

PERFORMANCE HANDICAP RACING FLEET
OF SOUTHEAST FLORIDA, INC.

BYLAWS

ARTICLE I. NAME

1.1 The name of this corporation shall be U.S. Performance Handicap Racing Fleet of Southeast Florida, Inc. (U.S. PHRF of SEF). It shall be an area group under United States Performance Handicap Racing Fleet, a subcommittee of the Offshore Racing Committee of the United States Yacht Racing Union.

ARTICLE II. OBJECTIVES

2.1 It shall be the prime objective of this corporation to promote the sport of handicap yacht racing for the exclusive enjoyment of its members.

2.2 It shall also be the objective of this corporation to establish and maintain an equitable system of handicaps for yachts owned or chartered by members.

ARTICLE III. ORGANIZATION

3.1 The organization shall be a not-for-profit corporation.

3.2 Membership in US PHRF of SEF shall be limited to boat owners and charterers who have applied for a rating with US PHRF of SEF, and have paid the appropriate fees for that rating certificate, and persons selected to be handicappers by their respective organizations.

3.3 The Handicapping Committee shall consist of persons who have been selected by the chief executive officer or director of their sailing organization that are located in Monroe, Miami-Dade, Broward, Palm Beach, Martin and St. Lucie counties. To qualify for a handicapping position, the sailing organization must be a member of USSailing, have at least three owners or charterers who are members of US PHRF of SEF and be approved by PHRF of SEF board of directors. If a sailing organization does not maintain three members, the sailing organization may be dropped by a majority vote of the board of directors. In the event that any club appointed handicapper does not fulfill the requirements, the PHRF Board may appoint an "at large" handicapper or handicappers to serve to fulfill the vested interests of the sailing community.

ARTICLE IV. OFFICERS, DIRECTORS AND COMMITTEES

4.1 The elective officers shall consist of a President, Secretary-Treasurer and Chief Handicapper.

4.2 The Board of Directors shall consist of the President, Secretary-Treasurer and Chief Handicapper of PHRF of SEF, and one other member, selected at the discretion of the other Board members.

4.3 The President, Secretary-Treasurer and Chief Handicapper shall be elected at an annual meeting. Nominations may be made from the floor and must have a second. Nominees must be a current member of PHRF of SEF, be present at the meeting and agree to serve. Election will be by a majority of members in attendance at the meeting. All will serve a term of two years.

ARTICLE V. DUTIES OF THE OFFICERS, DIRECTORS AND COMMITTEES

5.1 The President shall be the chief executive officer and preside at all board and general membership meetings. The President, subject to the Board of Directors, shall supervise all business affairs of PHRF of SEF, including development and implementation of the annual budget. The President will be the corporation's correspondent with US PHRF. The President may not be a member of the Handicapping Committee.

5.2 The Secretary-Treasurer shall keep a record of all proceedings, and publish annually with updates a valid list of ratings for US PHRF of SEF, keep a true and complete record of all monies and property of the fleet, and pay all bills contracted and approved by the Board of Directors.

5.3 The Chief Handicapper shall act as the chairman of the Handicap Committee, inform all handicappers of upcoming meetings, and coordinate and communicate handicap information among the area handicappers.

5.4 The Handicap Committee shall organize and administer the system of handicaps, and hear and rule on all ratings appeals by members.

5.5 The Board of Directors shall administer all policies and finances of the fleet and carry out all other duties and responsibilities of the Board set forth in the Articles of Incorporation and these Bylaws.

ARTICLE VI. DUES

6.1 The annual dues shall be determined by the Board of Directors and shall be due on November 1 and are delinquent on December 20 for the upcoming year.

ARTICLE VII. RESIGNATIONS

7.1 In the event of the resignation of the President or the Secretary-Treasurer, the Board of Directors, in a majority shall fill the vacancy for the remainder of the elected term.

7.2 In the event of a resignation of the Chief Handicapper, the Board of Directors shall select a new Chief handicapper.

ARTICLE VIII. MEETINGS

7.1 There shall be an Annual Meeting of the general membership each calendar year, at such time and place as selected by the President.

7.2 The Secretary-Treasurer shall send each member a Notice of the Annual Meeting. Included in the Notice shall be the text of any amendments to the Articles of Incorporation and Bylaws proposed by any member in good standing. Any changes to the Bylaws must be made with a majority vote of the members in attendance at the Annual Meeting.

7.3 The Secretary-Treasurer shall provide a report at the Annual Meeting covering the income and expenditures for the previous year and the balance on hand.

7.4 Special Meetings of the general membership may be called by the President or the Board of Directors as deemed necessary or advisable.

7.5 The Handicap Committee shall meet a minimum of three (3) times per year.

7.6 The Board of Directors shall meet a minimum of one (1) time per year.

ARTICLE VIII. QUORUMS

8.1 Those members present at the general meeting shall constitute a quorum. Each member in good standing shall have one (1) vote.

8.2 A majority of the Board of Directors shall constitute a quorum at Board of Directors meetings.

8.3 At Board of Directors meetings, each Board Member shall have one (1) vote.

XI. MEASUREMENT PROTEST

9.1 In the event of a protest concerning measurement data or an invalid rating certificate, the issue shall be resolved by the Handicap Committee. (Reference current Racing Rules of Sailing).