



# Constitution and Bylaws

**Port Dover, Ontario**  
Includes 2015 AGM Motions

**November 14, 2015**

## **CONSTITUTION 2014**

### **1. PREAMBLE**

- (1) Whereas the Port Dover Yacht Club, incorporated March twenty-third (23), 1946, of the former Town of Port Dover, now in Norfolk County in the Province of Ontario; hereinafter referred to as the Club, has obtained a charter from the Province of Ontario constituting it a body corporate and politic with all the rights and powers granted by the Charter and for the following purposes:

### **2. PURPOSE**

- (1) To encourage the sport of yachting, and to promote the science of seamanship and navigation  
 (2) To administer and maintain a suitable clubhouse and docking facilities for the recreational use of the members of the club  
 (3) To engage in, to provide facilities, and to provide equipment for any other sport or pastime usual to a yachting club as may be decided upon by its members  
 (4) To sell or dispose of land or property for the benefit of the members of the Club  
 (5) To do all such other things as are incidental or conducive to the attainment of these objects

## **BYLAWS**

### **1. MEMBERSHIP:**

#### **(1) MEMBERS:**

- (a) Membership in the club shall consist of male and female Members and their families by association. Children under 19 years to be considered family Members.  
 (b) Both spousal Members shall be named in the membership listing. Both spousal Members shall have the right and privilege of voting. (However, only one shall vote on any particular question.) *Rev. 1998*  
 (c) Should one spouse pass away, the surviving spouse shall retain membership in the Club and this membership shall remain intact, complete with all acquired seniorities. *Rev. 1998*  
 (d) In the event of a marriage breakup, the spousal Member by association may, upon written application to the Board of Directors, apply for membership. Acceptance shall be at the discretion of the Board of Directors. The applicant shall pay a full initiation fee and full membership dues.  
 (e) The family of a Member, being a Member by association, is permitted to participate in the functions enjoyed by Members, upon payment of any required fee for that function.  
 (f) The word "Member" in the Constitution and Bylaws refers to Full and not Associate unless so specified. *New 2001*  
 (g) The number of members, exclusive of life members, be limited to 160. *New 2006*

#### **(2) PDYC ASSOCIATES:**

- (a) Associates shall consist of male and female Associate and their families by association. The spouse and children of Associates under 19 years of age are to be considered family members. *1994*  
 (b) Associates shall not have the power of voting.  
 (c) Associates shall not acquire membership seniority.  
 (d) Associates shall not be entitled to reciprocal dockage privileges at other yacht clubs. This shall be indicated on membership cards if they are supplied.  
 (e) The number of Associates will be limited to 75. *New 2001*  
 (f) The Associates shall have full use of the facilities of the Club including overnight docking privileges at the Club upon payment of the prescribed fees. Guests of an Associate must be accompanied by the Associate at all times while on Club property. *Rev. 2014*  
 (g) The Associate, any family of an Associate and any guests of an Associate are permitted to participate in the functions enjoyed by Members upon payment of any required fee for that function.  
 (h) One spousal Associate shall be named to the listing. Upon written application to the Board of Directors the Associate may be transferred to the other spouse.  
 (i) Should one spouse pass away, the surviving spouse has the privilege of changing the Associate to his or her name upon written application to the Board of Directors.  
 (j) In the event of a marriage breakup, the spousal Associate by association may, upon written application to the Board of Directors, apply for Associate status. Acceptance shall be at the discretion of the Board of Directors. The applicant shall pay a full Associate fee.  
 (k) International Associates are available. The number of said Associates to be outside of the current limit of 75. (per (e) above) *New 2004*

### **1. 2. ADMISSION**

- (1) To be admitted as either a Member or an Associate the candidate must demonstrate an interest in yachting. *Rev. 1999*  
 (2) An application for Membership or Associate shall be made on the form approved by the Board of Directors. It shall be signed by a proposer and a seconder, both of whom shall be members in good standing. It shall be accompanied by an entry fee, which is composed of the current dues and initiation fee. *Rev. 1994*  
 (3) Should an Associate make application to become a Member, the candidate shall receive credit for 50% of his or her Associate dues towards the initiation fee for admission as a Member based on continuous Associate status immediately prior to the application for Full Membership. In no case shall such a candidate receive credit for more than 50% of the current initiation fee. *Rev. 2003*  
 (4) An application shall be posted on the Club notice board during the normal operations of the clubhouse for fourteen (14) days before being voted upon by the Board of Directors. Off season posting shall be via the Club Newsletter. The Board of Directors shall not vote on the application until thirty (30) days from the date of the Newsletter has lapsed. ( see 2 (5) )

- (5) Members or Associates who are in good standing may change from an Associate to a Member or Vice-versa without the requirement of being posted. The Board of Directors shall vote on the application at its next scheduled meeting. *New 2003*
- (6) It shall be the duty of any Member to communicate to the Membership Director, any information the Member may possess, favourable or unfavourable, regarding the candidate.
- (7) If the majority of the Members present at a duly constituted meeting of the Board of Directors are in favour, the candidate's application shall be declared approved and membership seniority is established as of that date. Where more than one application is approved at meeting, the Directors shall list the membership seniority in order of the dates the applications were received by the Membership Chairman. *Rev. 2003*
- (8) If the application is rejected by the Board of Directors, the candidate shall be promptly notified and the entry fee returned.

### **3. DUES – ASSESSMENTS – FEES & REINSTATEMENTS**

#### **A. DUES and FEES**

1. All dues and fees for initiation, Membership, Associate, Dockage and Winter Storage shall be set at an Annual General Meeting for the following year. *Rev. 1999*
2. Effective January 1, 2012, dues and dockage not paid by February 1st. will be assessed a 10% late fee. *Rev. 2011*
3. Winter storage fees must be paid by December 1st following the A.G.M. for the current storage period. *Rev. 1999*
4. After March 1st in any year, a Member or Associate in arrears for any dues, fees or assessments (if applicable), shall automatically be suspended. *Rev. 2002*

#### **B. ASSESSMENTS**

- (1) Assessments shall be imposed only for special projects and shall be removed when the project is complete and paid for.
- (2) Assessments to be levied shall require a two-thirds (2/3) majority vote of the Members present and voting at an Annual General Meeting or a Special General Meeting called for that purpose.

#### **C. REINSTATEMENTS**

- (1) Any Member may be reinstated, after suspension, by the Board of Directors.
- (2) A Member, or Associate so suspended, to be reinstated shall pay in addition to all outstanding dues, fees and assessments, one-half (1/2) of the current dues. *Rev. 2002*
- (3) Members who have resigned in good standing, to be reinstated, shall be eligible for membership upon submitting an application for membership form, together with payment of dues for the current year and one-half (1/2) of the current initiation fee. Associates who have resigned in good standing, to be reinstated shall be eligible for Associate status upon submitting an application form together with the payment of dues for the current year. The Board shall vote on the application at its next scheduled meeting. *New 2003*

#### **4. LIFE MEMBERS**

- (1) A Life Member is one whom the Board of Directors may, by unanimous vote, so elect in recognition of important or distinguished service rendered to the Club or who may be elected by a two-thirds (2/3) vote of the members of the Club present at an Annual General Meeting. Life Members shall be entitled to all the privileges of the Club and shall be exempted from all membership dues.

#### **5. ELIGIBILITY TO VOTE**

- (1) A Member shall be considered in good standing and eligible to vote on all Club matters if the Member's dues, fees and assessments have been paid or the Member is not under suspension
- (2) A Member may vote by proxy. Such proxy shall be a Member in good standing, but before voting shall produce and deposit with the secretary sufficient appointment in writing. *Rev. 1998*
- The number of proxies that a Member brings to a meeting shall be limited to three, beginning in the year 2006. *Rev. 2005*
- (3) The Chairman of the meeting shall only have a vote in the case of a tie vote.

#### **6. LIMIT**

- (1) The membership of the Club shall be limited in number to the capacity of the Club facilities at the discretion of the Board of Directors.

#### **7. DISCIPLINE**

- (1) Members are bound by the Constitution, Bylaws and Rules of the Club.
- (2) Any Member or Members having a complaint against another Member or Members of an infraction of any Bylaw or Rule, or for conduct injurious to the welfare of the Club, may report the same, in writing, to the Board of Directors. Such report shall set forth the facts of the case, together with the names of witnesses, if any. After receiving such complaint, a meeting of the Board of Directors shall be held as soon as practicable but not later than thirty (30) days after receiving such complaint to investigate the same. For such meeting, the complainant or complainants and the Member or Members complained thereof shall receive at least five (5) days notice, and may be heard with their witnesses. The statements and evidence shall be reduced to writing and filed with the Secretary. The Board of Directors shall have the powers to suspend or expel a Member thus complained of, or impose other penalties. The decision of the Board of Directors shall be mailed to the complainant or complainants and to the Member complained of. An appeal from the decision of the Board of Directors may be taken to the membership of the Club within five (5) days thereafter, by serving upon the Commodore a written notice of appeal. A Special General Meeting of the general membership of the Club shall thereupon be called for the consideration of the case, and two-thirds (2/3) vote of the Members present shall be necessary to reverse the action of the Board of Directors.
- (3) A Member who is suspended shall not enjoy any of the privileges of the Club or participate in its activities.

#### **8. RESIGNATION**

- (1) A resignation, death or forfeiture of membership for any cause, shall operate as an assignment and release to the

Board of Directors as trustee of the Club, all the rights, title and interests of such Member in and to the property and assets of the Club.

**9. DOCKAGE** (Appendix A, page10)

**10. BOARD OF DIRECTORS**

- (1) The affairs of the Club shall be managed by a Board of eleven (11) Directors, consisting of five (5) Flag Officers; namely, Commodore, Immediate Past Commodore, Vice-Commodore, Rear Commodore, and Fleet Captain, who shall rank in order named, and six (6) Directors. These together shall form the Board of Directors.

**11. ELIGIBILITY FOR DIRECTORS**

- (1) A Member in good standing is eligible to hold office on the Board of Directors as a Director or Flag Officer. Exception: To be elected to the position of Commodore the Member must have been on the Board of Directors for one full year. *Rev. 1999*

**12. ELECTION OF DIRECTORS**

- (1) The Board Members shall be elected by the Club Members at an Annual General Meeting and the term of office shall be the calendar year following their election or until qualified successors are elected or appointed. The whole Board shall be elected at each Annual General Meeting. *Rev. 2009 & 2014*
- (2) Any Officer or Director shall be eligible for re-election if qualified.
- (3) The Immediate Past Commodore shall be, ex officio, a Member of the Board of Directors.
- (4) Any Board Member may, at any time for cause, be removed from office at a Special General Meeting called for that purpose, and another elected in that Member's stead. A Member so elected shall hold office until the next Annual General Meeting.

**13. VOTING FOR DIRECTORS**

- (1) All voting for Board Members shall be by secret ballot.
- (2) The Commodore shall appoint Two (2) scrutineers to distribute, collect and count the ballots.
- (3) When a vote by ballot results in a tie vote, a second (2) vote shall be taken immediately and thereafter if a tie vote remains, a maximum of three (3) votes shall be taken. If at the end of the two (2) extra votes the tie still remains unbroken, the Commodore shall cast the deciding vote.

**14. VACANCIES – BOARD OF DIRECTORS**

- (1) The office of a Member of the Board of Directors shall become vacant if the Member is absent from three (3) consecutive regular meetings of the Board without being authorized to do so by a resolution of the Board and entered in its minutes.
- (2) If the Office of Commodore becomes vacant, the Vice-Commodore shall fill that office for the remainder of the term.
- (3) If the Office of any other Flag Officer becomes vacant, it may be filled by a Board Member, who is so qualified, for the remainder of the term.
- (4) If the Office of any other Board Member becomes vacant, it may be filled from the General Membership for the remainder of the term.
- (5) As long as a quorum of Directors remains in office, vacancies on the Board may be filled, by a majority vote of the remaining Directors. Otherwise a Special General Meeting shall be called within thirty (30) days of the occurrence to fill such vacancy.
- (6) In the event that there is no functioning Board of Directors in office, a Past Commodore Advisory Committee (#22) will act as trustees in the ongoing operation of the Club until such time as a new Board is duly elected by the membership at a Special General Meeting. *New 2014*

**15. APPOINTMENT – AUDITOR**

- (1) An Auditor, (or Auditors) shall be appointed at the Annual General Meeting. If the position becomes vacant during the term of office, the Board of Directors shall appoint a new auditor. *Rev. 2000*

**16. RESPONSIBILITIES AND DUTIES – BOARD DIRECTORS AND AUDITOR(S)**

- (1) The well being of the Club and the management of its property shall be vested in the Board of Directors for the benefit and enjoyment of the members.
- (2) The Board of Directors shall not contract any debt exceeding twenty thousand dollars (\$20,000.00) unless approved by the Members at an Annual General Meeting or Special General Meeting called for that purpose. *Rev. 2011*

**(3) DUTIES**

**A. The Commodore shall:**

- Call and reside at all General, Board of Directors and Nomination Meetings
- Call a General Meeting whenever so requested in writing by ten (10) or more Members
- Be responsible for the enforcement of the Constitution and Bylaws of the Club
- Call a meeting of the Board of Directors immediately following an Annual General Meeting for the purpose of electing, from the Directors, a Secretary, and Treasurer
- Have authority to co-sign cheques with the Treasurer or Vice-Commodore
- Sign the minutes of General, Directors, and Nomination Meetings
- Be a signing officer of the Club
- Be an ex officio member of all committees of the Club

- Have authority to co-sign all legal documents with the Treasurer
- Generally supervise the affairs of the Club subject to the authority of the Board of Directors

**B. The Immediate Past Commodore shall:**

- Advise the Board of all matters brought before it, when so required.
- Sit as a Member of the Nominating Committee.
- Sit as a Member of the Advisory Board.

*AGM 2014*

**C. The Vice-Commodore shall:**

- Assist the Commodore in the discharge of the duties of that office
- Officiate when the Commodore is absent
- Be responsible for the Bar, Bar Steward, supplies, permits, and general supervision of the bar in accordance with the terms and conditions of the current liquor license
- Have authority to co-sign cheques with the Commodore or Treasurer

**D. The Rear Commodore shall:**

- Assist the Commodore and Vice-Commodore in the discharge of their duties
- Officiate in their absence
- Assign and supervise the mooring and/or docking of all vessels made fast to the Club premises
- Assign and supervise the winter storage of vessels on the Club premises
- Cause the collection and accounting of all mooring, docking, and winter storage fees to be made
- Be known as the "Dock Master"

**E. The Fleet Captain shall:**

- Assist the Commodore and Vice-Commodore and the Rear Commodore in the discharge of their duties
- Officiate in their absence
- Be in charge of all social activities

**F. The Secretary shall:**

- Keep the minutes of all the General and Directors' Meetings
- Receive and conduct the correspondence of the Club under the direction of the Board of Directors
- Keep, file and be responsible for all records, reports and communications connected with the affairs of the Club
- Prepare an agenda in consultation with the Commodore and distribute when required
- Prepare minutes and distribute when required
- Following a Special Meeting or an Annual General Meeting, incorporate the decisions of those meetings into the Constitution or Policies within 90 (ninety) days and post for the Members and Associates.

*New 2014*

**G. The Treasurer shall:**

- Oversee and care for the collection and disbursement of all Club revenues
- Cause true accounts to be kept of the assets and liabilities of the Club
- Cause true accounts to be kept of the sums of money received and expended by the Club
- Deposit all monies and other valuable effects in the name of and to the credit of the Club with such banks as may be designated from time to time by the Board
- Be responsible for the safe keeping of the Club Seal
- Pay all accounts under the direction of the Board
- Have authority to co-sign cheques with the Commodore or Vice-Commodore
- Furnish to the Board of Directors at regular meetings thereof or whenever required a statement of the Club bank balance and a full account of all transactions
- Cause wage records of all Club employees to be kept
- Be responsible for the payment of wages
- Place before the membership at a General Meeting a proposed budget for the upcoming year
- Present to the membership at the AGM, an audited statement of the Club's income and expenditures for the immediate preceding year

*New 2014*

**H. The Directors shall:**

- With the Flag and other Officers constitute a Board or Management, and shall generally direct the affairs of the Club
- Be appointed as those persons responsible for the following functions:

**House:**

- Repair and maintenance of the Clubhouse, furnishings and equipment and supplies, with the exception of those areas and equipment identified in the duties of Vice-Commodore and such other duties as may be assigned by the Board

**Grounds:**

- Repair and maintenance of lawns, walkways, parking lots, driveways, gardens, shrubs, trees, outside water, lighting, and electrical services, fences, gates, sports equipment, flags and poles, accessory building, outside furnishings, docks, and moorings, and such other duties as may be assigned by the Board

**Membership:**

- Keep a current list of Members, Associates and addresses and shall cause invoices to be sent demanding dues and entry

fees when required and shall inquire into the desirability and character of applicants for membership and so report to the Board and such other duties as may be assigned by the Board

**Sailing Coordinator:**

- Act as a liaison person between the Club and the Race Division, for the purpose of coordinating the Race Division's mandate to promote sailboat racing and such other duties as may be assigned by the Board

**I. The Auditors shall:**

- Submit to the Annual General Meeting a statement of the accounts and records of the Club, including a balance sheet and financial statement and shall cause a copy to be made to all Club Members

**17. COMMITTEES**

The Board may appoint such committees as it may, from time to time, consider advisable.

**18. POWERS OF COMMITTEES**

Committees shall have power only to make recommendations to the Board or to the Members at a General Meeting.

**19. MEMBERSHIP ON COMMITTEES**

Membership of the committees shall be appointed by, and hold office at, the pleasure of the Board. Such committees shall consist of at least three (3) Members, of which one (1) shall be a Director of the Board, through whom the committee shall act.

**20. REPORTS OF THE COMMITTEES**

Each committee shall submit to the Board such reports as the Board may request.

**21. NOMINATING COMMITTEE**

Notwithstanding Bylaw 17, a standing committee known as the Nominating Committee shall be formed with the current Commodore and at least four (4) Past Commodores in good standing, sitting as Members. The Commodore shall be the Chairman of the committee. It shall be the committee's duty to seek out qualified Club Members who are willing to let their names stand for the position in the Notice of Meeting for the Annual General Meeting.

*Rev. 2014*

*Rev.2015*

**22. DOCKAGE COMMITTEE**

A standing committee, known as the Dockage Committee, shall be formed annually. The Committee shall be comprised of at least two past Dock Masters and one additional Member. A minimum of one Member will represent power boats and a minimum of one will represent sailboats. The Committee will be chaired by the current Dock Master. The Committee will assist the Dock Master with matters of membership seniority, dockage rental history, transfer requests, leaves and seniority lists for new dockage applications.

**23. ADVISORY BOARD**

Notwithstanding Bylaw 17, an Advisory Board shall be formed as a Standing Board and shall consist of no fewer than four (4) Past Commodores in good standing. The duties of the Advisory Board shall be to submit recommendations on all matters referred to them by the Board of Directors. Such recommendations shall be in writing and submitted as soon as is practical.

*Rev. 2015*

**24. RACE DIVISION**

Notwithstanding Bylaw 17, a standing division to be known as the Race Division shall be recognized. The Race Division shall have an Executive Committee consisting of a Chairman, Secretary, Treasurer and at least two (2) Members. One of the executive shall be the Sailing Coordinator of the Club. It shall be his / her duty to organize and promote sailboat racing. The Race Division shall collect its own membership dues and shall be responsible for its own expenses and equipment. The Race Division shall submit the annual schedule of events each year to be approved by the Board of Directors of the Club to implementation.

*Rev. 2015*

**25. SAILING SCHOOL**

Notwithstanding Bylaw 17, a standing division to be known as the Port Dover Yacht Club Sailing School (the School) shall be recognized. The School shall have an Executive Committee consisting of at least 2 Members. The P.D.Y.C. Sailing Director will sit on the Committee as an ex-officio Member and act as a direct liaison to the Board of Directors. This Executive Committee shall organize a summer sailing school in the Port Dover area. The School shall collect its own registration dues and shall be responsible for its own salaries, expenses, and equipment. The Port Dover Yacht Club (P.D.Y.C.) shall continue to maintain and pay for the P.D.Y.C. membership with the Ontario Sailing Association (O.A.S.) and the School shall continue to enjoy the benefits of that membership, including the O.A.S. insurance coverage. The School will report regularly to the Board of Directors, including a final operational and financial report at the P.D.Y.C. Annual General Meeting.

*Rev. 2015*

**26. FIRST MATES SECTION**

Notwithstanding Bylaw 17, a standing section to be known as the First Mates Section shall be recognized. The First Mates Section shall have an Executive Committee consisting of a President, Immediate Past President, when applicable, Vice-President, Secretary, Treasurer and a maximum of six (6) other Members. One of the Executive shall be the Mates' section representative to the Club's Board of Directors. It shall be the First Mates Section's role to assist the Board of Directors in the operation of the Club.

*Rev. 2015*

**27. GENERAL**

Rev. 2015

**A. Fiscal Year**

- (1) The fiscal year shall be from January 1 to December 31 each year.
- (2) The Treasurer shall present to the Annual General Meeting a statement of income and expenditures for the period January 1 to as close a date to the AGM as possible, in any case, no later than the last day of the preceding month.
- (3) A statement of income and expenditures for the fiscal year immediately ended shall be available to Members after the Club opening each spring.
- (4) The Treasurer shall present to the membership at the AGM an audited statement of the Club's income and expenditures for the immediately preceding year.

Rev. 2014

**B. Revisions**

Any part or parts of this Constitution and Bylaws may be amended, repealed, or any additions made thereto at any properly constituted General Meeting by a two-thirds (2/3) majority vote of the Members present.

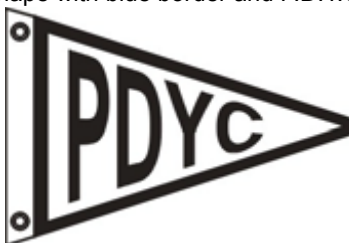
**C. Member's and Associate's Privileges and Obligations**

- (1) In this Bylaw, the word member, member's or members will refer to Members and Associates. Rev. 2002
- (2) This Constitution and Bylaws shall be made available to the Members and Associates in the manner determined by the Board of Directors so that every member may become familiar with them.
- (3) The Club shall have a lien for all berthage and / or yard storage fees upon the vessel and all other goods and chattels of any Member, stored, or being upon the Club premises. This lien shall be enforced and collected in the manner provided by the Repair and Storage Liens Act.
- (4) Each member shall operate a vessel in or about the Club area at the member's own risk. In the event that the member shall enlist or be offered assistance of or by the Club's employees, of other members, the member agrees that during the period of such assistance, the said persons shall be the member's unpaid employees or agents and deemed to be under the member's own sole direction and controls, and likewise with regard to the use of any Club equipment.
- (5) Members may introduce guests and extend to them Club privileges, in accordance with the conditions set forth in the Club Bylaws and Rules.
- (6) Each member shall notify the Secretary in writing of any change of address.
- (7) Each member of the Club who brings a vessel, motor vehicle, person, chattels, guests or otherwise upon the Club premises, water area or docks, does so at the member's own risk, as to fire, theft, accident, collision, or otherwise, and a member of the Club specifically waives any liability or responsibility by the Club to the member or member's family, friends, crew or visitors. Each member shall accept the conditions of the Club's premises, building, grounds, walks, docks, vessels and other facilities as is, thereby the member wholly saves harmless and indemnifies the Club, its directors, committees, servants, employees, agents and any other person for whom the Club may be legally responsible, of and from all liability for any loss or damage whatsoever.

**D. Club Colours – Flags (Burgee) and Pennants**

The Club Colours shall be blue and white.

The Club Burgee shall be triangular in shape with blue border and P.D.Y.C. letters in the centre of a white field.



**Flag Officers' Pennants:** shall be rectangular in shape, width to be two-thirds (2/3) of length

**Commodore:** The device shall be a white fouled anchor encircled by thirteen (13) five (5) pointed stars in the centre of a blue field.

**Past Commodore:** The device shall be a white fouled anchor and three (3) five (5) pointed stars in the centre of a blue field.

**Vice-Commodore:** The device shall be a white fouled anchor encircled by thirteen (13) five (5) pointed stars in the centre of a red field.

**Rear Commodore:** The device shall be a red fouled anchor encircled by thirteen (13) five (5) pointed stars in the centre of a white field.

**Fleet Captain:** The device shall be a blue fouled anchor in the centre of a white field.

**E. Twenty-five Year Membership Recognition**

There shall be a 25 year membership recognition pin presented to those members so qualified, each year.

**28. MEETINGS**

Rev. 2015

**A. Procedure at Meetings**

- (1) That meetings of the Port Dover Yacht Club be conducted with regard to Parliamentary Procedure. (Based on Robert's Rules of Order)

Rev. 1994

**B. Nomination Committee Meeting**

- (1) There shall be held each year in the month of August a Nomination Committee meeting for the purpose of receiving nominations for four (4) Flag Officers, six (6) Directors, and recommendations for the Auditor(s) to be appointed.
- (2) The Commodore shall give "Notice of Meeting" fifteen (15) days prior to the meeting.
- (3) Order of Business of the Nominating Committee Meeting:
- Call meeting to order
  - Roll call
  - Reading of communications
  - Consideration of nominations
  - Adjournment

**C. Annual Meeting**

- (1) There shall be held at the Club each year during the period from October fifteenth (15) to November fifteenth (15), an Annual General Meeting of Members for the purpose of receiving and considering the reports from the Board of Directors, Auditor(s) and Nominating Committee. The membership at this meeting shall elect by ballot, if necessary, the Members of the Board of Directors for the next ensuing year, appoint the Auditor(s) and vote on such motions as have had proper notice given, and such other business as may be properly brought forward.
- (2) Any Member may nominate a Member to hold office as specified in "Eligibility for Directors" provided that three (3) Members have signed the nomination. The nomination shall be delivered to the Club Secretary a minimum of thirty (30) days prior to the General Meeting for the election of the Board of Directors. Rev. 2014
- (3) A quorum for the transaction of business at any General Meeting of Members shall be twenty per cent (20%) of the membership in good standing and eligible to vote.
- (4) The membership shall be notified at least thirty (30) days prior to the General Meeting that notices of motions are to be filed with the Club Secretary at least twenty (20) days before the date of the meeting.
- (5) The notice calling the Annual General Meeting shall be accompanied by a copy of all notice of motions, resolutions, and a list of all candidates proposed by the nominating committee.
- (6) The notice of this meeting shall be sent to each member by ordinary or electronic mail to the last address on the membership roll, at least fifteen (15) days before the date of the meeting. Rev. 1999
- (7) Order of Business of the Annual General Meeting:
- Calling meeting to order
  - Roll Call of Members to confirm the quorum
  - Approval of the agenda
  - Welcome to new Members and any guests
  - Reading of the minutes of the previous Annual General Meeting and approval
  - Business arising out of the minutes
  - Communications
  - Reports from the Board of Directors
  - Auditor's report
  - Motions for which notices have been given and voting on said motions
  - Business from Members (for which notice has been given)
  - Election of the Board of Directors
  - Appointment of Auditor(s)
  - Other business
  - Adjournment

**D. Special Meeting**

- (1) A Special General Meeting of the Members may be called at any time. The call for a meeting may come from the Board of Directors, the Commodore, or on the petition in writing of any ten (10) Members in good standing to the Secretary. The Commodore shall, within five (5) days of the call for a meeting, cause notices calling for such meeting to be sent to each Member by ordinary or electronic mail to the Members' last address, at least fifteen (15) days before the date of the meeting and shall state the date, place and purpose of the meeting. Rev. 1999
- (2) A quorum for the transaction of business at any Special General Meeting of Members shall be twenty per cent (20%) of the membership in good standing and eligible to vote.
- (3) Order of Business of the Special General Meeting :
- Calling meeting to order
  - Roll Call of Members to confirm the quorum
  - Reading of notice calling the meeting
  - Considering and voting upon the subjects for which the Special Meeting is called
  - Adjournment

**E. Board of Directors' Meeting**

- (1) The Board of Directors Meeting shall be held at the Club or elsewhere within the Province of Ontario as the Board, by resolution, shall appoint. They shall meet at least once a month in the current year for the purpose of conducting Club business. No formal notice of any such meeting shall be necessary if all the Directors are present, or if those absent sign a waiver of notice consenting to a meeting being held in their absence.



- (2) A Special Board Meeting may be held at any time at the call of the Chair, the Vice-Commodore or by any two (2) Directors, or by the Secretary on the direction of any of the foregoing. Notice of such a meeting shall be delivered by ordinary mail, telephone or other means of communication to each Director, not less than two (2) days before the proposed meeting is to take place. A written declaration signed by the Commodore or by the Secretary that notice has been given in accordance with this Bylaw shall be sufficient and conclusive evidence of the giving of such notice.
- (3) A meeting of the Board of Directors shall be held, without notice, immediately following the Annual General Meeting.
- (4) A quorum at the Board of Directors' Meeting shall consist of at least six (6) Members of the Board of Directors to transact business.

(5) **Order of Business at Directors' Meeting**

*Rev. 2004\_*

- Call to order
- Roll Call
- Approval of minutes
- Business arising from the minutes
- Directors' Reports
- Flag Officers' Reports
- First Mates' Liaison
- New Business
- Adjournment

**29. RULES AND REGULATIONS**

*Rev. 2015*

(1) **Entering the Premises**

Members and Associates, when entering the Club premises, shall show their membership cards or otherwise identify themselves when requested.

*Rev. 2014*

(2) **Private Property**

Members and Associates shall not use the private property belonging to other members without their permission. All private property left in the Clubhouse or on the Club property shall be at the owner's risk. No Member's private property shall be left in the Clubhouse or on the Club property from November 15th to April 15th without the approval of the Board of Directors. Member's private property means the accessories of boating and does not mean a vessel for which dockage has been assigned.

*Rev. 1998 & Rev. 2014*

(3) **Club Property**

Members or Associates shall not remove any Club property from the Club property without permission of the Board of Directors. When property is thus removed, Members or Associates removing same shall post a list of the articles removed, together with their name and date, upon the bulletin board and a copy of the said list to the Club Secretary.

*Rev. 1999 & Rev. 2014*

(4) **Private Parties**

Members or Associates desiring the use of the Clubhouse for private parties shall apply to the Board of Directors for permission stating the nature of the party, the number of people, and services expected and the date desired. A clean-up deposit and rental fee is required, payment of which shall be made in full prior to the event. The Member(s) or Associate(s) shall be responsible for setting up, clean up and any damages as a result of the event. The Board of Directors shall set fees and deposits. No Clubhouse rentals permitted on Friday nights.

*Rev. 2006 & Rev. 2014*

(5) **Swimming or Fishing**

There shall be no swimming from the docks or from the Club property.

(6) **Guests of Vessel Owners**

Vessel owners must register all guests and crews passing through the Clubhouse or premises and such owners shall be held responsible for their guests and crews.

(7) **Attire**

Proper attire, including shoes, must be worn at all times in the Clubhouse. No bathing suits are to be worn inside the Clubhouse.

*Rev. 1998*

(8) **Children**

Children are not permitted in the kitchen, or to play roughly or romp in the Clubhouse, to play tag, run, romp on the docks at any time. Persons under nineteen (19) years of age must be accompanied by parents or guardians to be admitted to the licensed areas of the Clubhouse.

(9) **Pets**

Pets will not be allowed in the Clubhouse at any time and must be on a leash when on Club property and all animal waste shall be cleaned up by the pet owners.

(10) **Visiting Vessels**

All visiting vessels, including vessels of P.D.Y.C. Members and Associates, must be registered upon arrival at the Clubhouse. Only visiting P.D.Y.C. Members, Associates and members of recognized Yacht Clubs shall be allowed the privileges of dock facilities and the Clubhouse.

*Rev. 2014*

(11) **Winter Storage**

Winter storage shall be from the day after the Annual General Meeting to the day before spring clean-up.

(12) **Dockage Rules and Regulations**

Dockage rules and regulations shall be published annually and circulated. A copy shall be posted on the Club bulletin board. See Appendix "A". Dockage Rules and Regulations shall be presented by the Board of Directors to the membership at an Annual General Meeting if an amendment is to be considered.

(13) **Conflict of Interest Policy**

PDYC has a Conflict of Interest Policy that all Board Members and Committee Members shall be familiar with and adhere to.

*New 2015*

**APPENDIX "A" TO BYLAW 27 (12)**  
**PORT DOVER YACHT CLUB DOCKAGE RULES AND REGULATIONS**

**A. DOCKAGE SENIORITY – as amended **November, 2015****

- (1) Dockage Seniority is determined by the total number of years of dockage rental history up to and including the previous rental year. In cases where Members have the same total number of dockage rental years, then Bylaw 27 (12) Appendix "A", C (11) applies. In cases where applicants have no dockage rental history, seniority will be based on the total number of years of club membership. In such cases, applicants with the greatest number of years are deemed to have the greater dockage seniority than those with fewer membership years. In cases where applicants have the same total number of membership years, the actual date membership was conferred will be used.
- (2) Dockage Seniority shall be the primary consideration in the assignment of available docks. Dockage Seniority shall not be used to displace other Members with less Dockage Seniority from their assigned slips.
- (3) Any seniority for dockage is based on continuous membership.
- (4) Members, without Dockage Seniority, who are applying for dockage, qualify by date of membership seniority.
- (5) Application for dockage and transfer of assigned dockage must be made in writing every year to the Dock Master. All such applications received by the Dock Master before the specified deadline shall be considered equally.
- (6) Every year when the dock assignments are completed, the Dock Master will submit the revised Dockage Seniority list to the Board of Directors for scrutiny and ratification. The scrutiny will examine all changes from the previous list and verify the membership seniority of newcomers in accordance with Bylaw 2, Par. 6. The Dockage Seniority list will be then ratified by the Board of Directors, signed and dated by the Dock Master and posted. *New 2002*
- (7) Fees for dockage not received by March 1st shall result in loss of assigned dockage. *Rev. 1994*
- (8) New applications for assigned dockage and requests for transfer of assigned dockage must be received by the Dock Master by February first (1). *Rev. 1994*
- (9) Should a Member refuse adequate assigned dockage, the Member must re-apply in writing to reinstate his or her seniority.
- (10) Members and spousal Members shall not be assigned a second dock. *New 2003*
- (11) **Every Member with dockage shall pay the applicable dock rate for their slip plus \$100.00 for the Dockage Reserve Fund.** *Rev. 2015*
- A committee of four (4) will be established, the Grounds Member from the Board of Directors and three (3) others who must have a boat docked that year and one (1) each from the main area, the island and the lagoon will be appointed. Since these funds will only be applied to capital dock expense, the Committee will advise and be the liaison with the Board for use of these funds. For the purposes of this section, a "dock user" shall be considered to be the Member that actually docks their boat in the given slip for that year. Dock Reserve Funds SHALL ONLY be spent upon the approval of the membership at an Annual General Meeting or Special Meeting. *Rev. 2014*

**B. PARTNERSHIPS**

- (1) Lease and Partnership agreements must be submitted to the Dock Master before a dock is assigned. *Rev. 2004*
- (2) All Partners in the ownership of the vessel must be Members of the Club.
- (3) Dockage Seniority will accrue only to the Member who was assigned the dock originally.
- (4) When a Partnership is dissolved the Dockage Seniority remains with the Member who originally applied for the dock. The other partner(s) must apply for dockage in compliance with "Dockage Rules and Regulations, Section A" *Rev. 1999*

**C. GENERAL DOCKAGE RULES**

- (1) Upon approval by the Board of Directors, it is permissible for a Member to release for a period of one (1) year, with the maximum of one (1) in five (5) years that Member's assigned dockage. This Member's assigned dockage will revert back to the individual for the following years. Starting in the 2014 boating season, no Dockage Seniority for that year will be accrued by any individual that takes a one (1) in five (5). Request with reasons i.e., sickness, trading vessel, damage, etc., for release of dockage shall be given in writing, and be acceptable to the Board of Directors prior to the deadline for dockage renewal. Members who took advantage of this 1 in 5 Rule prior to 2014 shall retain their Dockage Seniority for their 1 in 5 year (s) in accordance with the dockage rules that were in effect at the time. *Rev. 2013*
- (2) Should it prove beneficial to the Club membership and Club operation in general, the Board of Directors shall direct the Dock Master to arrange transfer of dockage of any vessel to a more appropriate size dock.
- (3) The Owner is totally responsible for the proper mooring of that person's vessel at all times.
- (4) No vessel accessories, which impede safe walking passage, are to be left on the Club grounds or docks.
- (5) Dinghies or small vessels shall not be stored on Club grounds except in area provided on the far end of the island. All dinghies and small vessels are to be stored in the dinghy storage rack.
- (6) Club Members may not alter or adjust dock facilities without the permission of the Board of Directors.
- (7) Dockage is not transferable between Members without the Board of Directors approval.
- (8) If the Dock Master is requested by Members to allow them to exchange slips on a temporary basis, he must first offer the slips in question to other Member(s), in order of seniority, who have requested a change in dockage. If Members with more seniority decline the offer of the slip(s) the Dock Master shall approve the request. *Rev. 1999*
- (9) Where it is known by the Dock Master that a slip which has been assigned to a Member will be unoccupied for a period of time, then the Dock Master may offer the use of that slip for that specific period of time, which is less than one season, to Members in the following order: *Rev. 2003*
- First:** In order of Dockage Seniority, to Members with assigned slips who have applied for transfer
- Second:** In order of membership seniority to Members who applied for but did not obtain slips. No further seniority will accrue from this arrangement. The Member will be charged dockage determined on a pro rata basis with the

- season being from Club opening to Club closing
- (10) Members may not reserve their docks when their vessels are absent from the Club.
- (11) Members may give up their dock and retain their accumulated dockage seniority to that date: no further dockage seniority will be accumulated until the Member applies for and is assigned another dock. *New 2003*
- (12) Notwithstanding Bylaw 27 (12) Appendix A (C) 1, any docking Member who does not use their assigned dock for a period of three (3) consecutive seasons, loses that dock and it reverts back to the Club, to be reassigned the following season. The Member keeps their Dockage Seniority as long as they retain their membership and will be assigned another dock, according to their seniority when they return. (Remaining clauses to be renumbered from 13 to 21). *New 2004 Rev. 2005*
- (13) In the absence, overnight, of a Member's vessel, the dockage reverts to the Club for temporary rental.
- (14) All sailing vessel owners must take reasonable measures to prevent halyards from slapping against the mast.
- (15) Any Member of the Board of Directors may request removal of any vessel from the Club's dockage areas which is considered a hazard to other vessels, or where owners fail to abide by any Club dockage rules.
- (16) A P.D.Y.C. Member, an Associate or a member of another club, staying overnight, will pay the regular guest dockage fees.
- (17) Notwithstanding By-law 27 Appendix A (C) 16, Members of the Club who do not have assigned dockage at the Club shall be entitled to three (3) nights per year of guest dockage accommodation at the Club without charge. *Rev. 2004*
- (18) Members may not cover their dock with carpet, unless it is of the green outdoor type.
- (19) Dockage facilities will be available to Docking Members during the dockage season.
- (20) The annual fee for each slip that has water and hydro services will be \$50.00 commencing in 2014. A second hydro outlet will be an additional \$75.00 per annum. *Rev. 2013*
- (21) Dock boxes purchased by the club Members for use on Club property must be white, blue and white in colour with maximum dimensions of 2 feet deep, 4 feet long and 3 feet high. *New 2001*
- (22) Any Member who has been assigned a **temporary** slip that does not accommodate their vessel can pay a flat fee of \$300.00 for that season and be credited one (1) year of Dockage Seniority history. *Rev. 2015*
- (22B) Dockage Committee Regulation  
 Whereas the "Dockage Committee" was passed and is a Standing Committee of the Board of Directors from the 2014 Annual General Meeting of PDYC, and whereas the Dockage Committee has operated throughout the 2015 boating season, it is now in order to codify the selection and succession of Dockage Committee Members.
1. The Dockage Committee will be comprised of four (4) PDYC Members including the Dock Master and three(3) other Members approved by the Board of Directors.
  2. The Dock Master shall furnish reports, on behalf of the Dockage Committee, to the Board of Directors at regular Board meetings, and also at the AGM or at Special Meetings, as required. Dockage Committee Members may assist in presenting supporting information at such meetings.
  3. The three other Members will serve a three year term with one Member's term expiring each year. Thus, the 2016 Dockage Committee Members' terms will be constructed as follows:  
 Member 1 -one year term, Member 2 -2 year term and Member 3 -3 year term.
  4. The three other Members of the Dockage Committee shall be reasonably knowledgeable regarding the implementation and history of the PDYC Dockage Rules. They will be responsible for organizing and maintaining records, processes and continuity to assist the Dock Master in dispensing his/her duties. *New 2015*
- (23) Each year, all boats applying for dockage at the P.D.Y.C. and/or registering in the Race Division, shall provide proof insurance for that boating season containing a minimum of \$2,000,000.00 liability. *New 2014*