied renewal of membership thereafter until such time as the Board of Directors may approve reinstatement; and
 - in the case of an Honourary Life Member, that Honourary Life Membership together with all right and privileges thereof be revoked forthwith.

4. Amendments

- A. This constitution may be repealed, amended, or otherwise modified, either in whole or in part, only with the approval of two thirds of the Boating members present at the Annual General Meeting, or any Special General Meeting provided that the proposed changes be set out in writing and provided to the members along with proper notice of such a meeting.
- B. The Rules and Regulations of the organization may be repealed, amended, or otherwise modified, either in whole or in part by a simple majority vote of the board of directors.
- C. Duties of officers may be may be repealed, amended, or otherwise modified, either in whole or in part by a simple majority vote of the board of directors.

This Constitution of the Pelican Yacht Club was approved, as amended, by the General Membership of the Club at a meeting held on October 2, 2010.

____ Original signed by Peggy Fortier _____
Secretary

____ Oct 2, 2010 _____
Date

____ Original signed by Michael Cox _____
Commodore

____ Oct 2, 2010 _____
Date