Constitution of the
Bay Port Yacht Club

Revised as of March 26, 2026

Article I Name

This organization shall be known as the Bayport Yacht and Social Club or the Bay Port Yacht Club (BPYC).

Article II Objectives and Policy

Section 1. The objectives of this Club shall be the promotion of the principles of boating and water safety; fellowship, the sports of cruising, sailing, yacht, and power boat racing; fishing and similar aspects of pleasure boating; and other social events that are of interest to those participating in boating activities **.**

Section 2. It shall be the policy of the Club to aggressively promote safe and courteous boating activity by monitoring all aspects of safe boating in the area. Particular attention will be given to the aides to navigation (markers), bridges, the Bay Port Villages boat lift, overhead wires (existing or proposed), hulls and other obstruction to free navigation. Further, each member is expected to report adverse conditions observed in the area directly to any officer or director of the Club, together with recommendations for action. The report will be considered at the next regular meeting of the Board of Directors. If action is indicated, such action may be taken for the Club by a specific member (or members) designated by the Commodore. Such designated member will be afforded the full authority and support of the Club and is authorized to act in the name of the Club.

Section 3. No officer, director or other agent of the Club may be held liable or responsible for any losses, claims, damages, liabilities or expenses arising out of, resulting from, or in any way connected with the actions of the Board of Directors or the activities of the Bay Port Yacht Club.

Section 4. It is the policy of the Club that it shall be operated on a not-for-profit basis, therefore club funds are to be used for social activities or other projects in promotion of objectives as specifically determined and authorized by the Board of Directors. Surplus funds from social events will be retained in the general account under the direction of the Board of Directors.

Article III Membership

Section 1. Membership in this Club shall be open to anyone fostering the objectives of the Club as stated in Article II and residing in any of the villages of Bay Port including: Bayside East, Bayside West, Bayside South, Bayside Village, Bayport Colony, Bayport Village, Colony Bay, Gallery, Island Walk, North Bay, Palm Bay, San Marino Estates and San Marino Bay. One membership in the Club includes the member's immediate family. The member's family (including children) may attend Club activities, including meetings and social activities. On occasion, as directed by the Board of Directors,

specific social activities may be designated as ADULTS ONLY. In this event, only members over the legal drinking age will be eligible to attend the function. One membership (one family) may allow no more than one vote in any general business meeting.

Section 2 There shall be three classes of membership; i.e., active, non-resident, and honorary:

- **Active** - Membership shall be open to all individuals as defined in Article III, Section I.

- **Non-Resident** – Non-Resident membership status shall be open to all individuals who were active members when they moved from the area defined in Article III section 1. These members shall be subject to all rules and regulations contained in these bylaws with the exception of residency.

- **Honorary** - Honorary membership may be bestowed upon any person upon recommendation of the Board of Directors by majority vote of the members present at any official meeting.

Section 3. Boat ownership shall not be a requirement to membership in the club; however, a demonstrated and active interest in the objectives of the Club is a requirement for membership.

Section 4. Application for membership shall be submitted in written form on an approved application to a Board Member. Written form may be digital. The Board Member shall submit the applicants to the Board of Directors for consideration at their next meeting. The Secretary shall submit the names of the new members at the first general business meeting occurring after the Board of Directors meeting.

Section 5 Annual dues are payable the first day of January each year. Said dues become delinquent on the first day of February of the same year. Membership status is suspended on the first day of the following March for any member failing to satisfy dues requirements by this date. Any member responsible for additional fees shall be so notified by the Club Treasurer. Unless any and all delinquencies are eliminated within thirty (30) days after the date of the notice, that member's status will be automatically terminated.

Section 6 Membership in this Club may be terminated as a result of the member (or any of the member's immediate family) demonstrating conduct unbecoming of a member or conduct detrimental to the best interest of the Club. Such termination shall be upon recommendation of the Board of Directors and shall be on a majority vote of the members attending any regularly scheduled business meeting.

Article IV Meetings

Section 1. The official business of this Club shall be conducted at regular business meetings that shall be announced to the membership. Normally, business meetings will be held at 6:30 p.m. on the third Thursday of every month, unless otherwise scheduled.

Section 2. A quorum for the conduct of business at any general business meeting shall consist of one of the duly elected officers of the Club to serve as Chairman of the meeting and 20% of the membership present in good standing.

Section 3 . A quorum for the conduct of business at any Board of Directors meeting shall consist of 60% of duly elected members.

Section 4 . In the absence of a quorum at any business meeting, the meeting shall proceed with minutes taken, but no official action taken at such meeting shall be effective unless ratified by a subsequent regular business meeting where there is a quorum.

Section 5. The April business meeting of the Club is designated as the Annual Election and Installation Meeting.

Section 6. The Board of Directors will meet once every month at the convenience of the Board.

Article V Officers and Directors

Section 1. The officers of the Club shall consist of a Commodore, Vice Commodore, Rear Commodore, Secretary, Treasurer, Fleet Captain, and Quartermaster. The duties of these Officers and Directors are defined in Article V, Section 5.

Section 2. The Board of Directors shall consist of the following Officers and Directors. Directors may fluctuate by needs of the club. An officer position may be filled by multiple people at the discretion of the Commodore, but each officer position only has one vote. An effort shall be made to nominate board members in a manner that equitably represents the communities identified in Article III, Section I.

Section 3. The duly elected Officers and Directors of the Club will constitute the Board of Directors and shall be elected for a term of one year at each Annual Meeting. The Past Commodore shall serve and ex-offico without vote on the Board of Directors for a minimum of one year.

Section 4. If any Board Member misses three (3) consecutive Board of Directors meetings without just cause, the Board of Directors may dismiss and appoint a replacement member for the remainder of the term. If an officer, the replacement will be appointed by the Board of Directors from the Board membership. Multiple appointments may be necessary. If a Director's vacancy exists during the first three quarters of the year, a special election shall be held. During the final quarter of the year, a replacement shall be appointed by the Board of Directors from the General Membership. These procedures shall be followed for other vacancies that may occur during the year.

Section 5. Duties of Officers and Directors.

- **Commodore:** The Commodore shall be the Chief Executive Officer of the Club and shall have the responsibility for the general management and direction of the Club activities; he/she shall have the powers and duties ordinarily exercised by the chief executive of an organization and shall serve as Chairman of all Board of Directors and business meetings.

- **Vice Commodore:** The Vice Commodore shall assist the Commodore in the discharge his/her duties and act for the Commodore in the event of the Commodore's absence.

- **Rear Commodore:** The Rear Commodore shall assist the Commodore and Vice Commodore in the discharge of his/her duties and act for the Vice Commodore or Commodore in the event of their absences.

- **Secretary:** It shall be the duty of the Secretary to keep minutes of all meetings, have them recorded and read at the next membership meeting. The Secretary (or designated committee) shall notify the members of all meetings and other Club functions and in the absence of the Commodore, Vice Commodore and Rear Commodore, the Secretary shall serve as Chairman of any regularly scheduled business meeting at the club.

- **Treasurer:** The Treasurer shall bill the membership for all dues, fees and assessments, receive the same and deposit the proceeds in the Club's bank account, pay all bills reasonably incurred by or on behalf of the Club, and maintain and report to the membership at each meeting an accurate record of all cash receipts and disbursements. The Treasurer shall maintain a roster of the membership that discloses their full name and other pertinent information. The Treasurer shall serve as Chairman of any regular business meeting of the Club in the absence of all the other officers listed above. The Treasurer shall be responsible for preparing and obtaining a summary (by the representatives chosen from the Board of Directors) of the year-end accounts of the Club which shall be made available at the Annual Election Meeting of the Club.

- **Fleet Captain:** The Fleet Captain is the official Social Chairman of the Club. The Fleet Captain is responsible for staffing and chairing a Cruise Committee. This Committee is responsible for planning and making all arrangements for the social activities of the Club, including but not limited to, boat cruises, fishing trips, parties, dances, land cruises, and other social functions desired by the Club. The Fleet Captain shall serve as Chairman of any regular business meeting of the Club in the absence of all of the other officers listed above.

- **Quartermaster:** The Quartermaster shall coordinate the sale of goods and services to the Club’s members and others; coordinate business partnerships that benefit the Club and it’s members; and acquire, arrange for the storage of, and coordinate the maintenance of the physical assets that the Club may require. The Quartermaster shall serve as Chairman of any regular business meeting of the Club in the absence of all of the other officers listed above.

- **Directors:** The elected Directors shall be responsible with the elected officers of the Club for long-term planning and to render assistance to the Club as needed. Roles of the Directors shall be assigned by the Commodore at commencement of the new slate to support roles such as programs, members, website, historian, director at large or other defined roles.

- **Board of Directors:** The Board of Directors shall have the responsibility for the overall direction of the club except as specified elsewhere in the Constitution. They shall also be

responsible for appointing officers from the current roster of the board to fill unexpired terms where the need exists.

Article VI Nominating Committee, Elections, and Board of Directors

Section 1. In February, the Commodore shall appoint a Nominating Committee consisting of Past Commodores of the Club, that is charged with submitting to the March business meeting a slate of willing, prospective officers to fill posts of Commodore, Vice Commodore, Rear Commodore, Secretary, Treasurer, Fleet Captain, Quartermaster and the Directors for one year. Nominations from the membership will be accepted from the floor after the Committee's slate is presented in writing to the general membership (which shall be made available in writing or similar format, including e-mail, to the general membership at least two (2) weeks prior to the March meeting) and remain open until the elections at the March meeting. These new Officers shall be installed and assume their respective duties at the Commodore's Ball (if no Commodore's Ball is held, duties will be assumed at the April general meeting).

Section 2. Annual elections shall be held at the March general membership meeting. Votes will be taken in public for those offices where there is only one nomination. In the event that two or more members are nominated for any one position on the Board of Directors, secret ballots will be tallied before the final, public votes are taken. Special elections shall be held on call of the Board of Directors.

Section 3. The duly elected Officers and Directors of the Club shall constitute its Board of Directors and under direction of the Commodore, or as the need arises, shall meet every month for the purpose of administering the affairs of the Club.

Article VII Agenda

Unless the Club elects to adopt a different agenda, the agenda for all business meetings of this Club shall be as follows:

- Call to order by the Chairman
- Reading (unless waived) and approval (with corrections and modifications) of minutes of the preceding meeting.
- Receipt of Treasurer's statement of financial affairs of the Club
- Receipt of Committee reports (if any)
- Old Business
- New Business (new members)
- Adjournment

Article VIII Burgee

Section 1. The official burgee of the Bay Port Yacht Club is a deep bright blue triangular pennant, 10 to 15 inches at the hoist; 15 to 20 inches to the point of the fly. The field is blue bearing two (2) white stripes diagonally pointed, spaced one inch apart, mid center the flag with the initials B P Y C evenly spaced vertically at the left of the flag two inches from the edge. See Figure 1.



Figure 1: Bay Port Yacht Club Burgee

Section 2. The burgee may be displayed by a member on his own vessel or on any boat while a member is on board.

Section 3. The official burgee will be displayed at all monthly meetings.

Article IX Finances, Dues, Fees and Assessment

Section 1. The Club's fiscal year shall be January 1 through December 31.

Section 2. Voting privileges in the Club shall accrue to a member on payment of the dues stipulated below or as outlined in Article III, Section 5. For new members joining the Club between January 1 and March 31 of a year, the dues will be the full annual fee. For new members joining between April 1 and June 30 of the year, the dues will be three-quarters (3/4) of the annual fee. In similar manner, new members joining between July 1 and September 30 of a year shall pay one-half (1/2) and between October 1 and December 31, one quarter (1/4) of the annual fee. All prorated fees shall be rounded to the nearest $5.00.

Section 3. The annual dues shall be determined on annual basis at the discretion of the Board.

Section 4. Fees and Assessments: Any special fees and assessments shall be submitted to and approved by a majority of the members present at a regular scheduled business meeting.

Article X Amendments

This Constitution may be amended by two-thirds (2/3) of the members present at any regularly scheduled business meeting of the Club where a quorum is present, but only if the Amendment has been:

- Submitted to the general membership in writing at least twenty (20) days prior to the meeting at which the amendment is to be adopted; or

- Approved by majority at a previous regularly scheduled business meeting where a quorum was present.