

## THUNDERBIRD SAILING CLUB BYLAWS

Oklahoma Chartered Corporation Affiliated with:

United States Sailing Association & Central States Sailing Association adopted April 27, 1970;  
revised 4-15-83; 6-15-91; 3-21-97; 3-21-2003, 5-14-14; 9-20-14; 10-1-17; 7-3-2020

### ARTICLE I

#### MEMBERSHIP

1. ELIGIBILITY. Any person of good moral character, who is interested in sailing and water safety, is eligible for membership. Admittance to be in accordance with Club Standing Rules (hereafter referred to as Standing Rules).
2. OBLIGATION. Any person who accepts membership thereby agrees to be bound by the Bylaws and Standing Rules.
3. TERMINATION. Any member who has not paid dues or assessments after being notified, shall forfeit membership by March 31.
4. REMOVAL. A member may be removed for conduct unbecoming a member by a two-thirds majority vote of the Board of Directors (hereafter referred to as the Board) The member may appeal within thirty days. In such cases, the membership shall hold a hearing within thirty days of the appeal submission, and if two-thirds of the members present approve the action of the Board, the action is final. Pending the decision of the membership, the verdict of the Board shall stand.
5. CLASSES. Classes of membership shall be as set forth in the Club Standing Rules. (Section 1, 2.).
6. TRANSFER. Transfer of membership shall be allowed only as set forth in Club Standing Rules (Section 4.).

### ARTICLE II

#### DUES, ASSESSMENT AND FEES

1. FISCAL YEAR. The fiscal year shall be from January 1<sup>st</sup> to December 31<sup>st</sup>.
2. DUES. The annual dues shall be set annually by the membership and shall be published in the Standing Rules (Section 5., 8.).

3. ASSESSMENTS. Special assessments can be made only by a two-thirds majority vote of the entire Board and the members present at a meeting called for discussion of the assessment.
4. EXPENSES. The Club is not responsible for expenses incurred by a member on behalf of the Club unless prior approval has been given by the treasurer in accordance with Article IV E. Disbursements over five hundred dollars, except those adopted in the annual budget, must have prior approval of the membership.
5. REFUNDING. Refunding of dues or assessments will be set forth in the Club Standing Rules (Section 6, 7).

### ARTICLE III

#### MEETINGS

1. ANNUAL. The annual business meeting shall be held in November at a time and place selected by the Board. The election of officers shall be held at the meeting.
  - A. Voting shall be in person or by absentee ballot. Absentee ballots must be received by the Commodore prior to the meeting. Proxies shall not be permitted.
  - B. Voting shall be by secret ballot when an office is contested. If not elected by a majority on the first ballot, a plurality shall elect on the second.
  - C. Voting may be public when the office is uncontested.
2. SPECIAL. Special business meetings may be held at a time and place selected by the Board, or on the direction of the membership.
  - A. A petition of ten percent of the membership will constitute a directive.
  - B. A majority of the Board may order a meeting.
  - C. The Commodore may order a meeting
3. NOTICE. A written notice of any meeting must be conveyed by mail, e-mail, or fax to the membership seven days before the date of the meeting, giving time, place and purpose of the meeting.
4. QUORUM. A quorum shall consist of a majority of the membership. In the

event that a quorum is not present, a majority of the Board present may declare a quorum present, and the meeting open for the business. Once a quorum is present, it is considered present for the entire meeting.

5. VOTE. A majority of the members present shall decide all questions unless otherwise prescribed in these Bylaws.

6. EVENTS. Events (social, regattas, etc.) shall be as prescribed by the Board and approved by the membership or by a committee given this authority by the Board and membership. A written list of scheduled events shall be furnished for the membership by the Board. If a special event is called, a written notice shall be mailed or otherwise conveyed to the membership seven days in advance of the event.

#### ARTICLE IV

##### GOVERNING BODY

1. MEMBERSHIP. The Governing Body is the Board, which consists of six elected officers and the immediate Past Commodore. If there is no immediate Past Commodore, the elected officers will appoint another member to serve in that capacity.

2. QUORUM. A quorum consists of two-thirds of the Board.

3. TWO-THIRDS. Two-thirds of the seven Board members means five.

4. VOTE. A majority of the Board members present decides a question unless otherwise provided in the Bylaws.

5. RULES. The Board may make other rules to conduct their business. If these rules are approved by the membership, they become part of the Standing Rules.

6. OFFICERS. The officers are Commodore, Vice-Commodore, Rear Commodore, Secretary, Treasurer, and Fleet Captain.

7. DUTIES. Their duties are:

A. Commodore is the Chief Executive Officer, responsible for seeing that orders and resolutions of the membership are effected. The Commodore is responsible for the general well-being of the Club and has the authority to re-assign duties to various members of the Board as needed. The Commodore will preside over all meetings of the Board, the membership and the Executive Committee. The Commodore is

ex-officio, a member of all committees. The Commodore will become acquainted with the activities of all the officers and see that all committees function and all the officers do their duty. Candidates for office of Commodore shall have served one year on the Executive Committee or equivalent experience prior to nomination.

- B. Vice-Commodore shall perform the duties and exercise the powers of the Commodore during the absence of the Commodore and shall succeed to the office of Commodore in the event that office is vacated. The Vice-Commodore oversees the programs for the Club meetings and provides for public relations and press releases for these events as necessary.
- C. Rear-Commodore shall fill the office of Vice-Commodore in case that officer is absent and succeeds to that office in the event that office becomes vacant. The Rear-Commodore shall oversee the social activities of the Club and arrange for refreshments at meetings and events, and shall plan events to increase participation and fellowship among Club members.
- D. Secretary shall have custody of all Club correspondence, keep chronological records of all mailings, maintain copies of Bylaws and Standing Rules, keep minutes of meetings in permanent book, and keep membership advised of pertinent outside correspondence.
- E. Treasurer shall have custody of all TSC funds, deposit all funds as directed in the Standing Rules, keep account of all transactions of the Club books, obtain additional account signatures as appropriate, obtain receipts and disburse funds as ordered by the Commodore, provide the Treasury Committee with all Club financial records for annual review, prepare an annual budget, report on club finances at the annual business meeting and at the request of any elected officer. The treasurer shall process new membership, maintain a current membership list, and advise the secretary.
- F. Fleet Captain will be in charge of all Club Regattas and Club Racing, will chair the Race, Protest and Measurement Committees, and will prepare an Event Schedule informing Club members of race events. The Fleet Captain will be

custodian of the Club Sailing Instructions, and will be responsible for updating these as needed.

G. The immediate Past Commodore, or member acting for him/her, will act as official host for all regattas and social events.

8. TERM. Term of each officer will be from election to end of fiscal year or until a successor is elected or appointed

9. VACANCY. A vacancy in an elective office shall, except as otherwise provided in these Bylaws, be filled by appointment by the Commodore, and ratified by a majority of the Board.

10. IMPEACHMENT. Two-thirds of the Board, (excluding the officer involved) may recommend that an officer be removed from office. To be effective, this must be brought before the membership, and if approved by two-thirds of the members present, the officer will be removed.

## ARTICLE V

### COMMITTEES

1. EXECUTIVE. The Executive Committee shall consist of the Board of Directors. It shall meet prior to each business meeting to discuss and condense business for action by the membership. This committee may initiate and submit recommendations for consideration by the membership and shall carry out orders of the membership as directed. The committee may act in an advisory capacity to any officer or committee chairperson on matters not requiring membership action or approval. The committee will prepare an annual budget for approval by the membership.

2. RACE PROTEST MEASUREMENT. The Race, Protest, and Measurement Committee will be chaired by the Fleet Captain. It will be made up of three members in good standing. The Fleet Captain will appoint members to fill any vacancies. The committee shall conduct regattas and racing series and may delegate duties to other persons or committees, but shall generally supervise those activities. The Committee shall have jurisdiction of all matters connected with the present race, series, or regatta, and shall arrange for all equipment. The Committee may condemn the rigging of any boat or refuse entry of any contestant for cause. A majority of the Committee shall constitute a quorum, and a majority decision of the quorum shall decide all questions. The Committee must operate under the most current version of the boat racing rules published by USSA, as amended by the Bylaws, standing rules and racing circular. However, parts one, four and five of USSA racing rules may not be changed in any way by the Club. This Committee will work closely with the Activities Committee in scheduling events.

3. OTHER STANDING COMMITTEES. Other standing committees and their duties will be as described in the Standing Rules (Section 9). The Commodore will appoint the Chair and other members of other standing committees. If at any time a committee member is not fulfilling the duties of the office, the Commodore may appoint a replacement.

## ARTICLE VI

### SPECIAL COMMITTEES

1. SPECIAL. Special committees may be appointed by the Commodore to perform functions not performed by the Standing Committees. They shall serve until the special purpose for which they are appointed has been fulfilled, or until dissolved by the Commodore. The Commodore shall appoint special committees as directed by the membership.

2. NOMINATING. At least thirty days prior to the annual business meeting, the Commodore shall appoint a Nomination Committee. The committee shall prepare a list of

nominees, which will be mailed, e-mailed or faxed to the membership at least seven days prior to the meeting.

## ARTICLE VII

### STANDING RULES

1. RULES. Specific operating regulations necessary to carry out the meaning of these Bylaws shall be provided in the Standing Rules as adopted by the membership. These rules may be divided into parts such as governing, racing, house and grounds, etc.
2. LAW. Rules shall be consistent with the Laws of Oklahoma, Lake Thunderbird-Little River State Park Regulations, and Rules of the United States Sailing Association and these Bylaws.

## ARTICLE VIII

### AMENDMENTS

BYLAWS. These Bylaws and the Standing Rules may be amended by a two thirds majority of the membership present at the meeting called for this purpose.

## ARTICLE IX

### PARLIAMENTARY

1. AUTHORITY. Parliamentary Procedure at a Glance by Garfield Jones, based on "Robert's Rules of Order", shall be the authority on all matters not covered by these Bylaws.
2. ORDER. Special Business Meeting order of business:
  - A. Call to order
  - B. Roll call to ascertain:
    - (1) Voting membership present and in good standing
    - (2) Quorum present
  - C. Proof of mailing of notice

- D. Reading of minutes
  - E. Reading of correspondence
  - F. Business, including Officer's and Committee reports, if any.
  - G. Remarks for the good of the Club
  - H. Adjournment
3. Annual Business Meeting order of business:
- A. Call to order
  - B. Roll call to ascertain:
    - (1) Voting membership present and in good standing
    - (2) Quorum present
  - C. Proof of mailing of notice
  - D. Reading of minutes of last Special Meeting and / *or* last Annual Meeting
  - E. Reading of Correspondence
  - F. Reports of Officers and Committees (except Nomination)
  - G. Old business
  - H. New business to include:
    - (1) Report of Nomination Committee
    - (2) Election
    - (3) Installation
  - I. Remarks for the good of the Club
  - J. Adjournment

## ARTICLE X

### BURGEES AND PATCHES

Burgees and Patches will be as described in the Standing Rules.

## ARTICLE XI



## LIABILITY

1. BOARD COMMITTEES. No member of the Board or any Committee, by reason of their membership shall be liable to any member, family member, or guest for any negligent act or omission of the Club.
2. All boats entered in an event or racing shall be subject to the direction of the committee in charge, but it shall be the sole responsibility of each yacht skipper whether or not to start or continue an event or race.
3. The Club and its officers assume no liability whatsoever for any accidents or resulting injury, whether person or otherwise, in the operation of the Club or activities in connection therewith, or any equipment owned or operated by the Club.
4. All non-member entrants or crews in the race shall sign a document furnished by the Club, and this document shall contain a waiver and hold harmless agreement.
5. A member is responsible for any guest. A non-member crew is a guest. Guest must be accompanied by a member.

## ARTICLE XII

### DISSOLUTION

1. QUITTING BUSINESS. If, for any reason, this Club (corporation) is dissolved, property will be liquidated, and debts paid. If any money is left, it will be pro-rated to regular members in good standing.
2. LAWS. Laws of Oklahoma regarding dissolution must be met.

## THUNDERBIRD SAILING CLUB STANDING RULES GOVERNING

Oklahoma Chartered Corporation Affiliated with:

United States Sailing Association & Central States Sailing Association

Adopted 4-15-83; Revised 6-15-91; 3-21-97, 10-15-99, 8-16-03, 4-17-10, 2-2-11, 5-14-14, 10-1-17; 7-3-2020

1. Charter members are those members who signed the articles of incorporation and those who joined on or before September 15, 1969.
2. Classes of membership. This section relates to Article I, 5. of the Bylaws, and defines classes of membership in the Club.

- A. Regular Members (\$125.00, see Section 5, effective Jan. 1, 2021 as voted at 2019 Annual Meeting) must be twenty-one, and shall consist of members except those listed in sub-sections B, C, D, F, G and H.

A regular member has privileges to hold office, to vote, and all other rights and privileges of membership including participation in Club activities, and the right to wear the Club Patch and fly the Club Burgee.

- B. Family Members shall include all the dependents of the member.

Family members have the same rights and privileges as a regular member; however, there can be only one vote per family or one elected officer per family in office at one time. The family member must be at least twenty-one to hold office.

- C. Sustaining Membership (\$10.00) may be granted to any member in good standing by a two-thirds majority vote of the Board in cases where a prolonged absence or other compelling reason make it impossible or Impractical for the member or the member's family to use the club's facilities. Such status is terminated upon a member's return to the club.

- D. Honorary membership. This category of membership is to recognize a person who is not a member of the TSC but who has been or is exceptionally supportive of the TSC goals and programs.

Nomination: May be made by any member in good standing.

The nomination must be made in writing at the time of nomination.

The written nomination must give sufficient reasons for consideration of the nominee as an honorary member.

Nominee: A non-member who has supported the programs and goals of the TSC in an exceptional manner.

Election: Such memberships may be granted upon recommendation of the Board and two-thirds majority vote at a regular TSC business meeting.

Privileges: The Honorary member shall have all the rights and privileges of a full-paid member except this category shall have no voting rights.

- E. Life Membership. The most honored membership category recognizing a TSC member for their exemplary service to the TSC over a minimum of 10 years.

Nomination: May be made by any paid-up member with voting privileges. The nomination must be made in writing at the time of nomination. The written nomination must give sufficient reasons for consideration of the nominee as a life- member.

Nominee: Must have been a member of the TSC for a minimum of ten years and must have served the club with distinction.

Election: Such memberships may be granted upon recommendation of the Board and two-thirds majority vote at a regular TSC business meeting.

- F. Associate Membership (\$75.00) is open to individuals who are interested in sailing, and who crew with boat owners. This membership does not include voting privileges, or the privilege of racing as a boat owner or skipper. The Associate Member would receive all publications put out by the Thunderbird Sailing Club, such as the Mainsheet, and would be welcome to participate in all club racing and social events. There would be no initiation fee. Annual dues would be set by a vote of the club.
- G. Student Membership (\$25.00) is open to full-time students. This membership does not include voting privileges, but does include the privilege of racing as a boat owner or skipper. Students who regularly crew with Sailing Club members would be encouraged to join. Student members would receive all publications put out by the Thunderbird Sailing Club, such as the Mainsheet, and would be welcome to participate in all club racing and social events. There would be no initiation fee. Annual dues would be set by a vote of the club.
- H. Group Membership. This policy is to cover organized GROUPS that wish to acquire Thunderbird Sailing Club Group Membership. Examples of organizations are the Navy ROTC and OU Sailing Club. The Executive Committee will make final rulings on qualifications for each 'group' membership. The members of the GROUP will adhere to all Thunderbird Sailing Club Bylaws and Standing Rules. Membership fees are the same as one full voting membership in effect at that time. There is no pro-rating of dues for GROUPS. Full annual dues are due at

the time of membership and there shall be no refunds should membership be dropped. There must be one person who will represent the GROUP and who will be responsible for casting any votes on behalf of the GROUP and for keeping their membership notified of Thunderbird Sailing Club activities. Mailings will be sent to the representative. All members of the GROUP are invited to attend Thunderbird Sailing Club meetings, regattas, and social events. GROUP members who wish to race must pay the same fees for racing as regular members.

- I. Shared Boat Program member: a Regular TSC member in good standing, approved by the Shared Boat Council, with annual SBP membership fee paid in full.
  
3. Procedure for Membership is to complete an application furnished by the club, to sign a waiver provided by the club. Dues must accompany application and new members will be reflected in the MainSheet (Sample applications and waivers will be inserted in the Standing Rules.)
4. Transfer of Regular Membership will be allowed without further payment of dues only from a parent who becomes a member in order to provide a facility for a minor. A letter from the parent and an application from the former minor will effect the transfer. The parent is then no longer a member.
5. Dues are \$125.00 per year, due January 1 (effective Jan. 1, 2021). Members joining from January 1 to December 31 pay full dues. New membership from July 1 to December 31, dues are half the annual dues. A dropped membership may be reinstated by paying current dues or by other arrangement made with the Treasurer.
6. Refund of Dues is allowed only if a member is transferred from this area. Then dues may be refunded on a pro-rata basis as of the end of the last month the member is here, but a minimum of ten dollars is retained by the club.
7. Refund of Special Assessments, if any, as described in the motion calling for special assessments.

8. Depository for club funds shall be a Bank approved by the Board of Directors, and Co-signer with the Treasurer will be the Commodore.
9. Other Standing Committees:
  - A. Bylaws and Rules Committee will be reviewed annually by the TSC Board and consideration given to interpretations of the Bylaws and rules, reviews and updates those, and helps any member draft proposals for changes or additions.
  - B. Race Committee plans regattas and racing series for the year in cooperation with the Fleet Captain and committee; plans and carries out sailing activities for the membership; and publishes the program to the membership.
  - C. Membership Committee searches out prospective members and brings those qualified into the club; recommends and carries out membership programs as prescribed by the Board or membership.
  - D. Treasury Committee reviews Club and BoatHouse financial records annually.
  - E. The Lake Thunderbird BoatHouse Management Committee (henceforth 'Committee') manages the BoatHouse site, facilities and assets at the site (henceforth 'BH') site and facilities in a manner consistent with the mission of the BH and in liaison with Lake Thunderbird Educational Foundation.

Functions of the Committee are:

- a. Day to day operation - rental administration, scheduling, maintenance and security of physical assets.
- b. Liaison with pertinent public officials and with consortium organizations.
- c. Program development and outreach -- classes, instructor training, conferences, public relations and advertisement.
- d. Business management - fundraising, rental policy, proposals, financial planning, accounting and annual budget submitted to TSC Executive Committee.
- e. BH Committee reports to TSC Executive Committee.
- f. The chair of the Committee shall be appointed by the Commodore in consultation with the Committee membership; the candidate should have

a minimum of one year's' service on the committee or equivalent experience prior to appointment. The Chair shall be a non-voting member of the TSC Executive Committee. The term of office is unlimited.

- g. Committee members shall be appointed by and subcommittees constituted by the Chair in consultation with the Commodore and the TSC Executive Committee. Representation of consortium organizations on the committee will be encouraged.
- h. Accounts and financial records for the BH shall be separate from the TSC. The Chair and a Committee member designated as Committee Treasurer shall have check writing authority for the BH account of up to \$1000 per transaction, except for approved budgetary expenditures, without approval of the TSC Executive Committee.

F. Shared Boat Program/Council: The Shared Boat Council is the standing committee that manages the Shared Boat Program (SBP). The chair of the Council shall be appointed by the Commodore in consultation with members of the Shared Boat Program. The Chair shall be a non-voting member of the TSC Executive Committee. The term of office is unlimited. The Chair shall appoint two SBP members from each boat to serve on the Council.

- a. Definitions:
  - i. Shared boat: a boat titled to, and provided per agreement by the Lake Thunderbird Educational Foundation and/or TSC, to promote sailing and afford SBP members a shared alternative to private boat ownership, and to ensure appropriate boats are available to the TSC US Sailing Keelboat School.
  - ii. Shared Boat Program member: a Regular TSC member in good standing, approved by the Shared Boat Council, with annual SBP membership fee paid in full.
- b. Duties of the Shared Boat Council:
  - 1. To determine the number of SBP members per boat.

2. To approve or deny a TSC member's request to join the SBP.
3. To seek new members as needed.
4. To set dues for the members of each boat that equally apportion annual expenses including marina slip fees or storage, maintenance, and reserve funds.
5. To set up and manage calendars for boat use by SBP members and Keelboat classes.
6. To set guidelines for safe use of shared boats.
7. To hold meetings as needed.
8. To set an annual budget.
9. To report to the TSC board.
10. To ensure that SBP boats meet standards for use by SBP members and TSC US Sailing Keelboat School.
11. To submit funding requests of the BoatHouse Management Committee and/or TSC board as needed.

c. Provisions:

1. SBP membership dues are concurrent with the TSC fiscal year.
2. SBP membership dues may include the expectation of labor and/or additional assessments to meet unexpected expenses.
3. The depository of the SBP is the TSC treasury. The TSC Treasurer maintains a pooled account for all boats in the SBP, and out of that account pays expenses including slip fees and reimbursable maintenance or repair invoices.
4. The BoatHouse Management Committee uses the boats the sailing classes and therefore has an interest in the upkeep and availability of the boats; as such it and TSC may assist the SBP financially.

10. The Club Patch will be circular and three and one-half inches in diameter. Navy blue background with gold stitching will be used. A gold helmsman's wheel will be embossed on the blue, and will contain the words "Thunderbird Sailing Club--Norman, Oklahoma". Inside the wheel will be embossed a red Thunderbird. Official sketch is on file with Secretary.
11. Co-owners of boats must apply for separate memberships.