

Bylaws

Article I. Name and Seal

Section 1. This Association shall be known as the Piscataqua Sailing Association, hereafter known as PSA.

Article II. Objectives

Section 1. The goal for this organization is the promotion of recreational sailboat racing in the New Hampshire Seacoast region, within the meaning of section 501(c)(7) of the Internal Revenue Code, (the Code) through the provision of race management help and educational opportunities to persons who wish to take part in the sport of sailboat racing. Notwithstanding any other provision of these articles, the organization shall not carry on any other activities not allowed to be carried on by an organization exempt from federal income tax under the Code. No part of the activities of the organization shall be the carrying on of trying to influence legislation, and the organization shall not take part in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services given and to make payments and distributions in furtherance of the purposes in this Article.

1.1. Some specific activities are:

to promote and coordinate competitive sailboat racing through inter-yacht club activities as well as with non-yacht club activities.

to promote youth sailing activities through interaction with the Piscataqua Youth Sailing Association, PYSA, as well as with other local youth organizations,

to promote safe boating through interactions with American's Boating Club, U.S. Coast Guard Auxiliary, and other boating safety foundations.

1.2. PSA manages races for affiliated yacht clubs.

1.3. PSA will also support a standing Protest Committee which may be used by any affiliated club for protest hearings.

Article III. Dissolution

Section 1. Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(7) of the Internal Revenue Code (the Code) or as otherwise allowed by the Code.

Article IV. Burgee

Section 1. The Burgee of the Association shall be as described by the original drawing which is on file with the Secretary.

Article V. Officers

Section 1. The officers of the Board of Directors shall be Commodore, Vice Commodore, Rear Commodore, Secretary, Treasurer, Race Committee Chairperson, Social event Chairperson and Fund-raising Chairperson.

Article VI. Duties of Officers

Section 1. It shall be the duty of the Commodore to manage the Association, enforce the Bylaws of the Association and to preside at all meetings of the Association. Specifically, these duties shall be included:

to oversee effective association operations; appoint various chairpersons; ensure yacht club representative positions are filled.

to oversee fund raising activities; oversee information dissemination; set goals for five-year plan and formulate.

to implement activities: run meetings as needed; ensure that all legal and fiduciary responsibilities are met.

Section 2. It shall be the duty of the Vice Commodore to help the Commodore in the discharge of his/her duties and to officiate in his/her absence. Specifically, these duties shall be included:

to coordinate with other local racing associations.

to coordinate activities with yacht club representatives.

Section 3. It shall be the duty of the Rear Commodore to help the Commodore and Vice Commodore in the discharge of their duties and to officiate in their absence. Specifically, these duties shall be included:

to oversee operation and maintenance of Race Committee boat or boats in coordination with the Primary Race Official.

Section 4. It shall be the duty of the Secretary to have custody of all reports and documents connected with the proceedings of the Association and Board of Directors, to keep correct roll of the members, to give notice of all meetings of the Association, to write and respond to all correspondence.

Section 5. It shall be the duty of the Treasurer to have charge of the funds of the Association, and to keep a correct account of all money received and paid out in financial records provided for that purpose, and under the direction of the Commodore to disburse funds. The treasurer shall present a written financial report, including forecast versus actual expenses, at the Annual Meeting. or whenever so requested by the Board of Directors. These detailed financial reports will be filed with the Secretary.

Article VII. Attendance

Section 1. All Board members are expected to be present at Board meetings either physically or electronically. Three (3) consecutive unexcused absences shall be grounds for removal.

Article VIII. Powers and Duties of the Board of Directors

Section 1. A majority of the filled Board member positions shall constitute a quorum.

Section 2. Duties overlapping: one person-one vote.

Section 3. They shall conduct the affairs for the Association and make such rules as they consider proper and fix penalties for offenses against the rules. They shall approve all appropriations for the Association. They shall further review and must approve expenditures over \$500.00

Section 4. They shall have the power to suspend or expel any member for violation of the Bylaws, or for conduct which they consider improper or prejudicial to the Association, but no member shall be expelled, or suspended without a hearing, provided such hearing is requested by the member in question.

Article IX. Standing Committees

Section 1. The standing Committees shall be the Race Committee and the Protest Committee. Entertainment and/or Social Events shall be provided by the sponsoring organizations as they consider necessary.

Section 2. The Race Committee shall consist of a Chairperson and as many added members of this committee as they consider advisable for the proper conduct of our rules. Members of the Race Committee need not be members of PSA. The Race Committee shall decide eligibility, set up class divisions, and carry out their duties following Race Committee responsibilities as defined by the current Racing Rules of Sailing (RRS) published every four years by the World Sailing organization. They shall start the scoring of each race as promptly as possible after its completion to allow posting on the PSA website via the Race event management application, typically Regatta Network, but not limited to that application.

2.1. The Handicapper shall be responsible for sending rating applications for PSA boats to the PHRF New England organization.

2.2. The Handicapper, Primary Race official and the PSA Webmaster shall verify the accuracy of race entries for use by the Race event management application.

Section 3. The Protest Committee shall consist of a Chairperson who will appoint as many added members as needed to this committee as they consider advisable for purpose desired. All disputes or protests shall be subject to their decisions which shall be made by the current Racing Rules of Sailing (RRS).

Article X. Nomination Committee

Section 1. There shall be a nomination Committee of three members who shall be appointed by the Board of Directors.

Section 2. The nominating Committee shall nominate candidates for all elective offices to be filled at the next annual meeting.

Section 3. Any Member in good standing may nominate candidates for office by sending to the Commodore in writing the names of such candidates at least two (2) weeks before the annual meeting.

Article XI. Elections

Section 1. Commodore, Vice Commodore, Rear Commodore, Secretary, Treasurer, Race Committee Chairperson, Social event Chairperson and Fund-raising Chairperson are elected offices.

Board members and Chairpersons shall be elected at the annual meeting of the Association. All board positions are nominally for two years. The Commodore, Rear Commodore, and Treasurer shall be chosen in even years and the remaining positions shall be chosen in odd years.

Section 2. All vacancies among elected officers shall be filled by the Board of Directors.

Article XII. Membership

Section 1. The Association shall be composed of Regular Members, Junior Members and Honorary Members.

The Board of Directors shall review the number of regular and honorary members from time to time.

Section 2. Members may take part in all PSA sponsored events.

Section 3. Honorary members may be admitted into PSA to recognize their contributions to PSA or other organizations. Honorary members receive the same rights and privileges as regular members except that they are not allowed to vote.

3.1. Honorary members shall be approved by a vote of the Board of Directors at a regular meeting or by the membership at large during the Annual Meeting.

Section 4. Persons under the age of 18 may be admitted as Junior members upon the submission and acceptance of a completed Junior membership application. A Junior Member shall not pay crew registration fees and shall not be entitled to vote.

4.1. A Junior Member may be considered for membership as a Regular Member upon the payment of the crew registration/skipper registration fees.

4.2. Junior Members must remain active in PSA by taking part in PSA events to keep their Junior membership.

Article XIX. Dues and Fees

Section 1. Race Series and crew registration fees for regular members are decided by the Board of Directors and are reviewed every year.

Section 2. Current registrations fees for skipper/ boat owners and crew are noted on the PSA web site.

Section 3. No Member in arrears for fees or other indebtedness shall be eligible to hold office or entitled to vote or to enter in any race.

Section 4. Any Members not in arrears for fees or other indebtedness may tender a written resignation of his/her membership to the Secretary, who shall report same to the Board of Directors, as soon as possible for their action.

Article XIV. Meetings

Section 1. The Annual Meeting shall be held no later than December in each year, as decided by the Board of Directors. Notification of such meeting shall be at least fifteen (15) days in advance of the scheduled meeting date.

Section 2. The Secretary shall call a special meeting at the direction of the Board, or upon the request of Five (5) members. Notice of such meetings shall be made to each Member at least fifteen (15) days in advance of the scheduled meeting.

Section 3. The Board of Directors shall meet in person or via electronic means to conduct business as needed. A majority of the currently filled Board positions shall make up a quorum. A quorum must be present in person or electronically/online to transact club business. A majority vote is necessary to carry all decisions unless otherwise stated.

Article XV. Racing Eligibility

Section 1. If the skipper/boat owner cannot be aboard his/her boat, the boat may still compete provided a PSA Member is onboard.

Article XVI. Racing Rules

Section 1. Unless otherwise stated in Sailing Instructions or Notice of Race; the current Racing Rules of Sailing (RRS) Rules shall prevail.

Article XVII. Amendments

Section 1. These Bylaws may be amended at any meeting of the PSA on a 2/3 vote of all present, provided there is a quorum of 20 members and that proposed amendment has been recommended by a majority of the filled Board of Directors positions.

Piscataqua Sailing Association

Conflict of Interest 4/19/2022

Conflict of Interest

Any conflict of interest on the part of any member of the Board, officer, or employee of PSA, shall be shown in writing to the Board and a matter of record through an annual procedure and when the interest involves a specific issue before the Board. The minutes of the meeting shall reflect that a disclosure was made, the abstention from voting, and the actual vote itself. Every new member of the Board will be advised of this policy upon entering the duties of their respective office and shall sign a statement acknowledging, understanding, and agreeing to this policy.

The Board will follow all the requirements of New Hampshire law in this area and the New Hampshire requirements are incorporated into and made part of this policy statement.