

# **Performance Handicap Racing Fleet**

## **Of Galveston Bay**

### **Bylaws – Revised 2013**

#### **ARTICLE I - NAME**

1.1 The name of this organization shall be the **Performance Handicap Racing Fleet of Galveston Bay, Inc.**, a sub-committee of the USSA Offshore Racing Committee, and shall abide by the applicable rules of USSA.

1.2 This corporation is organized exclusively for purely public charity and strictly educational purposes, that is, for charitable and educational purposes. More specifically, the corporation is created solely as an organization described in Section 501 (c) (3) and exempt under the Internal Revenue Code of 1986 or corresponding provisions hereinafter in effect. The corporation shall be operated exclusively for such purposes; no part of its net earnings shall inure to the benefit any member, trustee, or individual; no part of its activities shall be carrying on propaganda, or otherwise attempting to influence legislation, and it shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to a candidate for public office.

#### **ARTICLE II - OBJECTIVES**

2.1 It shall be the prime objective of this fleet to promote the sport of handicap racing of sailing boats for the enjoyment of its members. In furtherance of the above it shall also be the objective of this fleet to establish and maintain a listing of PHRF handicaps of boats owned or chartered by its members based on performance potential of the boats and following generally the principles and handicaps established by the U.S. Performance Handicap Racing Sub-Committee.

2.2 Further objectives of the fleet shall be the promotion, to the extent reasonably possible, of a national equitable system of handicaps based on boat performance potential to interchange with other PHRF groups and with the U.S. PHRF Sub-Committee.

### Article III – Organization

3.1 The fleet shall be organized under an Executive Committee consisting of a Chairman, Vice Chairman, Secretary/Treasurer, Chief Handicapper, Four Division Handicappers, Two Members-at-Large, and the preceding year's Chairman.

### Article IV – MEMBERSHIP, DUES, AND ASSESSMENTS

4.1 There shall be a single class of membership. Membership shall not be denied to any person on the basis of race, creed, sex, religion, or national origin. Any person 18 years of age or older may become a member upon application and payment of dues for that calendar year. Any person desiring to become a member shall make application on a form approved by the Executive Committee and mail it to the address indicated on the form.

4.2 Each member shall pay dues, fees, and assessments as shall be prescribed by the Executive Committee. A member may be expelled from the fleet for non-payment of dues or assessments. Annual dues for renewal of membership are due and payable on or before January 1<sup>st</sup> of each year. If payment of dues is not made by January 31<sup>st</sup>, the membership in question shall be automatically terminated and with it the handicap ratings on any and all *boats* owned or chartered by the member. Membership dues paid after October 1<sup>st</sup> will cover through December 31<sup>st</sup> of the following year.

### ARTICLE V – OFFICERS AND TRUSTEES

5.1 The officers and trustees of the fleet shall consist of the Chairman, Vice-Chairman, Secretary/Treasurer, and Chief Handicapper, all of whom must be members of the fleet.

5.2 It shall be the duty of the Chairman to take command of the fleet, preside at all meetings, enforce the By-Laws of the fleet and the rulings of the Executive Committee, appoint committees, conduct the correspondence of the fleet and give notice of meetings. The Chairman will take over the duties of the Chief Handicapper in his absence.

5.3 It shall be the duty of the Vice-Chairman to assist the Chairman in the discharge of his duties and to officiate in his absence. He shall continually review racing results and bring to the attention of the Executive Committee any ratings which require review.

5.4 It shall be the duty of the Secretary/Treasurer to keep minutes of the meetings of the fleet and of the executive Committee, to post said minutes to the PHRFGB web site, to have custody of all records and to oversee the membership roll maintained by the Administrative Assistant. It shall further be the duty of the Secretary/Treasurer to collect and receive all monies and keep a correct account thereof, to have charge of all funds of the fleet and disburse said funds, to deposit the funds in the name of the fleet in a depository approved by the Executive Committee, to see that all required forms for tax exemption are prepared and filed with the IRS and the State of Texas annually, to present a report at each Executive Committee meeting showing the financial condition of the fleet, to turn over to the newly elected Secretary/Treasurer at the close of his term of office all funds, bank statements, and other property in his possession belonging to the fleet, to perform such other services as may be required by the Chairman, and to prepare annually a financial statement for presentation to the audit committee and the fleet.

5.5 It shall be the duty of the Chief Handicapper to review all handicap applications and appeals. The Chief Handicapper shall work with Division Handicappers on ratings applicable to their division when appropriate. The Chief Handicapper shall present his findings and recommendations at the monthly meetings of the Executive Committee. From time to time the Chief Handicapper, in consultation with his Division Handicappers and/or the Chairman when applicable, shall provide ratings on an as needed basis. All temporary ratings such

provided shall be presented to the Executive Committee for their approval at the next scheduled meeting. A provisional rating shall be designated by the Executive Committee when a newly rated boat needs further review after racing. The Chief Handicapper shall preside over any appeals of ratings brought before the Executive Committee, shall, along with the Chairman, oversee the maintenance of the database, and shall see that new ratings approved by the Executive Committee are promptly presented to the Administrative Secretary for inclusion in the database and issuance of new certificates.

5.6 In addition to the above-named officers and trustees, there shall be four Division Handicappers and two Members-at-large who shall serve on the Executive Committee. Wherever possible, they should be owners of boats with widely varied ratings.

5.7 It shall be the duty of each Division Handicapper to assist the Chief Handicapper in the measurement of new boats and determination of initial ratings for new boats as directed by the Chief Handicapper.

5.8 The Chairman, Vice-Chairman, Secretary/Treasurer, Chief Handicapper, and Division Handicappers shall serve one year terms. Members at large shall serve two year terms staggered so that one will be elected each year. Terms shall begin on January 1<sup>st</sup> of each year. No member shall serve as Chairman or Chief Handicapper for more than two consecutive terms.

#### ARTICLE VI – EXECUTIVE COMMITTEE

6.1 The Executive Committee shall consist of the officers, Division Handicappers, two Members-at-Large and, the previous year's Chairman.

6.2 The Executive Committee shall meet at least once each quarter on a regular basis and at other times as the Chairman deems necessary. Not less than 50% of the members of the Executive Committee shall constitute a quorum. Any regular meeting may be canceled by the Chairman if there is no business to conduct or a quorum will not be present. The Chairman shall call a special meeting if he feels it is in the best interest of the PHRFGB membership or if requested in writing by three or more member of the Executive Committee. All meetings of the Executive

Committee or the Fleet shall be conducted under the provisions of the Robert's Rules of Order, Revised.

6.3 The Executive Committee shall have full authority over the affairs and finances of the Fleet.

6.4 The Executive Committee shall in the first quarter of each year have the Fleet accounts audited by three members appointed by the Chairman. The audit Committee shall close the fleet books for the year and approve the Treasurer's annual report. At least one member of the Audit Committee shall not be a member of the Executive Committee.

6.5 A member of the Executive Committee may resign at any time by submitting a signed letter of resignation to the Chairman. A member or members of the Executive Committee may be removed from office by a unanimous vote of the remaining members for the following reason:

(A) Conflict of interest.

(B) Personal actions casting doubt on the integrity of the Committee.

(C) Failure to carry out the duties of the office.

6.6 The Executive Committee shall have the power to fill vacancies occurring in and elective office for the unexpired term. Should any member of the Executive Committee absent himself from three consecutive regular meetings without being excused by the Chairman, he shall be deemed to have resigned from the Committee.

6.7. At any given time no more than one PHRFGB member shall serve on the Executive Committee that, because of their employment or business, might be perceived to influence the rating process of any PHRFGB Boat(s). Judgment of eligibility in this regard shall be used as a guideline by the Nominating Committee during the regular annual elective process. Final judgment of eligibility for the regular annual elective process and during appointment to an unexpired term shall be the sole responsibility of the Executive Committee

## ARTICLE VII – ELECTIONS

7.1 At the regular September meeting of the Executive Committee the Chairman shall appoint three Committee Members to serve on the Nominating Committee. The Chairman shall designate one of the committee members as Committee Chairman. As far as possible they will represent the Galveston Bay Cruising Association, the Houston Yacht Club and the Lakewood Yacht Club. They shall contact the Commodore and Racing Committee of the above mentioned groups for recommendations on possible candidates.

7.2 Each year the Nominating Committee shall nominate at least one member for each position of Officer, Division Handicapper and the Member-at-large position to be filled. The Nominating Committee shall present their slate to the Executive Committee at the regularly scheduled meeting in October. Additional nominations may be placed on the ballot by the Executive Committee or by petition of ten members to the Nominating Committee on or before October 15 of each year.

7.3 The Nominating Committee Chairman shall direct the Administrative Assistant to mail a written ballot, on a form approved by the Executive Committee, on or before November 1<sup>st</sup> of each year, with the provision that the ballot shall be in the hands of the Nominating Committee's Administrative Assistant at the address indicated on or before December 1<sup>st</sup> to be valid. The ballot shall have space for write-in votes. The returned ballots will be opened and tabulated by the Nominating Committee at the regular December meeting of the Executive Committee. Those nominees receiving the greatest number of votes are elected to office. The newly-elected Executive Committee Members shall take office on January 1<sup>st</sup>.

## ARTICLE VIII – MEMBERSHIP MEETINGS

8.1 An annual meeting of the members shall be held in the first quarter of each year for the purpose of transacting such business as should properly come before the membership. Announcements of this meeting shall be contained in a special notice to the membership sent one or more weeks prior to the date of the meeting. This notice may be sent by mail, Email or other means deemed appropriate by the Committee. In addition, a notice will be placed on the Home Page of the PHRFGB web site.

8.2 A special meeting may be called upon receipt by the Executive Committee of a petition signed by ten percent or more of the members of the fleet, or by the Chairman when in his Judgment such a meeting serves a useful purpose. Notice of the time and place together with the proposed agenda shall be mailed, e-mailed or sent by other means deemed appropriate by the Committee to the members at least one week in advance of the meeting. In addition, a notice will be placed on the Home Page of the PHRFGB web site.

8.3 A quorum necessary for the transaction of any business at any meeting of the fleet shall be ten percent of the members of the fleet.

## ARTICLE IX – COMMITTEES

9.1 The only standing committee shall be the Handicap Committee. The Chairman may appoint special committees from time to time as he sees fit.

9.2 The Handicap Committee shall consist of the Chief Handicapper as Chairman and the Division Handicappers. In so far as possible, the handicappers will adhere to the recommended procedure of the US-PHRF “Operating Policies”.

## Article X – HANDICAPPING PROCEDURES

10.1 Applications for a handicap shall be made on an approved form downloaded from the PHRFGB web site, and shall contain an accurate report of required data on the applicant’s boat.

10.2 The handicapping procedure, insofar as practicable, shall be that described in the "Operating Policies".

10.3 A Handicapper shall verify the data on the application and may from time to time take measurements of a boat when deemed necessary by the Chief Handicapper or the Executive Committee. Alternatively, the Handicap Committee may require the boat owner to verify the measurements.

10.4 Sale of a rated boat or termination of an owner's PHRF membership for any reason shall invalidate the handicap rating.

10.5 Members must immediately report any and all modifications of their boat(s) to the Executive Committee Chairman. This would include but not be limited to changes in the sail dimensions or battens, addition of sprits, changes in the type of furling, changes in the placement of standing rigging, changes in the length or type of mast or boom, changes in the hull or deck and changes in the keel.

10.6 New PHRFGB Handicaps will be posted in the minutes on the PHRFGB web site.

#### ARTICLE XI – APPEAL PROCEDURES

11.1 Any member may appeal their boat's handicap rating by submitting a written statement to the Chairman of the Executive Committee giving notice of intention to appeal and stating his reason for submitting said appeal. An approved appeal form downloaded from the PHRFGB web site, must be filled out in its' entirety before the appeal will be heard by the Committee. The appeal will be heard at the next scheduled appeals meeting of the Executive Committee, at which time the member or their representative is encouraged to be in attendance to present pertinent information and respond to questions. All statements and forms must be in the hands of the PHRFGB Administrative Assistant on or before one week prior to the next scheduled appeals meeting. The decision of the Executive Committee shall be final.

11.2 Any member may appeal the handicap rating of another member's boat by submitting a written statement to the Chairman of the Executive Committee

giving notice of intention to appeal and stating his reason for submitting said appeal. An approved appeal form downloaded from the PHRFGB web site must be filled out in its entirety before the appeal will be heard by the Committee. The appeal will be heard at the next scheduled appeals meeting of the Executive Committee, at which time the appealing member or their representative must be in attendance to present pertinent information and respond to questions. Owner(s) of the boat(s) being appealed shall be entitled to be in attendance and they or their representative may present pertinent information in support of their boat's handicap rating. All statements and forms must be in the hands of the Administrative Assistant on or before two week prior to the next scheduled appeals meeting. All Owners of the same and, as far as possible, similar PHRF rated boats should be notified by the appellant and the Chief Handicapper on or before one week prior to the next appeals meeting. The decision of the Executive Committee shall be final.

*11.3* The results of all appeals will be in the Minutes posted to the PHRFGB web site.

*11.4* At the discretion of the Chairman of the Executive Committee, an appeal of rating may be accepted from the Race Committee or Board of directors of an area yacht club or sailing organization. In that event, all other procedures described above shall apply.

## Article XII – Amendments to Bylaws

*12.1* The bylaws may be amended at any time by a mailed written ballot vote of the PHRFGB Membership. Alternatively, the bylaws may be amended by an open meeting of the membership. A 2/3 majority of the vote received is required for approval.

