

[What Gil believes 6/7/2001]

WACCAMAW SAILING CLUB BY LAWS

ARTICLE I

Membership

- Section 1. Any person interested in sailing or other water activity may apply for membership.
- Section 2. Any person wishing to become a member of the Club shall submit a completed application form to the Purser. The Purser shall maintain a numerical list of applicants and immediately upon receipt of any application shall place the name of the applicant next below the name of the applicant in the last previous application in order of date of receipt. This list shall be available for inspection by any member.
- When vacancies in the Club membership exist the Purser shall furnish to the Governing Board the names of applicants who have not been balloted upon in order of their numerical standing on the Purser's list. The Governing Board shall consider the names in the same order as they appear on the list. If the applicant is approved, the Purser shall notify the applicant and after receipt of monies for dues and stock place their name on the membership list. If the Governing Board's decision is adverse to the applicant, the Purser shall so advise the applicant. Any application rejected by the Governing Board may be resubmitted in a subsequent year.
- Section 3. A membership shall include all members of a family except:
- A. Married children of any age.
 - B. Children over 21 years of age. However, this will not apply to single children over 21 who are in school for 5 months per year.
- Section 4. Each member must own at least one share of stock for each family unit.
[See ART IX Amendments]
- Section 5. Any member desiring to resign from the Club shall be allowed to do so upon submission of a letter of resignation and payment of delinquent dues and assessments. [rest deleted November 1983?] and return of stock certificate.
- Section 6. [Jan 30, 1977] Each dues paying member shall have one vote.
- Section 7. Membership shall be comprised of at least 75% participating sailboat owners.

ARTICLE II

Officers and Governing Board

- Section 1. The officers of the Club and their rank shall be as follows:
Commodore, Vice-Commodore, Yeoman, and Purser.
- Officers shall be active racing sailors.
- Section 2. The Governing Board shall consist of the elected officers of the Club plus two elected Directors and the Rear Commodore (immediate past Commodore).
- Section 3. Duties of Officers and Governing Board:
- A. Commodore: It shall be the duty of the Commodore to preside at all meetings and to see that all rules and Bylaws of the Club are enforced. The Commodore shall call a meeting of the Governing Board at such time as he deems it necessary.
 - B. Vice-Commodore: The Vice-Commodore shall perform such duties assigned him and in the absence of the Commodore shall perform his duties.
 - C. Yeoman: It shall be the duty of the Yeoman to keep a correct record in a proper book of the proceedings of all meetings of the Club and Governing Board.
- He shall keep a correct list of the name, size, rig builder and ownership of each yacht enrolled in the Club, a copy of which shall always be open for inspection by members of the Club.
- He shall keep a correct roll of all members of the Club and notify any member who may be dropped from membership.

He shall give notice of all meetings.

He shall file and properly keep all documents, records, reports and communications connected with the business and affairs of the Club.

He shall keep a copy of the Articles of Incorporation and Bylaws to be known as the "Official Copy" and shall transcribe in the copy all amendments to the Articles of Incorporation and Bylaws as they are adopted.

- D. Purser: It shall be the duty of the Purser to collect, and shall deposit in such bank as shall be designated by the Governing Board, all dues, assessments and other monies belonging to the Club, and pay all bills and debts of the Club, taking proper receipts or vouchers for such payments.

He shall make a report from time to time, as may be directed, to the Governing Board of all monies in his hands, and of all dues and/or assessments in arrears, and shall make an annual report to the Club and their annual meeting in reference to the financial condition of the Club.

He shall perform duties as listed in Section 2, Article I.

In case of the Purser's inability to attend any meeting, he shall cause the necessary reports and documents to be carried to the place of meeting and delivered to the presiding officer of the meeting.

There shall be an annual audit of the corporation finances.

- E. Rear Commodore: To assist in the management and direction of the affairs and business of the Club.

- F. Directors: Same as E. above.

- G. Governing Board:

1. It shall be the duty of the Governing Board to have control and management of all property and effects of the Club.
 - a. Planning Committee: The Committee shall be composed of six persons and be other than members of the Governing Board, except that the Committee be chaired by the Vice-Commodore. Each year the Commodore is to appoint two persons for three year terms and also fill vacancies to the Committee by appointment. Their duties shall be to coordinate all plans and ideas for the development and improvement of Club property.
2. **[Jan 30, 1977]** They shall, annually, at their first scheduled meeting, after their election appoint a Race Committee Chairman with power to appoint two assistants for each race.
3. The Governing Board may appoint other committees, as needed, during the year to conduct affairs of the Club.

ARTICLE III

Officers and Their Election

Section 1. There shall be a regular annual meeting of the Club on the second Saturday of November, each year, at 6:30 P.M. in the Town of Lake Waccamaw, North Carolina, or such other place as may be designated by the Commodore, for the election of officers and the transaction of such other business as may come before the Club.

Section 2. All officers shall be elected for a term of one year, or until their successors shall be elected.

Section 3. In case of a vacancy of office, the Governing Board shall have the power to fill same until the next annual meeting.

ARTICLE IV

Meetings

Section 1. In addition to the regular annual meeting, the Governing board may call special meetings, at its discretion.

The Yeoman shall notify each member by mail of all regular and special meetings and the notice shall be postmarked at least ten (10) days in advance of the meeting date.

- Section 2. Notice of special meetings shall state the purpose of the meeting and no other business shall be transacted other than such business as stated in the call for the meeting.
- Section 3. A quorum shall consist of 15 members or 10% of the active membership or whichever is greater.
- Section 4. The order of business at regular annual meetings shall be:
1. Readings of the Minutes
 2. Report of the Officers and Committees
 3. Unfinished business
 4. Election of Officers
 5. New Business

ARTICLE V

Dues and Assessments

- Section 1. Annual dues shall be set by the Governing Board.
- [Jan 30, 1977]**
- Section 2. At any meeting of the Club the members may, by a two-thirds vote of those present, direct the Governing Board to make an emergency assessment, or an assessment for a special purpose, per membership, not to exceed an amount greater than the annual dues provided the proposed assessment has been stated in the call of the meeting.
- Section 3. Annual dues are payable as of January 1st, and members will be delinquent as of April 1st of each year. Any member failing to pay dues or assessments within the time designated in the assessment proposal shall cease to be a member of the Club. The Governing Board shall see that proper notice is given and if payment is not made shall order such member's name be dropped from the rolls and report same to the next meeting of the Club.
- [Jan 30, 1977]**
- Section 4. If a member has more than one share of stock in his name, dues shall be due on only one share. Upon transfer of stock to a non-share owner dues shall be due on the stock.

ARTICLE VI

Stock

- Section 1. Stock will be transferable except that the person receiving the stock must be approved by the Governing Board.
- Section 2. Price at which stock is to be sold by the Club shall be set by the Governing Board and reported the members as old business at the annual meeting. The price designated shall in no case be less than par value.
- [NOTE: November 1983 may have changed this section 3]**
- Section 3. If a member requests that the Club sell his stock, his stock shall be turned in to the Purser and his shares will be placed in a pool of shares available for sale. All shares sold by the Club will be sold from this pool in the following priority:
- A. Member-owned shares on a first-in first-out basis.
 - B. Club owned shares.
- Section 4. Any member offering shares of stock for sale shall give first refusal of a bona fide offer of purchase to Waccamaw Sailing Club, Inc. The proposed buyer must be acceptable to the Board of Governors.

ARTICLE VII

Use of Facility

- Section 1. The Waccamaw Sailing Club, Inc. grounds and improvements are established for the exclusive use, convenience, and pleasure of its members.
- Section 2. Crew may have admission to the property and use of facilities when he or she comes to sail, practice, or race with his or her skipper.
- Section 3. Adult persons admitted as guests will be bona fide house guests who reside outside of our area. Guests may not skipper during race weekend except during club invitational.
- Section 4. Tent camping shall be limited to a designated area.

- Section 5. Car, boats, and boat trailer parking shall be restricted to designated areas.
- Section 6. The Club will not be responsible for any personal property or bodily injury to any member or their guest.
- Section 7. No pets will be allowed on the Club premises.

ARTICLE VIII

General Information

- Section 1. Minimum Class Requirements. One design classes to be recognized by the Club during each year must have had (3) three boats qualify in the previous series. Exception may be made by the Governing Board prior to start of a new series.
- Section 2. Season Series. The season's racing schedule will be divided into two series. The fourth weekend of April, May, and June will comprise one series with the fourth weekend of July, August, and September making up the second series. Two races will be sailed on Saturday with one race on Sunday of each regatta weekend. If it is impossible to sail two races on Saturday, then two races will be sailed on Sunday. To qualify in either series you must sail in at least six of the nine races of that particular series.
- A yacht registered shall be scored for all races in that series.
- All races will be sailed in accordance with the current rules of the North American Yacht Union except as modified by sail-instructions or class rules.
- Section 3. Scoring:
- A. Each Race
 1. Yachts shall score three-quarters of a point for first place, two points for second place, three points for third place and so on.
 2. A yacht which infringes any rule and retires with reasonable promptness shall score one point more than the number of yachts in the race, but if her retirement is tardy, or if she fails to retire and is subsequently disqualified, she shall score four points more than the number of yachts in the race.
 3. A yacht which infringes a rule shortly before or when finishing shall be considered to have retired with promptness if she notifies the race committee of her retirement as soon as is reasonably practicable.
 4. A yacht which does not finish for a reason other than an infringement shall score points equal to the number of starters in the race.
 5. A yacht which has registered but does not start shall score one point more than the number of yachts registered.
 6. The yacht with the lowest total point score shall be the winner of the race.
 - B. The Series-

The yacht with the lowest total point scored in all races sailed that needed to qualify shall be the winner.
 - C. Breaking Ties-

When two or more yachts are tied at the end of each series, the yacht which has beaten the other yacht in the most races shall be the winner of the last race. Failing this, the tie shall be broken in favor of the winner of the last race.
- Section 4. Trophies - to be awarded on the following basis:
- One Award for Class with 3 or 4 qualifying boats.
Two Awards for Class with 5 or 6 qualifying boats.
Three Awards for Class with 7 to 12 qualifying boats.
Four Awards for Class with 13 or more qualifying boats.
- Section 5. Safety
- A non-inflatable, wearable life jacket for each person on board will be required as part of the safety equipment for each boat. When the race committee indicates that life jackets must be worn, each crew member must wear the non-inflatable jacket. Any boat not complying with this rule will be disqualified from the race. Additional required

safety equipment include an anchor with 50 feet of line, and adequate bailing device, a paddle and a suitable tow line, or safety equipment as prescribed by a \boats class rules.

ARTICLE IX

Amendments

[Date unknown]

The Bylaws may be amended by a two-thirds vote of the members present at any regular or special meeting of the membership, provided a copy of the proposed amendment has been mailed to each member at least ten (10) days before the meeting at which the amendment is to be considered. These restrictions shall not apply to the amending of a proposed amendment when being acted upon by the Club. The action taken at said meeting shall be final. The Governing Board shall have copies of the amendment distributed to each member.

[Adopted November 1977] [Amended November 1983]

All stockholding members of the Waccamaw Sailing Club who become members of this club after January 1, 1979 shall pay to the Waccamaw Sailing Club, INC. a non-refundable initiation fee in an amount to be set by the Board of Directors. After the completion of the stock split proposed by resolution of this date, members holding two or more shares of stock in Waccamaw Sailing Club, Inc. shall not be required to pay any initiation fee so long as they hold two or more shares of stock. At such time, however, as any such member shall dispose of his shares to the extent that he holds only one share of stock in the Waccamaw Sailing Club, Inc. he shall be liable to the Waccamaw Sailing Club, Inc. for the payment of an initiation fee as set forth above. Failure to pay such initiation fee shall result in loss of all membership privileges until payment is made. Family members may become members by transfer of two shares of stock from another member, provided that the transfer is accomplished within one year following the termination of family eligibility. An initiation fee will not be required.

[Adopted November 1977] [Amended November 1983]

Waccamaw Sailing Club, Inc. shall make available twenty (20) ASSOCIATE MEMBERSHIPS at an annual fee to be set by the Board of Directors. Associate Membership may be renewed on application to the Board of Directors, for a period of not more than three consecutive years. Dues for Associate Members will be the same as for regular members. Said Associate Members shall be non-voting and not-shareholding, but shall be entitled to all other privileges of membership.