

BYLAWS OF THE
ORANGE COAST COLLEGE SAILING ASSOCIATION

Preamble

We, the members of the ORANGE COAST COLLEGE SAILING ASSOCIATION (hereinafter referred to as "OCCSA") at Orange Coast College, (hereinafter referred to as "College"), by the authority of the Chancellor and subscribing to the regulations of the College, establish these bylaws to govern such matters as are delegated to OCCSA.

Article 1.

Name and Purpose

- 1.1 The name of this association shall be the **Orange Coast College Sailing Association**.
- 1.2 The purpose of this association is to promote a better understanding of the ocean and the recreation of sailing, and to enhance the education, training and the enjoyment of sailing. The OCCSA provides opportunities for groups and individuals of all ages through special events and volunteer activities at the School of Sailing & Seamanship.
- 1.3 OCCSA members will have access to the rental of the Lidos and Shields upon completion of a written and practical exam.

Article 2.

Membership

- 2.1 Members shall be accepted without discrimination on the basis of race, religion, sex or national origin, and must be at least eighteen years of age.
- 2.2 Membership shall require payment of an annual fee as determined by the Governing Board. Dues are due on June 30 of each year, and are delinquent after October 1st. The Commodore, upon completion of one term, shall be awarded an honorary lifetime membership without dues.
- 2.3 Continued membership will be determined or terminated by the College in accordance with the policies, rules and regulations of the association. Members delinquent after one year may rejoin as new members.

Article 3.

Meetings

- 3.1 **Regular meetings** of the Association shall be called at such date, time, and place as may be designated by the Commodore. Meetings are usually held at the **School of Sailing and Seamanship**.
- 3.2 **Board meetings** shall be held at the call of the Commodore, or by any three Board members, or by the Advisor. Association members may attend board meetings provided they request notice, and may participate only as observers.
- 3.3 **Notice** of meetings is published in the monthly newsletter.
- 3.4 A **quorum** must be present for an official vote to be taken. A quorum at a regular meeting shall consist of those present at the meeting. A quorum at a Board meeting shall consist of a majority of the Flag Officers.
- 3.5 All meetings shall be open except the Board may hold closed sessions to discuss those matters that comply with Chapter 9 of Part 1 of Division 2 of Title 5 of the Government Code commencing with Section 54950.
- 3.6 Order of business and questions of parliamentary practice shall be determined in accordance with Roberts Rules of Order.

Article 4.

Governing Board

- 4.1 The Governing Board shall consist of
 - Commodore
 - Vice Commodore
 - Secretary, Treasurer
 - Immediate Past Commodore
 - Advisor appointed by the OC C School of Sailing and Seamanship.
- 4.2 Subject to the provisions of the California Nonprofit Corporation Law the affairs of this Association shall be managed, and all organizational powers shall be exercised by or under the direction of the Governing Board and the Advisor.

Article 5

Officers

- 5.1 **Flag Officers** of the Association shall be
 - Commodore
 - Vice Commodore
 - Secretary

Treasurer

No member may hold the same position for more than two consecutive terms.

- 5.2 Elections shall be held at the November meeting of each year, and the term of office shall begin at the installation meeting held in January.
- 5.3 The Governing Board may create, amend, modify, or delete other officers and positions as it deems necessary to carry out the objectives of the Association. The Commodore shall appoint other officers and positions with the approval of the Board.
- 5.4 The Governing Board may fill vacant Officer positions by holding an election or by appointment for the unexpired term.

Article 6

Amendments

- 6.1 The Governing Board, by a vote of the majority of the voting members, may recommend amendment(s) to these Bylaws, provided the amendment(s) has been submitted in writing to the board at the previous meeting. Following such vote the recommended amendments must be submitted for approval to the membership at the next general meeting. Approval requires a three-fourths vote of the members present.
- 6.2 All amendments shall be consonant with the College regulations and policies, and shall be filed with the College through the Office of the Dean of Students within one week of adoption.

Article 7

Defense and Indemnification

- 7.1 This organization shall defend any officer who is a party to or is threatened to be made a party to any proceeding, other than an action by or in the right of the organization, by reason of the fact that such officer is or was an agent of the organization, and will indemnify any such officer against expenses, judgments, fines, settlements and any other amounts actually and reasonably believed to be in the best interest of this organization and, in the case of a criminal proceeding, if such officer had no reasonable cause to believe the conduct was unlawful.

Article 8

Removal of Governors:

8.1 Members of the Board of Governors of this organization may be removed at any time by a two-thirds (2/3) vote of the total number of governors. Designees may only be removed with the written consent of the person or body who designated them.

Article 9

Compensation:

9.1 The Governing Board shall serve without compensation, except for their actual expenses approved in advance by the College.

Article 10

Dues

10.1 Dues shall be determined by the College in consultation with the Governing Board.

RESOLUTION

On January 29, 1966, the Bylaws of the Orange Coast College Sailing Center Association were approved and adopted by the members, and so noted in the Minutes of this meeting.

Amendments to the Bylaws were approved and adopted on _____
by the members, and so noted in the Minutes of this meeting.