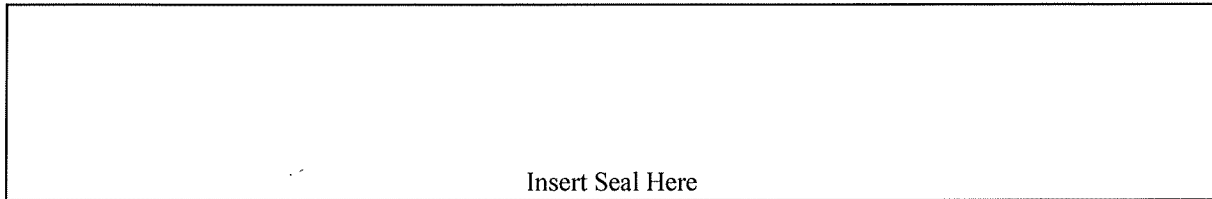


BYLAWS OF
Pontoon Yacht Club of Lake County, Inc.

ARTICLE ONE – NAME AND LOCATION

Section 1 - *Name.* The name of this corporation shall be: Pontoon Yacht Club of Lake County, Inc. (Also referred to as the Pontoon Yacht Club and The Club)

Section 2 - *Seal.* The organization shall have a seal which shall be in the following form:



Section 3 - *Location.* The principal office of this Club shall be situated in the State of Florida at a location determined by the Board of Directors. The Club may also have such other offices as the Board of Directors determines.

ARTICLE TWO – PURPOSE AND ORGANIZATION

Section 1 - *General Purpose.*

The Pontoon Yacht Club is established to promote the pleasure, recreation, and enjoyment of Pontoon Boating. The Club also aspires to promote an interest in boating, to develop a fraternal spirit among boaters, and to preserve our waterways for future generations.

Section 2 – *Corporate Charter.*

The Pontoon Yacht Club of Lake County, Inc. is chartered as a not-for-profit corporation in the State of Florida.

Section 3 – *Tax Exempt Status.*

The Pontoon Yacht Club of Lake County, Inc. is organized and operated exclusively as a social and recreational club under the provisions of §501(c)(7) of the Internal Revenue Code of 1986 (as amended) or the corresponding provision of any future United States internal revenue law.

ARTICLE 3 - MEMBERSHIP

Section 1 - *Eligibility.* Membership in the Pontoon Yacht Club shall be open to all individuals, aged twenty-one or over, who are of good moral character and who are interested in pontoon boating. The initial ownership of a pontoon boat or membership in a boat-share club is a prerequisite for membership. Membership shall be interpreted to mean the registered owner(s) and partner of the pontoon boat owner. The total number of memberships is limited to sixty.

Section 2 - *Application.* Application for membership in the Pontoon Yacht Club shall be made in the manner prescribed by the Board of Directors. An application for membership shall be referred to the Vice Commodore for consideration, investigation, and approval. If membership is denied, the application shall be referred to the Board of Directors for final action.

Section 3 - *Status.* Any member who has paid the current dues and assessments is considered an member in good standing.

Section 4 - *Termination.* Memberships in the Pontoon Yacht Club shall be terminated for nonpayment of dues thirty days after the beginning of the calendar year. Membership may also be terminated “for any reason” whatsoever by a three-quarters vote of all voting members present at a club meeting, and the subject member shall be notified in writing of the Club’s action.

Section 5 - *Reinstatement.* . A member whose membership has been terminated for default of dues may be reinstated. Reinstatement of any member will be subject to a vacancy existing and the approval of the Board of Directors. The defaulted member must pay full annual dues and any assessments.

Section 6 – *Boat Numbers.* Numbers will be assigned to all members. The numbers are to be a permanent part of the membership to be used as a file number and as a boat number. The number assigned to any member will not be changed or used by another member while the one to whom the number has been assigned is still in the Pontoon Yacht Club. Numbers, when placed on members’ boats, shall be placed on both sides, visible to passing boats.

Section 7 – *Sale of Boats.* Pontoon Yacht Club numbers must be removed from boats at the time of sale of the boat or at the termination of the membership of the owner of the boat.

Section 8 – *Required Change Notice.* Written notice must be given to all members prior to the Club voting to join any other organization and/or voting on any major changes in policy.

Section 9 – *Members List.* Membership Certificates will not be distributed to members, but the Membership List published whenever a change occurs shall constitute a list of all members.

ARTICLE FOUR -MEMBERSHIP MEETINGS

Section 1– *Annual Meeting.* The annual membership meeting of this organization shall be held at the last meeting in November each and every year except if such day be a legal holiday. In that event, the Board of Directors shall fix the day, but it shall not be more than two weeks from the date fixed by these bylaws. Notice of place, day and hour of this meeting shall be included in the monthly Club newsletter. The newsletter shall be distributed to the membership by the Secretary during the month prior to the meeting.

Section 2 – Business Meetings. Business meetings of the Pontoon Yacht Club should be held at least monthly.

Section 3 – Meeting Notice. Notice of place, day and hour of all business meetings shall be included in the monthly club newsletter. The newsletter shall be distributed to the membership by the Secretary during the month prior to the meetings.

Section 4 - Quorum. A quorum for a business or special meeting of the membership shall be a minimum of two Pontoon Yacht Club officers and shall equal no less than 30% of the voting membership in good standing. Any action taken shall require a majority vote of the members present.

Section 5 – Special Meetings. Special meetings of this organization may be called when the Commodore deems it necessary in the best interest of the organization. All members will be notified of these meetings at their electronic or mailing addresses as they appear in the membership roll book. This notification must be sent at least ten days prior to the scheduled date set for such special meeting but not more than thirty days from the date of the meeting. This notice will state the reason that such a meeting has been called and the business to be transacted at this meeting.

ARTICLE FIVE - VOTING

Section 1 – Voting Methods. At all meetings, excepting those for contested elections of officers or directors, all votes shall be viva voce. For any contested election of officers or Board members, ballots shall be provided and there shall not appear any place on such ballot any mark or marking that might tend to indicate the person who cast such ballot.

Section 2 – Ballot Requests. At any business or special meeting, if a majority is so required, any question may be voted upon in the manner and style provided for the contested election of officers and directors.

Section 3 – Inspectors of Elections. At all votes by ballot the Chairperson of such meeting shall immediately prior to the commencement of balloting appoint a committee of three who shall act as

“Inspectors of election” and who shall at the conclusion of such balloting certify the results in writing to the Chairperson. The certified copy of the results shall be physically affixed in the minute book to the minutes of that meeting.

Section 4 – Inspector Conflicts. No inspector of election shall be a candidate for office or shall be personally interested in the question voted upon.

Section 5 – Nominating Committee. A nominating committee consisting of three Pontoon Yacht Club members shall be approved by the Board of Directors. The committee shall appoint a Chairperson. No current officer in the Pontoon Yacht Club shall be eligible for appointment to the nominating committee. Pontoon Yacht Club members shall be notified of the appointment of the nominating committee by means of the September Newsletter of the Pontoon Yacht Club. Nominations by the nominating committee and/or by members of the Pontoon Yacht Club, or self-nominations, shall be made at the first regular meeting in October of each year. Nominations will then be closed. The nominees and the offices they are seeking will be listed in the November Newsletter.

Section 6 – Voting Eligibility. One vote per membership applies to all voting.

ARTICLE SIX - BOARD OF DIRECTORS

Section 1 - Composition. The affairs of the corporation shall be managed by a Board of Directors consisting of nine Directors; including five officers and four Board Members. The Board of Directors shall be elected by a majority vote of those voting members attending the annual meeting of the membership in November. All officers shall be a Director by reason of their election. The most recent past Commodore shall also be a member of the Board by reason of his or her previous election. The Commodore shall be the Chairman of the Board.

Section 2 - Qualifications & terms of office

- A. All Directors should be familiar with parliamentary procedures and be ready, able and willing to preside at any Pontoon Yacht Club meeting.
- B. All Board Members shall hold office for their normal elected term of one year. If there are no other nominations for open Board Member positions at the term completion, the Board of Directors may appoint any existing Board Member(s) for an additional term(s).
- C. All Directors must have been a member in good standing for a minimum of six months prior to their nominations.

Section 3 - Powers. The Board of Directors shall have control and management of the affairs and business of this organization. Such Board of Directors shall only act in the name of the organization when it shall be regularly convened by its Chairperson after due notice to all the Directors of such meeting.

Section 4 – Board Meetings. Special Pontoon Yacht Club Board meetings may be called by the Commodore upon giving three days' notice to all members of the Board. This notice shall state place, day, hour and purpose of the meeting.

Section 5 - Quorum. A majority of the members of the Board of Directors shall constitute a quorum and the meetings of the Board of Directors shall be held as determined by the Commodore.

Section 6 - Voting. Each Director shall have one vote and such voting may not be done by proxy.

Section 7 - Electronic Voting. Votes on Club business of an immediate nature may be conducted via the Internet or other electronic means. Electronic ballots may be initiated only by the Commodore, or by the Vice Commodore acting in absence of the Commodore. Results shall be recorded by the Secretary for review and incorporation into the minutes of the previous or next Board meeting.

Section 8 – Rule Making. The Board of Directors may make such rules and regulations covering its meetings as it may in its discretion determine necessary.

Section 9 - Vacancies. Vacancies in the Board of Directors shall be filled by a vote of the majority of the remaining members of the Board of Directors for the balance of the year.

Section 10 - Removal. A Director may be removed when sufficient cause exists for such removal. The Board of Directors may entertain charges against any Director. A Director may be represented by counsel upon any removal hearing. The Board of Directors shall adopt such rules as it may in its discretion consider necessary in the best interest of the organization, for this hearing.

ARTICLE SEVEN - OFFICERS

The officers of the organization shall be as follows:

- **Commodore**
- **Vice Commodore**
- **Rear Commodore**
- **Secretary**
- **Treasurer**

Section 1. The *Commodore* shall preside over all membership meetings. He shall present at each annual meeting of the organization an annual report of the work of the organization, see that all books, reports, and certificates as required by law are properly kept or filed, be one of the officers who may sign the checks or drafts of the organization, and have such powers as may be reasonably construed as belonging to the chief executive of any organization. The Commodore shall appoint all committees and be a member ex-officio.

Section 2. The *Vice Commodore* shall in the event of the absence or inability of the Commodore to exercise his or her office become acting Commodore of the organization with all the rights, privileges, and powers as if he or she had been duly elected Commodore.

Section 3. The *Secretary* shall keep the minutes and records of the organization in appropriate books and/or appropriate electronic media and be the official custodian of the records specified in Article Nine, along with the seal of the organization. Also, the Secretary will, give and serve all notices to members of the organization, present to the membership at any meetings any communication addressed to the Secretary of the organization, submit to the Board of Directors any communications which shall be addressed to the Secretary of the organization, attend to all correspondence of the organization, and exercise all duties incident to the office of the Secretary.

Section 4. The *Treasurer* shall have the care and custody of all monies belonging to the organization, be solely responsible for such monies or securities of the organization and be one of the officers who shall sign checks or drafts of the organization. No special fund may be set aside that shall make it unnecessary for the Treasurer to sign the checks issued upon it. The Treasurer shall render at stated periods as the Board of Directors shall determine a written account of the finances of the organization and such report shall be physically affixed to the minutes of the Board of Directors of such meeting and shall exercise all duties incident to the office of the Treasurer. The Treasurer should be familiar with business and accounting procedures.

Section 5. The *Rear Commodore* shall carry out the responsibilities as assigned by the Commodore.

Section 6 - Inurement. No officer or director shall for reason of the office be entitled to receive any salary or compensation, but nothing herein shall be construed to prevent an officer or director from receiving any compensation from the organization for duties other than as a director or officer.

Section 7 – Term of Office. All officers shall be elected for a term of one year. No officer shall be elected to the same office for more than two successive terms. However, if there are no other nominations for the office at the completion of two years of service, the Board of Directors may appoint the existing officer for an additional term(s).

ARTICLE EIGHT – RECORDS RETENTION

Section 1. PYC officers shall prepare and retain the following records of the clubs activities and operations. The Secretary of the corporation shall be responsible for collecting and maintaining the original copy and/or portable document format (PDF) electronic copies of these record documents for the retention periods listed.

Record Document	Responsible Officer	Preparation Frequency	Minimum Retention Period	Specific Requirements
PYC State of Florida Articles of Incorporation & any amendments	Commodore	N/A	Permanent	Certified electronic copy
State of Florida non-profit corporation annual report	Commodore	Annually, before May 1	Permanent	Electronic filing with fee required
IRS determination letter approving the PYC for 501 (c)(7) tax exempt status	Commodore	N/A	Permanent	Original letter and electronic copy
IRS form 990-N annual report for 501 (c)(7) tax exempt corporations	Commodore	Annually, before May 15	3 years	Electronic filing with no fee required
PYC Membership Status Report	Vice Commodore	Annually	5 years	An official listing of all members as of 12/31 of each year with additions and subtractions noted.
PYC Financial Status Report	Treasurer	Annually	3 years	An auditable report of all PYC revenues and expenses prepared in accordance with IRS Publication 4221-NC guidance
Summary of Corporation Business	Secretary	Annually	5 years	Minutes documenting the date, location, and attendance for all official PYC board & membership meetings including a record of the text and voting results for all motions acted on by the board or the membership.
PYC Bylaws	Secretary	As amended	Latest & 2 previous revisions	
PYC Policies & Procedures Manual	Rear Commodore	As amended	Latest & 2 previous revisions	
PYC Newsletter	Secretary	Generally monthly	3 years	
PYC Membership Applications	Vice Commodore	As Received	5 years	

ARTICLE NINE - SALARIES

Section 1. The Board of Directors shall hire and fix the compensation of any and all employees which they in their discretion may determine to be necessary in the conduct of the business of the organization.

ARTICLE TEN - COMMITTEES

Section 1. The Commodore may appoint committees and other special positions as needed to promote the successful operation of the Club. Examples might include a Membership or Audit Committee or a Cruise Master Position.

ARTICLE ELEVEN - DUES

Section 1 – *Fee Determination.* Dues or initiation fees shall remain as set in the previous year, except that the Board of Directors may propose a change subject to the approval of the membership as required for all other major changes in policy. These changes will be effective the following year. Dues are payable on or before January 1.

Section 2 - *Proration.* Any new member joining the Pontoon Yacht Club will be required to pay the full initiation fee, then in effect, plus the total amount of dues and assessments prorated monthly from the date of joining until the end of the current calendar year.

ARTICLE TWELVE – OTHER FINANCIAL MATTERS

Section 1 - *Property of the Club.* The title to all property of the Club, both real and personal, shall be vested in the Club.

Section 2 - *Contracts.* The Board of Directors may authorize any officer or agent to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Club. Such authority may be general or confined to a specific instance. Unless so authorized by the Board of Directors, no officer, agent, or employee shall have any power or authority to bind the Club by any contract or engagement. For the Pontoon Yacht Club, examples of such contracts could include facility rentals and deposits.

Section 3 - *Liability of Members, Directors, and Officers.* No director or officer of the Club shall be personally liable to its creditors or for any indebtedness or liability and any and all creditors shall look only to the Club's assets for payment. Additionally, any Club member voluntarily performing any service for the Club without compensation shall be protected from potential civil liability for any act or omission performed in good faith as defined by the Florida Volunteer Protection Act. **Amendment – approved 11/4/2023 – documented in the November 4, 2023 Minutes and in the December 2023 Newsletter and is:**
The Club shall carry/maintain a Board of Directors and Officers Insurance Policy.

Section 4 - *Fiscal Year.* The fiscal year of the Club shall be from January 1 to December 31 of each year.

Section 5 - Disposition Upon Dissolution. In the event of dissolution, the remaining Club assets shall be donated to other non-profit organizations at the direction of the Board. No Club assets may be distributed to or used for the benefit of any Club member or group of members.

ARTICLE THIRTEEN – PROHIBITED ACTIVITIES

Section 1 - Actions Jeopardizing Tax Status. The Club shall not carry on any activities not permitted to be carried on by an organization exempt from federal income taxes under §501(c)(7) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States internal revenue law.

Section 2 - Lobbying and Political Activities. The Club may engage in an unlimited amount of lobbying (i.e., attempting to influence legislation), provided that the lobbying is related to the organization's tax-exempt purpose. The Club may also engage in political campaign activities on behalf of or in opposition to candidates for public office under the limitations described in IRS Publication 4221nc, *Compliance Guide for Tax Exempt Organizations*. However, no expenditure of Club funds can be used to support an individual's political campaign activity.

Section 3 - Private Inurement. No part of the net income or net assets of the Club shall inure the benefit of, or be distributable to, its directors, officers, or members. Specifically, club revenue generated from nonmembers shall not be used to the personal advantage of the members (such as in reduced dues, improved facilities, and the like). However, the Club is authorized to pay reasonable compensation to employees for services rendered and to make payments and distributions in furtherance of its tax-exempt purposes.

Section 4 - Non-Discrimination. In the conduct of all aspects of its activities, the Club shall not discriminate on the grounds of race, color, national origin, gender or religious preference.

Section 5 - Conflicts of Interest. A conflict of interest occurs when a person under a duty to promote the interests of the Club (a "fiduciary") is in a position to promote a competing interest instead. Fiduciaries include all Club employees, directors or officers, and members of any Club committee. Undisclosed or unresolved conflicts of interest are a breach of the duty to act in the best interests of the Club and work to the detriment of the Club. To resolve or discharge a conflict of interest, it must be disclosed to the Board of Directors. After disclosure is made, the individual with a conflicting interest must not participate in judging the merits of that interest. That is, such an individual must abstain from voting on, or recommending a course of action with respect to, the situation giving rise to the conflict. When these are done, the conflict of interest has been properly discharged.

ARTICLE FOURTEEN - AMENDMENTS

Section 1 – *Approval Required.* The bylaws may be amended by resolution passed by a two thirds vote of the members present and entitled to vote at a regular or special meeting of the membership of which a quorum is present.

Section 2 – *Required Procedures.* No proposed amendment shall be acted upon unless the amendment has been read or provided in writing to the members at a recent previous meeting and has been approved by the Board of Directors. The Board of Directors shall be provided with copies of the proposed amendment.

Approved by PYC Board: September 1, 2017

Approved by PYC Membership: November 11, 2017

Approved by PYC Membership: November 13, 2021

Approved by PYC Board: August 10, 2023 (documented in the minutes. /cg)

Approved by PYC Membership: November 4, 2023 (documented in the minutes. /cg)

