

# BY-LAWS OF Kenai Fjord Yacht Club

Adopted 2024

## Article I. ORGANIZATION AND IDENTIFICATION

Section 1. This organization shall be known as Kenai Fjord Yacht Club

- a. Throughout this document, this organization shall be referred to as KFYC
- b. Seal of KFYC



## Article II. Purpose

KFYC shall have the following objectives:

- a. Further the maritime interests through participation in recreational boating, cruising, yacht racing, and the like
- b. Foster and cultivate social, educational and business relations
- c. Encourage a spirit of mutual cooperation and friendship

## Article III. Membership

Section 1. Membership is open to all whose interests are compatible with the goals and activities of the club.

Section 2. Membership Categories are:

- a. Regular: Adult members are entitled to all club privileges including the right to vote and hold office
- b. Honorary: Members who, by recognition of exceptional service to KFYC or community, are granted lifetime and complimentary membership in KFYC. Honorary Members are entitled to club privileges with the exception of voting

or holding office. Honorary Membership requires a simple majority vote of the members.

- c. Business: A licensed business may purchase a membership which includes the ability to advertise on KFYC's website. A business member does not have voting privileges.

Section 3. Regular membership begins when membership dues are paid and ends on December 31.

Section 4. KFYC maintains a membership database not available to non-members. If you wish to have your information unlisted, only fill out required items on the application. (Don't provide language)

#### **Article IV. MEMBERSHIP MEETINGS & SPECIAL MEETINGS**

Section 1. KFYC will conduct four quarterly general membership meetings..

Section 2. Not less than thirty days prior to the meeting date, active members in the previous 2 years will receive a meeting notice via email that will include the agenda, time, and location for an upcoming meeting.

Section 3. A quorum is necessary to address items for a KFYC general membership meeting. A quorum is defined as the active members present or online. If any club business is to be conducted or any money spent, there must be at least two (2) officers present and 4 general members.

Section 4: The conduct of general membership meetings should follow the general guideline:

- a. The Commodore calls the meeting to order
- b. The Secretary records attendance,
- c. The Secretary submits minutes of prior meeting(s) for approval,
- d. The Treasurer presents the KFYC financial report for approval,
- e. Old business is addressed,
- f. New business is presented for consideration,
- g. Announcements and Good of the Order
- h. Date and time for the next meeting is set,
- i. The Commodore moves for adjournment.

Section 5: Guest attendance at membership meetings is welcome. Guests are not part of the quorum determination.

Section 6: The KFYC Secretary will summarize the conduct of meetings in the form of minutes. Active members in the previous two years will receive general membership meeting minutes via email. Meeting minutes will also be available by request.

Section 7: Any active KFYC member may petition the Commodore to conduct a Special Meeting.

- a. Special Meetings are in addition to general membership meetings.
- b. Special meetings are for the purpose of dealing with KFYC matters that require additional attention.
- c. No other KFYC business is permitted during Special Meetings.
- d. Not fewer than three members must conduct the business of a Special Meeting. The three participants must include at least one KFYC officer.
- e. If circumstances permit, the KFYC membership will receive prior notice of Special Meetings and may attend.
- f. Minutes will be provided for the Special Meeting, or a report will be provided no later than the next regular meeting.

Section 8: Robert's Rules of Order will govern the conduct of all meetings.

## **Article V. OFFICERS**

Section 1. KFYC has four officers elected annually which are:

- a. Commodore
- b. Vice Commodore
- c. Secretary
- d. Treasurer

Section 2. Officer Elections

- a. Members will nominate officers during the fall meeting
- b. Members will vote during the winter meeting
- c. Elected officers term will begin at the end of the winter meeting and ends one year hence.

Section 3. Commodore Responsibilities

- a. Preside at all membership meetings
- a. Appoint all committees, temporary or permanent
- b. Responsible that all reports and documents are ordered and properly filed as required by law
- c. One of the officers who may sign the checks or drafts of the organization,

- d. Officer who represents the organization at public, private and legal venues.

#### Section 4. Vice Commodore Responsibilities

- a. Function as the Commodore in the Commodore's absence.
- b. Responsible for administration of the KFYC internet communications.
- c. While maintaining accountability for internet communications, the Vice Commodore may delegate this work to a subject matter expert.

#### Section 5. Secretary Responsibilities

- a. Responsible for the meeting minutes and other records of the organization
- b. Responsible for the KFYC's historical documents
- c. Timely prepare and submit required legal documents
- d. Custodian of the KFYC seal
- e. Responsible disseminating information to club officers and members as appropriate
- f. Is the recipient of the KFYC's electronic and postal mail
- g. Maintain the KFYC membership database
- h. Distribute membership cards
- i. Is the custodian of the KFYC post office box

#### Section 6. Treasurer Responsibilities

- a. Responsible for the care and custody of all monies, property and merchandise belonging to the organization. In that regard the Treasurer is a fiduciary of the KFYC.
- b. Administration of bank accounts in the name of the KFYC
- c. Administration of KFYC credit cards
- d. Administration of internet payments (ie, PayPal)
- e. Preparation of quarterly financial reports for review by the KFYC officers and membership
- f. Timely payment of debts incurred by the KFYC,
- g. Purchase of items authorized by the Commodore or membership,
- h. Keep an inventory of all real and other assets belonging to the KFYC,
- i. Timely notify the Commodore of financial matters affecting the KFYC

#### Section 7. Additionally the Treasurer:

- a. Must sign all checks drawn against the KFYC bank account(s). The Commodore must co-sign all checks, or have written documentation in place (ie, email or membership minutes) that the Commodore is in concurrence with the expenditure.

- b. Sole authority for expenditure of petty cash and provide information in quarterly statement
- c. In the event of dissolution of the KFYC is it the Treasurer's responsibility to liquidate all assets of the KFYC and transfer the full value of those assets to the designated recipient (ie, Article Six).

Section 8. Officers and members will receive reimbursement for approved expenditures made on behalf of KFYC.

Section 9. An officer or board member may resign their position at any moment by giving an official notice to the Commodore. The Commodore may then appoint a replacement if needed until a special meeting can be scheduled and held. See Special Meeting in Article Four.

Section 10. If the Commodore resigns, the Vice Commodore will assume the position of Commodore until a special meeting can be scheduled and held. See Special Meeting in Article Four.

#### **Article VI. DISSOLUTION OF KFYC**

Section 1. If KFYC decides to cease to exist, it may do so preferably by a  $\frac{2}{3}$  vote of the membership including all 4 officers. Otherwise, the KFYC ceases to exist when it fails to muster a quorum for four consecutive scheduled and announced quarterly meetings (ie, one year), or when there is no officer cadre present to carry out assigned officer duties.

Section 2. In the event of dissolution the KFYC all assets held by the club are liquidated by the Treasurer, or designee, and donated to the Coast Guard Auxiliary having responsibility for Seward, or other charity designated by the membership.

#### **Article VII. BYLAW REVIEW AND AMENDMENTS**

Section 1. This document may be amended by appointment of a bylaws committee at any time. A bylaws committee will be assembled every 5 years beginning in 2030. See Special Meetings in Article Four.

#### **Article VIII. CHANGE LOG**

Section 1.

Removed “the” in front of Kenai Fjord Yacht Club (KFYC) when used as a proper noun

Section 2. Article II

Cleaned up purpose to accurately reflect club goals

Section 3. Article IV

Removed Equinox and solstice requirement

Changed quorum requirements while adding requirement for officers to be present for club business and spending money.

Cleaned up Special Meeting requirements and language

Section 4. Article V

Removed entire section for Board of Directors

Section 5. Article VI

Changed election and term timing

Added section regarding replacement of officers mid term

Section 6. Article VII

Added bylaw review every 5 years