

CONSTITUTION OF THE PULTNEYVILLE MARINERS, INC.

PREAMBLE:

The purpose of this Club is the promotion of interest in sailing and lake-related outdoor recreational activities for the benefit of its members. It shall maintain docking, harbor and beach facilities, buildings and grounds as required to fulfill the purpose of the Club.

CLUB HEADQUARTERS:

The headquarters and mailing address of this Club shall be as follows:

Pultneyville Mariners, Inc.
P.O. Box 181
Pultneyville, NY 14538

The physical address of this Club is:

4163-4165 Lake Rd.
Williamson, NY 14589

Constitution adopted March 14, 1967

Revised Nov 18, 1967, to remove YMCA references

Revised April 1, 1975, to include approved additions

Revised January 30, 1979, to include approved additions

Revised November 1981, to include approved additions

Revised November 1987, to include approved changes

Revised November 1988, to include approved changes

Revised April 1995, to include approved changes

Revised November 2018, to include approved addition (Art I, 10)

Revised February 2021, to include approved additions and changes including renumbering as applicable (Art I-VIII and Preamble)

Article I. CLUB MISSION STATEMENT

The mission of the Club is to further the sport of sailing and the use of non-motorized watercraft providing opportunities and a "community" for members to engage in these activities. [Sailboats with an auxiliary motor and the club-owned rescue boat are considered acceptable watercraft under this Club mission.]

Article II. THE BOARD OF GOVERNORS

Pultneyville Mariners, Inc. (also referred to as the "Club") will be directed by a Board of Governors (also referred to as the "Board" or "Board of Directors") who shall be responsible to plan, implement and supervise Club policies and annual programs consistent with the stated purpose for the Club and the desires of the membership.

1) The Board of Governors shall consist of the Club Officers as described in Article III and the prior Commodore and Treasurer who are members in good standing. These persons will have voting rights for all decisions made by the Board.

Commodores and Treasurers who have served the Club in a term other than the immediate previous term may sit on the Board as non-voting members at his/her discretion or at the invitation of the current Board to provide historical perspective and guidance.

2) The Board of Governors shall prepare an annual budget and submit it to the membership at a Business Meeting of the Membership (Article V) before February 1 of the fiscal year. The Board may approve the purchase or lease of property up to such value that the annual Budget is not exceeded. Failure to operate within

the Budget shall be cause to convene a Business Meeting of the Membership to explain the circumstances of the variance and appropriate corrective actions.

3) The Commodore, or any three members of the Board of Governors jointly, may call a meeting of the Board by notifying all members of the agenda one week in advance, and specifying a reasonable time and place.

4) The Board of Governors shall rule on Constitutional and By-Law interpretation, and establish any reasonable safety and administrative procedures for the improvement of Club operations not otherwise covered by this Constitution and By-Laws.

Article III. CLUB OFFICERS AND DUTIES

Club officers shall be members in good standing and elected to an office by a simple majority vote of the members present at a Business Meeting held between November 1 and January 31. No person may serve more than two (2) consecutive terms in the same elective office. The term for all elective offices shall be one year, corresponding to the fiscal year of the Club. An additional one-year term may be granted to an individual officer when unusual circumstances exist if the additional term is approved by the membership at a Business Meeting held under the provisions of Article V. Any officer may be removed and replaced during the year at a Business Meeting of the Membership under the provisions of Article V of this Constitution.

The Officers serve on the Board fulfilling the general duties and responsibilities of a Board member and in accordance with the Constitution and By-Laws of the Club and Board policies and procedures. Club Officers are responsible for training, providing support and actively mentoring his/her successor for a period of one year. The outgoing Board will hold a transition meeting with the incoming Board to provide orientation and officer development and ensure continuity of Club operations.

No more than one member per family is eligible to hold any Club office during the same term which will result in that family occupying more than one of the following offices: Commodore, Vice-Commodore, Treasurer.

In the event an officer is unable to complete his/her term for any reason, the Commodore, in consultation with the Board, will appoint another member to fulfill the remaining period of that officer's term.

The Club Officers shall be as follows:

1) The **Commodore** shall be chief officer of the Club. S/he shall be responsible for the execution of the Club program including budgets, Club events and special projects to promote the mission of the Club and benefit its members. S/he shall preside over and set the agenda for all Board and Business meetings. S/he shall be Chairman of the Board of Governors and will hold other officers accountable for executing the responsibilities of their positions as outlined in the Constitution. S/he shall appoint and discharge committees and/or individual members to organize, research and plan major club activities and decisions that s/he deems advisable for the operation of the Club. Such committees or individuals are appointed to assist other officers, help with special club projects, recruit and develop future officers and encourage more active participation of new members.

2) The **Vice-Commodore** oversees the Maintenance and Repair Committee and Sail Patrol, is responsible for directing and/or ordering trash or dumpster pick-up, beach raking, propane gas delivery and other tasks as necessary for safe operation of the buildings and grounds including the summer trailer storage area off Hamilton St. Extension. S/he will also organize the spring and fall work parties, appoint a Sail Patrol/Duty Officer Coordinator and discharge any other duties as may be assigned by the Commodore. The Vice Commodore shall act, in the absence of the Commodore, as either the chief officer or the presiding officer.

3) The **Treasurer** shall receive all monies due the Club and deposit same in an FDIC Insured Bank Account in the Club's name. S/he shall pay all just bills against the Club from this account as authorized by the budget and the Commodore. S/he shall maintain accurate records of all monies received and disbursed and ensure financial records are retained for a 10-year period. S/he shall make these records available to the Officers and the Board of Governors at their request for Business Meetings. S/he shall prepare a budget for the upcoming fiscal year and present it to the Board and Club membership for approval. S/he will pay all applicable taxes and file relevant tax forms as required under federal and/or New York laws. S/he will oversee finances for special projects and discharge any other duties as may be assigned by the Commodore. The Treasurer shall follow the Vice Commodore in rank and shall act, in the absence of both the Commodore and Vice Commodore, as either the chief officer or the presiding officer.

4) The **Secretary** shall keep minutes of all Board meetings and Business meetings and provide a copy of the minutes to each person in attendance at the meeting. S/he shall maintain all Club correspondence and communications, review and approve Party Permits and discharge any other duties as may be assigned by the Commodore.

5) The honorary office of **Rear Commodore** shall be permanently reserved on the Board of Governors for Fred Cornwall, in recognition of his valued services to the Club. The lessor (Cornwall Family Lakefront Enterprises LLC) may appoint a representative on the Board if desired.

6) The **Membership Chairman** is responsible for accepting and processing all membership applications and reviewing them for accuracy and completeness, in addition to keeping records of both total and Social memberships so as to maintain quotas set by the Board and By-Laws. S/he will regularly provide an up-to-date membership list to the Board of Governors. Membership fees will be collected and reviewed for accuracy, and submitted promptly to the Treasurer. S/he will work closely with the Dockmaster for docking, storage and boat space availability, and coordinate with the Dockmaster regarding membership cards and lock changes. S/he will maintain a working relationship and coordinate with the Fishing Membership Representative to manage annual fishing member applications. S/he shall maintain an up-to-date roster of all types of memberships, promptly notify those individuals holding positions needing new or revised member contact information (such as the newsletter editor), prepare and distribute a yearly membership directory with member contact information, and discharge any other duties as may be assigned by the Commodore.

7) The **Dockmaster** will coordinate closely with the Membership Chair on membership type and boat and storage information so that membership cards and lock combinations can be distributed to members in a timely fashion. The Dockmaster will be responsible for assigning all boat dock and shed storage and keep accurate records including a complete inventory of boat shed storage, wall dock space and dry sail and "Cat Island" space. S/he will also use the boat and shed inventory to identify abandoned boats and boats with unpaid storage fees and arrange for removal or payment. In addition, s/he will inventory, test, rotate and replace as needed the locks on Club buildings each season to maintain security of buildings and member property and discharge any other duties as may be assigned by the Commodore.

8) The **Member-at-large** is elected to the Board of Governors, outside of the annual executive slate of officers, as the members' Board representative and shall be accountable to the general membership of the Club. The Member-at-large is responsible to the membership to represent and clarify all individual or group issues and make recommendations to the Board while being open-minded to diverse ideas and respectful of member opinions differing from his/her own. The Member-at-large is the members' ombudsman. S/he shall also discharge any other duties as may be assigned by the Commodore.

9) The **Fishing Member Representative** is elected separately from other Club Officers during the month of November of odd-numbered years for a 2-year term (renewable one time) by a simple majority of the fishing

members and approved by the Club Officers for the Sailing Club. The Fishing Member Representative will have voting rights for any items relating to or affecting the Fishing Members. The Fishing Member Representative is responsible for coordinating all communications back and forth between PMI and the fishing members, coordinating elections and voting for the next Fishing Member Representative, managing the annual membership process for existing member renewals and addition of new members, and holding fishing members to standards of NYS fishing rules and PMI policies and rules for the use of the property during the off-season.

Article IV. CLUB MEMBERSHIP

Members must be eighteen (18) years of age or older and genuinely interested in the Club purpose and programs which are sailing and lake-related outdoor recreation.

All memberships shall be renewable annually by payment of dues and special assessments, if any, as specified in the By-Laws and acknowledgement in writing by the member that s/he agrees to follow all policies and procedures set forth in the Constitution and By-Laws. The Board of Governors may terminate any membership at any time if, in their opinion, the member has grossly violated Club rules and practices. The Board's decision may be appealed by the member in writing through the Secretary to be put on the agenda of a special Club Business Meeting of the membership called by the Commodore under the provisions of Article V and held within 2 weeks of receipt of the member's written appeal.

Article V. BUSINESS MEETINGS OF THE MEMBERSHIP

The Commodore, the Board of Governors, or the Member-At-Large on behalf of any 10 Club members may call a Business Meeting of the Membership.

Notice of the meeting and its agenda must be communicated in an appropriate form to all members two weeks in advance of the meeting to be held at a reasonable time and place. A quorum of ten (10) members shall be required to transact any Club business. There shall be one vote for each single adult member and one vote per adult for each family or senior membership (maximum of two votes) of eligible members present at the meeting. A simple majority of votes cast will decide any issue.

Article VI. FISCAL YEAR

The fiscal year of the club shall be from January 1st to December 31st.

Article VII. AMENDMENTS TO THE CONSTITUTION

Proposed amendments to this Constitution must be submitted in writing to the Secretary and must be signed by the sponsor/sponsors. The Board of Governors shall review the proposed amendment revising it as they see fit. An amendment petitioned by 10 or more active members shall be reviewed by the Board of Governors and must be forwarded unchanged for a vote by the membership with or without Board approval.

- 1) Adoption of amendments shall be decided by written ballot (eligible members present and proxies returned) at a Business Meeting of the Membership.
- 2) At least 59% of the eligible membership votes must be cast (members voting in person and by proxy) with 2/3 of the votes in favor for adoption of the amendment.
- 3) To be considered valid, proxies must be completed and postmarked by the day specified for the membership meeting to conduct the vote. One week after the postmark deadline will be given for proxy votes to be received at which time votes will be counted, results determined and members notified of the results. Proxies postmarked later than the date of the membership meeting and/or received later than one week after the postmark deadline will not be counted. The Board shall have the option to also allow proxy votes to be returned by email as long as the member sends his/her email on or before the date of the membership meeting to conduct the vote.

Article VIII. REVISIONS TO BY-LAWS

Proposed changes (additions, modifications or deletions) to the By-Laws must be submitted in writing to the Secretary and must be signed by the sponsor(s). The Board of Governors shall review the proposed changes and may offer revisions as they see fit. Changes to the By-Laws may be approved by a simple majority of votes cast at a Business Meeting with a quorum of at least ten (10) eligible voting members present.