

CEDAR ISLAND YACHT CLUB

LOCATED IN THE TOWNSHIP OF KINGSVILLE, ONTARIO, CANADA

MANUAL

BYLAWS

POLICIES AND PROCEDURES

AND

AMENDMENTS TO ARTICLES

NOVEMBER 13, 2024

TABLE OF CONTENTS

INTRODUCTION 1

BY-LAWS: CEDAR ISLAND YACHT CLUB (CIYC) 2

Section 1 – General 2

- 1. Purpose 2*
- 1.02 Definitions 2*
- 1.02 Interpretation 2*
- 1.03 Severability and
Precedence 2*
- 1.04 Seal 2*
- 1.05 Execution of Contracts 3*

Section 2 - Directors 3

- 2.01 Election and Term 3*
- 2.02 Vacancies 3*
- 2.03 Filling Vacancies 3*
- 2.04 Committees 4*
- 2.05 Remuneration of Directors
4*

Section 3 - Board Meetings 4

- 3.01 Calling of Board Meetings
4*
- 3.02 Regular Board Meetings 4*
- 3.03 Notice 4*
- 3.04 Chair 5*
- 3.05 Voting 5*

- 3.06 Participation by
Telephone or Other
Communications Facilities 5*

Section 4 - Financial 5

- 4.01 Banking 5*
- Financial Year 5*
- 4.03 Borrowing 5*

Section 5 - Officers 6

- 5.01 Officers 6*
- 5.02 Duties 6*
- 5.03 Duties of the Chair 6*
- 5.04 Duties of the Treasurer 6*
- 5.05 Duties of the Secretary 6*

Section 6 - Protection of Directors and Others 6

- 6.01 Protection of Directors
and Officers 6*

Section 7 - Conflict of Interest 7

- 7.01 Conflict of Interest 7*

Section 8 - Members 7

- 8.01 Members 7*
- 8.02 Membership 7*
- 8.03 In Good Standing 7*
- 8.04 Disciplinary Act or
Termination of Membership for
Cause 7*

Section 9 - Members' Meetings 8

- 9.01 Annual Meeting 8*

- 9.02 Special Meetings 8*

- 9.03 Notice 8*

- 9.04 Quorum 8*

- 9.05 Chair of the Meeting 9*

- 9.06 Voting of Members 9*

- 9.07 Adjournments 9*

- 9.08 Persons Entitled to be
Present 9*

Section 10 - Notices 9

- 10.01 Service 9*

- 10.02 Computation of Time 10*

- 10.03 Error or Omission in
Giving Notice 10*

Section 11 - Dissolution 10

- 11.01 Dissolution 10*

Section 12 - Adoption and Amendment of By-laws 10

- 12.01 Amendments to By-laws
10*

Schedule A - Position Description of the Chair 11

Schedule B - Position Description of the Treasurer 12

Schedule C - Position Description of the Secretary 13

Amendments to Articles of Incorporation (formerly known as letters patent) 14

Number of directors on the board: 14

Member class(s): 14

Dissolution clause: 14

Policies and Procedures 15

1. EXECUTIVE NOMINATING COMMITTEE 15

2. MEMBERSHIP APPLICATION PROCESS 15

3. FULL MEMBER 16

4. ALUMNI (ASSOCIATE) MEMBER 17

5. SOCIAL (ASSOCIATE) MEMBER 17

6. HONORARY MEMBER 18

7. BILLING MEMBERSHIP FEES AND HOURS. 18

8. WORK POLICY 20

9. CONFLICT RESOLUTION 20

10. DUTIES OF EXECUTIVE 21

11. OFFICERS: 22

12. DOCK POLICY AND PROCEDURES 23

13. CRADLE POLICY 24

14. PADDLE PASS POLICY 24

15. DRY SAILING POLICY. 25

16. BOAT SHARE POLICY 25

17. INSURANCE 25

18. MEMBERS' PERSONAL BELONGINGS 26

19. DERELICT BOAT POLICY 26

20. DREDGING POLICY AND PROCEDURES 26

21. SOCIAL EVENTS 26

22. VISITOR/RECIPROCAL POLICY 27

23. USE OF THE CLUB BY MEMBERS FOR PRIVATE FUNCTIONS 27

24. ALCOHOL POLICY 27

25. PET CONTROL POLICY 27

26. FUNDRAISING POLICY 28

27. MEMBERS' MEETINGS 28

28. CONCUSSION POLICY 29

29. EMERGENCY PROCEDURES 30

30. CHILD PROTECTION POLICY 30

31. SAFE SPORT POLICY 30

32. CHILD SUPERVISION POLICY 30

33. PRIVACY POLICY 31

34. POLICY ON GOVERNING DOCUMENTS 32

35. FINANCIAL REVIEW STANDARDS **Error! Bookmark not defined.**

Schedule: Membership Fees, Charges and Privileges 34

2024/5 Membership Fee Schedule 34

2024/25 Additional Fees and Charges Schedule 35

2024/25 Club Obligations and Privileges for each Membership Category 36

Schedule: Officer Job Descriptions 37

Schedule: Additional Policies and Procedures 40

INTRODUCTION

Cedar Island Yacht Club is a non-profit corporation under the Provincial Statutes of Ontario. As such, we are bound by the rules and regulations governing provincially registered corporations.

We have a head office, a corporate seal, a governing board and a set of rules under which we operate (Articles, Bylaws, Policies and Procedures). It is mandated that we have a minimum of one General Meeting a year, the minutes of which are recorded in our central registry. At the Annual General Meeting, the Membership ratifies the actions of the Past Executive, reviews the financial statements, approves the Auditor for the coming year (or review engagement) and elects the new Executive.

Many of the rules governing the administration of the Club are defined by corporate statute (ONCA). The Club has Members - those who can vote, a Board of Directors and an Executive Board (day to day running of the Club). In our case, the Executive Board and the Board of Directors are the same group and are referred to as the Executive. The current Commodore is the Chair of the Board.

The Executive is entrusted to run the Corporation over the term of a year as guided by the Bylaws, Policies and Procedures approved by the membership. The Bylaws, Policies and Procedures legally protect the Executive and the members.

Changes to Bylaws require a simple majority at a members' meeting and do not need to be submitted to the Ontario Business Registry.

Changes to policies and procedures approved by the executive will be posted in the CIYC Newsletter for two (2) weeks. The executive will review any objections, modify the policy if appropriate. Afterward, the policy revisions will take effect until they are ratified at the next members' meeting.

Articles contain the organization's name, its purpose, and the location of its head office. Special provisions include the number of directors, membership classes, voting rights and dissolution clauses. Any amendments to the articles must receive a two-thirds majority vote at a members' meeting and be submitted to the Ontario Business Registry, along with a fee.

Board of Directors

(November 2024)

(These documents are in compliance with the Ontario Not For Profit Corporation Act, which can be found at <https://www.ontario.ca/laws/statute/10n15>.)

BY-LAWS: CEDAR ISLAND YACHT CLUB (CIYC)

(June 2024)

SECTION 1 – GENERAL

1. PURPOSE

These bylaws relate to the general conduct of the affairs of the Cedar Island Yacht Club

1.02 DEFINITIONS

In this by-law, unless the context otherwise requires:

- **"Act"** means the Not-for-Profit Corporations Act, 2010 (Ontario) and any act that may be substituted therefor as amended or re-enacted from time to time;
- **"Board"** means the board of directors of the Corporation;
- **"By-laws"** means this by-law (including the schedules to this by-law) and all other by-laws of the Corporation as amended and which are, from time to time, in force;
- **"Chair"** means the chair of the Board;
- "Corporation" means the corporation that has passed these by-laws under the Act or that is deemed to have passed these by-laws under the Act;
- **"Director"** means an individual occupying the position of director on the Board of the Corporation by whatever name he or she is called;
- **"Member"** means a member of the Corporation;
- **"Members"** means the collective membership of the Corporation; and
- **"Officer"** means an officer of the Corporation.

1.02 INTERPRETATION

Other than as specified in Section 1.01, all terms contained in this by-law that are defined in the Act shall have the meanings given to such terms in the Act. Words importing the singular include the plural and vice versa, and words importing one gender include all genders.

1.03 SEVERABILITY AND PRECEDENCE

The invalidity or unenforceability of any provision of this By-law shall not affect the validity or enforceability of the remaining provisions of this By-law. If any of the provisions contained in the By-laws are inconsistent with those contained in the Articles or the Act, the provisions contained in the Articles or the Act, as the case may be, shall prevail.

1.04 SEAL

The seal of the Corporation, if any, shall be in the form determined by the Board.

1.05 EXECUTION OF CONTRACTS

Deeds, transfers, assignments, contracts, obligations and other instruments in writing requiring execution by the Corporation may be signed by any two of its Officers or Directors. In addition, the Board may from time to time direct the manner in which and the person by whom a particular document or type of document shall be executed. Any person authorized to sign any document may affix the corporate seal, if any, to the document. Any Director or Officer may certify a copy of any instrument, resolution, by-law or other document of the Corporation to be a true copy thereof.

SECTION 2 - DIRECTORS

2.01 ELECTION AND TERM

The Directors shall be elected by the Members. The number of directors (3-12) will be determined by special resolution of the board. Directors will form the Board to govern the affairs of the organization. Up to three Directors will be elected by the members to specific roles. Directors will serve a term of one (1) year and then be subject to re-election. Terms commence from the date of the meeting at which they are elected or appointed until the annual meeting one year hence or until their successors are elected or appointed.

2.02 VACANCIES

The office of a Director shall be vacated immediately:

- 1. if the Director resigns office by written notice to the secretary, which resignation shall be effective at the time it is received by the secretary or at the time specified in the notice, whichever is later;
- 2. if the Director dies or becomes bankrupt;
- 3. if the Director is found to be incapable of managing property by a court or under Ontario law; or 4. If, at a meeting of the Members, a resolution is passed by at least a majority of the votes cast by the Members removing the Director before the expiration of the Director’s term of office.

2.03 FILLING VACANCIES

A vacancy on the Board shall be filled as follows:

- 1. a quorum of Directors may fill a vacancy among the Directors;
- 2. if there is not a quorum of Directors or there has been a failure to elect the minimum number of Directors set out in the articles, the Directors in office shall, without delay, call a special meeting of Members to fill the vacancy and, if they fail to call such a meeting, the meeting may be called by any Member;
- 3. if the vacancy occurs as a result of the Members removing a Director, the Members may fill the vacancy by a majority vote and any Director elected to fill the vacancy shall hold office for the remainder of the removed Director’s term; and
- 4. the Board may fill any other vacancy by a majority vote, and the appointee shall hold office for the remainder of the unexpired portion of the term of the vacating Director. After that, the appointee shall be eligible to be elected as a Director.

2.04 COMMITTEES

Committees may be established by the Board as follows:

1. The Board may appoint from their number a managing Director or a committee of Directors and may delegate to the managing Director or committee any of the powers of the Directors excepting those powers set out in the Act that are not permitted to be delegated; and
2. Subject to the limitations on delegation set out in the Act, the Board may establish any committee it determines necessary for the execution of the Board's responsibilities. The Board shall determine the composition and terms of reference for any such committee. The Board may dissolve any committee by resolution at any time.

2.05 REMUNERATION OF DIRECTORS

The Directors shall serve as such without remuneration and no Director shall directly or indirectly receive any profit from occupying the position of Director; provided that:

1. Directors may be reimbursed for reasonable expenses they incur in the performance of their Directors' duties;
2. Directors may be paid remuneration and reimbursed for expenses incurred in connection with services they provide to the Corporation in their capacity other than as Directors, provided that the amount of any such remuneration or reimbursement is: (i) considered reasonable by the Board; (ii) approved by the Board for payment by resolution passed before such payment is made; and (iii) in compliance with the conflict of interest provisions of the Act.

SECTION 3 - BOARD MEETINGS

3.01 CALLING OF BOARD MEETINGS

Meetings of the Directors may be called by the Chair, or any two Directors at any time and any place on notice as required by this by-law, by giving not less than five days' notice to each Director, stating the time and place of the meeting.

3.02 REGULAR BOARD MEETINGS

The Board may fix the place and time of regular Board meetings and send a copy of the resolution fixing the place and time of such meetings to each Director, and no other notice shall be required for any such meetings.

3.03 NOTICE

Notice of the time and place for the holding of a meeting of the Board shall be given in the manner provided in Section 10 of this by-law to every Director of the Corporation not less than seven days before the date that the meeting is to be held. Notice of a meeting is not necessary if all of the Directors are present, and none objects to the holding of the meeting, or if those absent have waived notice or have otherwise signified their consent to the holding of such meeting. If a quorum of Directors is present, each newly elected or appointed Board may, without notice, hold its first meeting immediately following the annual meeting of the Corporation.

3.04 CHAIR

The Chair shall preside at Board meetings. In the absence of the Chair, the Directors present shall choose one of their number to act as the Chair.

3.05 VOTING

Each Director has one vote. Questions arising at any Board meeting shall be decided by a majority of votes. In case of an equality of votes, the Chair shall not have a second or casting vote.

3.06 PARTICIPATION BY TELEPHONE OR OTHER COMMUNICATIONS FACILITIES

If all of the Directors of the Corporation consent, a Director may participate in a meeting of the Board or of a committee of Directors by telephonic or electronic means that permits all participants to communicate adequately with each other during the meeting. A Director participating by such means is deemed to be present at that meeting.

SECTION 4 - FINANCIAL

4.01 BANKING

The Board shall by resolution from time to time designate the bank in which the money, bonds or other securities of the Corporation shall be placed for safekeeping.

FINANCIAL YEAR

The financial year of the Corporation ends on October 31 in each year.

4.03 BORROWING

The executive may borrow funds not exceeding 10% of the Annual Budget for day-to-day operations of the Club. A simple majority approval by membership at a duly constituted meeting is required for amounts exceeding 10%.

After adoption of an authorizing motion, the executive may:

- Issue, sell or pledge debt obligations (including bonds, debentures, notes, or other similar obligations (secured or unsecured) of the corporation.
- Charge, mortgage, hypothecate or pledge all or any of the currently owned or subsequently acquired real or personal, movable or immovable, property of the Corporation, including book debts, powers, franchises, and undertaking, to secure any debt obligations or money borrowed, or other debt or liability of the Corporation.

SECTION 5 - OFFICERS

5.01 OFFICERS

The Board shall appoint the Director elected as President (known as Commodore) as Chair. The office of Treasurer and Secretary may be held by the same person and may be known as the Secretary-Treasurer and are elected by the membership. The Board may appoint such other Officers and agents as it deems necessary, and who shall have such authority and shall perform such duties as the Board may prescribe from time to time.

5.02 DUTIES

Officers shall be responsible for the duties assigned to them and they may delegate to others the performance of any or all of such duties.

5.03 DUTIES OF THE CHAIR

The Chair shall perform the duties described in sections 3.04 and 9.05 and such other duties as may be required by law or as the Board may determine from time to time. The chair shall perform the duties described in Schedule A and such other duties as may be required by law or as the Board may determine from time to time.

5.04 DUTIES OF THE TREASURER

The treasurer shall perform the duties described in Schedule B and such other duties as may be required by law or as the Board may determine from time to time.

5.05 DUTIES OF THE SECRETARY

The secretary shall perform the duties described in Schedule C and such other duties as may be required by law or as the Board may determine from time to time.

SECTION 6 - PROTECTION OF DIRECTORS AND OTHERS

6.01 PROTECTION OF DIRECTORS AND OFFICERS

No Director, Officer or committee member of the Corporation is be liable for the acts, neglects or defaults of any other Director, Officer, committee member or employee of the Corporation or for joining in any receipt or for any loss, damage or expense happening to the Corporation through the insufficiency or deficiency of title to any property acquired by resolution of the Board or for or on behalf of the Corporation or for the insufficiency or deficiency of any security in or upon which any of the money of or belonging to the Corporation shall be placed out or invested or for any loss or damage arising from the bankruptcy, insolvency or tortious act of any person, firm or Corporation with whom or which any moneys, securities or effects shall be lodged or deposited or for any other loss, damage or misfortune whatever which may happen in the execution of the duties of his or her respective office or trust provided that they have:

1. complied with the Act and the Corporation's articles and By-laws; and

2. exercised their powers and discharged their duties in accordance with the Act.

SECTION 7 - CONFLICT OF INTEREST

7.01 CONFLICT OF INTEREST

A Director who is in any way directly or indirectly interested, or could be perceived as interested, in a contract or transaction, or proposed contract or transaction, with the Corporation shall make the disclosure required by the Act. Except as provided by the Act, no such Director shall attend any part of a meeting of Directors or vote on any resolution to approve any such contract or transaction.

SECTION 8 - MEMBERS

8.01 MEMBERS

Membership in the Corporation shall consist of persons interested in furthering the Corporation's purposes and who have been accepted into membership in the Corporation by resolution of the Board. Any adult (over 18) with a club membership in good standing will be considered a Member of the Corporation.

8.02 MEMBERSHIP

A membership in the Corporation is not transferable and automatically terminates if the Member resigns or such membership is otherwise terminated in accordance with the Act.

8.03 IN GOOD STANDING

A member will be in good standing provided they have completed and submitted all required documentation, have complied with the by-laws, has not been suspended or expelled and has paid all required membership dues. If the member ceases to be in good standing, they will not be entitled to vote at meetings of the membership.

8.04 DISCIPLINARY ACT OR TERMINATION OF MEMBERSHIP FOR CAUSE

1. Upon 15 days' written notice to a Member, the Board may pass a resolution authorizing disciplinary action or the termination of membership for violating any provision of the articles or By-laws.
2. The notice shall set out the reasons for the disciplinary action or termination of membership. The Member receiving the notice shall be entitled to give the Board a written submission opposing the disciplinary action or termination not less than 5 days before the end of the 15-day period. The Board shall consider the written submission of the Member before making a final decision regarding disciplinary action or termination of membership.

SECTION 9 - MEMBERS' MEETINGS

9.01 ANNUAL MEETING

The annual meeting shall be held on a day and at a place within Ontario fixed by the Board. Any Member, upon request, shall be provided, not less than 5 days before the annual meeting, with a copy of the approved financial statements, auditor's report or review engagement report and other financial information required by the By-laws or articles. The business transacted at the annual meeting shall include:

1. receipt of the agenda;
2. receipt of the minutes of the previous annual and subsequent special meetings;
3. consideration of the financial statements;
4. report of the auditor or person who has been appointed to conduct a review engagement;
5. reappointment or new appointment of the auditor or a person to conduct a review engagement for the coming year. The members may waive the requirement for a review engagement and specify the type of review that is acceptable; and
6. election of Directors; and
7. such other or special business as may be set out in the notice of meeting.

No other item of business shall be included on the agenda for annual meeting unless a Member's proposal has been given to the secretary prior to the giving of notice of the annual meeting in accordance with the Act, so that such item of new business can be included in the notice of annual meeting.

9.02 SPECIAL MEETINGS

The Directors may call a special meeting of the Members. The Board shall convene a special meeting on written requisition of not less than one-tenth of the Members for any purpose connected with the affairs of the Corporation that does not fall within the exceptions listed in the Act or is otherwise inconsistent with the Act, within 21 days from the date of the deposit of the requisition.

9.03 NOTICE

Subject to the Act, not less than 10 and not more than 50 days written notice of any annual or special Members' meeting shall be given in the manner specified in the Act to each Member and to the auditor or person appointed to conduct a review engagement. Notice of any meeting where special business will be transacted must contain sufficient information to permit the Members to form a reasoned judgement on the decision to be taken.

9.04 QUORUM

A quorum for the transaction of business at a Members' meeting is 30% of the Members entitled to vote at the meeting. If a quorum is present at the opening of a meeting of the Members, the Members present may proceed with the business of the meeting, even if a quorum is not present throughout the meeting.

9.05 CHAIR OF THE MEETING

The Chair shall be the chair of the Members' meeting; in the Chair's absence, the Members present at any Members' meeting shall choose another Director as chair and if no Director is present or if all of the Directors present decline to act as chair, the Members present shall choose one of their number to chair the meeting.

9.06 VOTING OF MEMBERS

Business arising at any Members' meeting shall be decided by a majority of votes unless otherwise required by the Act or the By-law provided that:

1. each Member shall be entitled to one vote at any meeting;
2. votes shall be taken by a show of hands among all Members present and the chair of the meeting, if a Member, shall have a vote;
3. an abstention shall not be considered a vote cast;
4. Before or after a show of hands has been taken on any question, the chair of the meeting may require, or any Member may demand, a written ballot. A written ballot so required or demanded shall be taken in such manner as the chair of the meeting shall direct;
5. if there is a tie vote, the chair of the meeting shall require a written ballot and shall not have a second or casting vote. If there is a tie vote upon written ballot, the motion is lost; and
6. whenever a vote by show of hands is taken on a question, unless a written ballot is required or demanded, a declaration by the chair of the meeting that a resolution has been carried or lost and an entry to that effect in the minutes shall be conclusive evidence of the fact without proof of the number or proportion of votes recorded in favour of or against the motion.

9.07 ADJOURNMENTS

The Chair may, with the majority consent of any Members' meeting, adjourn the same from time to time and no notice of such adjournment need be given to the Members, unless the meeting is adjourned by one or more adjournments for an aggregate of 30 days or more. Any business may be brought before or dealt with at any adjourned meeting which might have been brought before or dealt with at the original meeting in accordance with the notice calling the same.

9.08 PERSONS ENTITLED TO BE PRESENT

The only persons entitled to attend a Members' meeting are the Members, the Directors, the auditors of the Corporation (or the person who has been appointed to conduct a review engagement, if any) and others who are entitled or required under any provision of the Act or the articles to be present at the meeting. Any other person may be admitted only if invited by the Chair of the meeting or with the majority consent of the Members present at the meeting.

SECTION 10 - NOTICES

10.01 SERVICE

Any notice required to be sent to any Member or Director or to the auditor or person who has been appointed to conduct a review engagement shall be provided by telephone, delivered personally, or sent

by prepaid mail, facsimile, email or other electronic means to any such Member or Director at their latest address as shown in the records of the Corporation and to the auditor or the person who has been appointed to conduct a review engagement at its business address, or if no address be given then to the last address of such Member or Director known to the secretary; provided always that notice may be waived or the time for the notice may be waived or abridged at any time with the consent in writing of the person entitled thereto.

10.02 COMPUTATION OF TIME

Where a given number of days' notice or notice extending over any period is required to be given, the day of service or posting of the notice shall not, unless it is otherwise provided, be counted in such number of days or other period.

10.03 ERROR OR OMISSION IN GIVING NOTICE

No error or accidental omission in giving notice of any Board meeting or any Members' meeting shall invalidate the meeting or make void any proceedings taken at the meeting.

SECTION 11 - DISSOLUTION

11.01 DISSOLUTION

The Corporation may be resolved in accordance with the Act.

SECTION 12 - ADOPTION AND AMENDMENT OF BY-LAWS

12.01 AMENDMENTS TO BY-LAWS

The Members may from time to time amend this by-law by a majority of the votes cast.

Enacted this 23rd day of JUNE 2024.

SCHEDULE A - POSITION DESCRIPTION OF THE CHAIR

ROLE STATEMENT

The Chair provides leadership to the Board, ensures the integrity of the Board's process and represents the Board to outside parties. The chair co-ordinates Board activities in fulfilling its governance responsibilities and facilitates cooperative relationships among Directors and between the Board and senior management, if any, of the Corporation. The chair ensures the Board discusses all matters relating to the Board's mandate.

RESPONSIBILITIES

Agendas

- Establish agendas aligned with annual Board goals and preside over Board meetings.
- Ensure meetings are effective and efficient for the performance of governance work.
- Ensure that a schedule of Board meetings is prepared annually.

Direction

- Serve as the Board's central point of communication with the senior management, if any, of the Corporation;
- provide guidance to senior management, if any, regarding the Board's expectations and concerns.
- In collaboration with senior management, develop standards for Board decision-support packages that include formats for reporting to the Board and level of detail to be provided to ensure that management strategies and planning and performance information are appropriately presented to the Board.

Performance Appraisal

- Lead the Board in monitoring and evaluating the performance of senior management, if any, through an annual process.

Work Plan

- Ensure that a Board work plan is developed and implemented that includes annual goals for the Board and embraces continuous improvement.

Representation

- Serve as the Board's primary contact with the public.

Reporting

- Report regularly to the Board on issues relevant to its governance responsibilities.

Board Conduct.

- Set a high standard for Board conduct and enforce policies and By-laws concerning Directors' conduct.

Mentorship

- Serve as a mentor to other Directors. Ensure that all Directors contribute fully. Address issues associated with underperformance of individual Directors.

Succession Planning

- Ensure succession planning occurs for senior management, if any, and Board.

Committee Membership

- Serve as a member on all Board committees.

SCHEDULE B - POSITION DESCRIPTION OF THE TREASURER

ROLE STATEMENT

The treasurer works collaboratively with the chair and senior management, if any, to support the Board in achieving its fiduciary responsibilities.

RESPONSIBILITIES

Custody of Funds

- The treasurer shall have the custody of the funds and securities of the Corporation and shall keep full and accurate accounts of all assets, liabilities, receipts and disbursements of the Corporation in the books belonging to the Corporation and shall deposit all monies, securities and other valuable effects in the name and to the credit of the Corporation in such chartered bank or trust company, or, in the case of securities, in such registered dealer in securities as may be designated by the Board from time to time.
- The treasurer shall disburse the funds of the Corporation as may be directed by proper authority taking proper vouchers for such disbursements and shall render to the Chair and directors at the regular meeting of the Board, or whenever they may require it, an accounting of all the transactions and a statement of the financial position, of the Corporation.
- The treasurer shall also perform such other duties as may from time to time be directed by the Board.

Board Conduct

- Maintain a high standard for Board conduct and uphold policies and By-laws regarding Directors' conduct, with particular emphasis on fiduciary responsibilities.

Mentorship

- Serve as a mentor to other Directors.

Financial Statement

- Present to the Members at the annual meeting as part of the annual report, the financial statement of the Corporation approved by the Board together with the report of the auditor or of the person who has conducted the review engagement, as the case may be.

SCHEDULE C - POSITION DESCRIPTION OF THE SECRETARY

ROLE STATEMENT

The secretary works collaboratively with the chair to support the Board in fulfilling its fiduciary responsibilities.

RESPONSIBILITIES

Board Conduct

- Support the chair in maintaining a high standard for Board conduct and uphold policies and the By-laws regarding Directors' conduct, with particular emphasis on fiduciary responsibilities.

Document Management

- Keep a roll of the names and addresses of the Members.
- Ensure the proper recording and maintenance of minutes of all meetings of the Corporation, the Board and Board committees.
- Attend to correspondence on behalf of the Board.
- Have custody of all minute books, documents, registers and the seal of the Corporation and ensure that they are maintained as required by law.
- Ensure that all reports are prepared and filed as required by law or requested by the Board. Meetings
- Give such notice as required by the By-Laws of all meetings of the Corporation, the Board and Board committees.
- Attend all meetings of the Corporation, and the Board and where applicable, Board committees.

AMENDMENTS TO ARTICLES OF INCORPORATION (FORMERLY KNOWN AS LETTERS PATENT)

NUMBER OF DIRECTORS ON THE BOARD:

“The Articles of the Association provide for a minimum of three (3) and a maximum of twelve (12) directors. The number of directors of the Association and the number of directors to be elected at the Annual Meeting shall be determined from time to time by special resolution or, if a special resolution empowers the directors to determine the number, by Board resolution. No decrease in the number of directors shall shorten the term of an incumbent director.”

A special resolution was passed to empower the directors to determine the number (June 23rd, 2024)

MEMBER CLASS(S):

The corporation will have one class of Members and the Members will have the right to vote at any meeting of the Members.

DISSOLUTION CLAUSE:

The corporation will be dissolved in accordance with the Act.

POLICIES AND PROCEDURES

November 2024: Reviewed and updated for compliance with June 2024 governing Bylaws.

1. EXECUTIVE NOMINATING COMMITTEE

- a) A Nominating Committee shall be formed and the members advised no later than August 1st of each year.
- b) The committee shall be composed of the Commodore, Vice Commodore, and two members at large appointed by the Executive, for the purpose of nominating eligible members as candidates for the following year's Executive.
- c) This slate of nominees will be presented at the Annual Election of Executives to be held at the Annual General Meeting.
- d) The Nominating Committee may both propose and receive nominations for positions on the Executive.
- e) Nominations shall be in written form and supported by the Nominating Committee or by three Full Members. Nominations shall be mailed to the attention of the Nominating Committee at the club's mailing address, emailed or handed to a member of the Nominating Committee in person.
- f) Nominations shall close October 1st and the Nominating Committee shall publish the names of all candidates within 5 days by email to the current address of all Full Members in good standing and also posted on the CIYC Clubhouse notice board.
- g) Election of the Executive shall occur at the Annual General Meeting and be held by secret ballot, scrutinised by the Secretary and Nominating Committee or their nominees.
- h) All candidates must be Full Members in good standing prior to the election and remain members in good standing for their full term as Executive.
- i) The successful candidates will accept their position in writing and the names and addresses of incoming and outgoing board members be submitted to the Ontario Business Registry within 10 days of election.
- j) Training Meeting - A transition meeting between the old and new board will be held within one month of the election of the new officers.

2. MEMBERSHIP APPLICATION PROCESS

- a) A candidate for Full or Social Membership shall, if they know a CIYC member, provide the name of the Member who is willing to mentor them. If not, a Member will be assigned by the Executive to mentor the member for the first year.
- b) The application, along with the current fee in the case of Full Membership, may be submitted to any member of the Executive or by e-transfer to the Treasurer. That Executive member is responsible for forwarding the application to the Secretary and ensuring the appropriate membership fee has been submitted to the Treasurer.

- c) The Secretary will electronically post the application via email for a period of 15 days for membership review.
- d) All members have a responsibility to advise a member of the Executive if, in their opinion, the applicant is not suitable for membership.
- e) The mentor will be expected to shepherd the new member, guiding and assisting him or her through their first year of membership.
- f) An applicant may be approved for membership when these provisions have been met and when at least four members of the Executive have countersigned the application.
- g) An applicant for Full Membership may not dock his/her vessel at CIYC before the application has been received by the Executive and accepted for posting to the membership. The Executive may then allow the applicant to dock their boat at the Club as a guest at an established monthly rate.
- h) An applicant will not receive keys or access to the facilities beyond that granted to guests at the Club.
- i) Upon acceptance as a member of CIYC, the new member will be invited to an Executive meeting where they will receive a Welcome Aboard pamphlet, information to obtain a copy of the Bylaws and Policies and Procedures of the Club, a burgee, for Full Members only, and keys to the facilities. A remote control can be purchased for the gate, if requested.

3. FULL MEMBER

- a) A Full Member is a person who signed the application form (including their partner), has met the criteria of the application, has met with the Executive, and been accepted for membership by the Executive.
- b) Following acceptance, a member will be subject to a two (2) year probationary period. During this period the Executive will review their standing and membership continuance based on involvement in club functions, completion of work hours, meeting attendance, compliance with all Club By-laws, Policies & Procedures and Code of Conduct.
- c) Failure to satisfy the above criteria will, at the Executive's discretion, result in their membership being revoked.
- d) A Full Member shall be entitled to one vote per membership.
- e) As individual(s), a Full Member (and, if applicable, their spouse/partner and dependents) shall enjoy the following privileges:
 - Participate in decision making of Club affairs.
 - Have full use of the Club facilities.
 - Participate in Club races.
 - Receive all Club communications.
 - Derive benefits from CIYC's association with I-L Y A and CYA.
 - Accumulate seniority as a Club member.
- f) A Full Member shall be responsible for fulfilling work hour requirements as outlined in the Work Policy.
- g) Should a full member wish to change status, there are 2 options: Alumni or Social.

4. ALUMNI

- a) Alumnus status may only be granted to a Full Member who has submitted a written application to the Executive requesting a change of status.
- b) Alumni will maintain their existing seniority (but not accumulate additional seniority) and will not have to perform work hours.
- c) Alumni can receive all Club communications and attend any social activities at the club.
- d) An Alumnus may not engage in any of the activities associated with other classes of membership, other than an Alumnus may rent the club house.
- e) Alumni wishing to return to Full Membership, complete with full docking privileges part way through any boating season, will be subject to the annual Full Membership and levies.
 - Dockage and work hours will be prorated in accordance with the Billing Policy.
 - The Alumni fee already paid for the season will be credited toward the Full Membership fee.
- f) When an Alumnus returns to Full Membership status, they cannot displace another Full Member from his/ her dock assignment regardless of seniority.

5. SOCIAL

- a) Social (associate) membership may be granted to a non-member by the Executive in accordance with the provisions of the Application Process. There is no prorating of the Annual Fee.
- b) Following acceptance, a member will be subject to a two (2) year probationary period. During this period the Executive will review their standing and membership continuance based on involvement in club functions, completion of work hours, compliance with all Club By-laws, Policies & Procedures and Code of Conduct.
- c) Failure to satisfy the above criteria will, at the Executive's discretion, result in their membership being revoked.
- d) A social membership may be granted to a full member who has submitted a written application to the executive. They will maintain their existing seniority but not accumulate additional seniority. They may return to full membership upon written request to the executive.
- e) Social members wishing to convert to Full Membership, complete with full docking privileges part way through any boating season, will be subject to the annual Full Membership fees.
 - Dockage and work hours will be prorated in accordance with the Billing and Work Hour Policies.
 - The Social Membership fee already paid for the season will be credited toward the Full Membership fee.
- f) A free Social membership may be granted to a graduate of the CIYC Adult Sailing program or the family of a Youth Sailing student in accordance with the provisions of the Application Process. The free Social Membership is effective from the date of their graduation until the 31st of October of the following calendar year. Following this time, if the Member wishes to continue as a Social Member, current membership fees will apply, and the remaining probationary period will take effect as outlined above.
- g) Social members shall enjoy the following privileges:
 - Have full use of the Club facilities
 - Receive all Club communications
 - Have the right to speak at all meetings open to the general membership
 - May store a small boat at the Club as defined in the Paddle Pass Policy.

- May dock a boat at the Club as defined in the Visitor/Reciprocal Policy.
 - May be an officer of the club.
- h) Social members may not:
- Accumulate seniority
 - Vote
 - Be a board member.
 - Rent dockage
 - Launch or haul out a vessel at the Club that is not defined in the Paddle Pass Policy.
 - Race his/her boat in Club races
- i) Social Members shall be responsible for fulfilling work hour requirements as outlined in the Work Policy.

6. HONORARY MEMBER

- a) Honorary membership may be proposed by the Executive and approved by the general membership to recognize and reward a former, long-standing member's exemplary service to the Club.
- b) An Honorary member shall enjoy the same privileges as an Alumni.
- c) Membership fees are waived
- d) Further privileges may be granted at the discretion of the executive.
- e) An honorary member will not be able to:
- Vote
 - Hold office

7. BILLING MEMBERSHIP FEES AND HOURS.

- a) Membership Fees and Charges shall be ratified at the Annual General Meeting by a simple majority or at a Special Meeting duly convened. Items not covered by the schedule and of a minor nature shall be determined by the Executive.
- b) The current schedule for fees and charges will be posted in the Club and will be available to all members upon request.

Invoicing

- c) Members will be invoiced as follows:

Full Member

- a. An invoice with all charges pertaining to Membership Fees and Charges will be sent to Full Members as soon as possible following ratification at the Annual General Meeting. The invoice will be based on the previous year's dockage and storage usage. Any changes in usage of club facilities (dockage and/or storage) will be charged or credited as they occur.
- b. Within thirty (30) days of the date of the invoice, Full Members will be required to pay this invoice in full or one third of the amount shown on the invoice to be paid on each of the following dates - January 15, March 15 and April 15. Payment can be made either by cheque or e-transfer.
- c. If a Full Member has not paid their invoice according to this Policy, they will be deemed in arrears.
- d. It is the member's responsibility to inform the Treasurer, as well as the Dock Officer, in a timely manner, of any changes that might affect the amount being charged.

Social and Alumni. (and honorary where applicable)

- a. For Social members, Alumni and Honorary members, all charges will be billed November 30 and are due in full December 30.
- b. If unpaid by January 31st they will receive a reminder email and if fees have not been received by March 1st, they will be deemed to have resigned.

All Members

- a) Invoices, statements and reminders will be sent via email. It is the member's responsibility to ensure the Secretary is informed of email changes in a timely manner.

Arrears Procedure

The procedure for accounts in arrears shall be as follows:

- Full Members with accounts in arrears may not launch, haul out or attend Meetings.
- Club records are deemed to be correct, and it is the member's obligation to ensure their account is paid in full 7 days before launch, haul out or a scheduled meeting.
- Member accounts in arrears will be charged a late fee of \$25 per month until the account is paid in full.
- Accounts overdue at sixty (60) days: the Treasurer shall inform the Secretary of the debt and provide the statement of the account owing. A registered letter will be sent by the Secretary giving the member thirty (30) days to pay the entire amount outstanding.
- Accounts overdue at ninety (90) days: a registered letter will be sent by the Commodore notifying that the membership has been forfeited and legal action may commence.
- Any member expelled for indebtedness to the Club, may appeal to the Executive for reinstatement. If successful, he/she will be required to pay all the outstanding debts plus a three hundred- and fifty-dollar (\$350) charge to reactivate his/her membership.
- If a member is in default for a second time and is expelled for the second time, the membership will not be reinstated.
- Members are expected to pay all outstanding debts upon resignation.

Prorating of Fees

- d) For Full Members applying to the club, monthly proration of fees will be based on a 12-month period (Club's fiscal year) for fees and levies, Annual dockage will be based on a 6 month period from May 1st to October 31st. Fees will be rounded to the nearest month.
- e) For current members resigning or changing their status during the fiscal year, there is no refund or prorating of fees, levies or storage.
- f) Changes in membership status will not result in a refund of membership fees and hours.

Membership Status Changes

- g) Requests to change membership status must be received in writing before October 31st for the following fiscal year.

8. WORK POLICY

- a) Each Full Member of CIYC is responsible for performing 15 hours minimum of work per fiscal year to support their working Club.
- b) Each Social Member is responsible for performing a minimum of 6 work hours.
- c) The Executive or Officers shall approve all work done.
- d) Members are responsible for submitting their work hours.
- e) Adult & Youth Sailing free members are encouraged to do work hours. There is no financial liability for work not performed.
- f) It is the member's responsibility to ensure his or her work hours have been submitted within thirty (30) days after the hours have been completed.
- g) Assigned work hours for new Full Members are 15 hours if joining before June 30; 50% of hours after June 30 to August 31; 25% of hours after August 31 to September 30; 0 hours if after September 30. The same percentages apply to Social Members.
- h) Work hours must be completed by September 30th of the fiscal year.
- i) A member may request, or the Executive may grant, an exemption of all or part of a member's work hour requirement. The basis of the exemption may be illness, physical inability, or other extenuating circumstances.
- j) Starting with the fiscal year following a member's 80th birthday They will no longer be required to perform work hours.

9. CONFLICT RESOLUTION

- a) A member with a conflict or complaint involving another member is encouraged to:
 - Speak face to face in a neutral space.
 - Consider the other's point of view.
 - Clarify the problem.
 - Discuss the facts.
 - Find common ground.
- b) If a resolution cannot be found, the complaint must be submitted in writing to the executive.
- c) The facts and the name and contact information of any witnesses (if any) and the defendant must be provided.
- d) After receiving the complaint, the board shall, as soon as practicable, investigate the complaint and review information from all parties involved. The board may assign one board member that all parties agree to, to collect the evidence and present it to the board.
- e) The board will determine if any action is required. A decision must be presented to the complainant and defendant.
- f) The defendant may appeal the decision and a panel of three (3) experienced club members, none of whom have any direct involvement, will investigate, and hear the case. The resolution of the panel will be binding to all parties.
- g) A Director who is in any way directly or indirectly involved or could be perceived involved, with the complaint shall make the disclosure and shall recuse themselves from any discussion or vote relating to the issue.

10.DUTIES OF EXECUTIVE

- a) All members of the Executive Committee are expected to attend all Executive Committee meetings.

COMMODORE

- b) In addition to job descriptions (see schedules) in the bylaws, the Commodore shall:
 - a. within thirty (30) days following the election, hold a meeting with the Executive to allocate duties for the forthcoming year including appointment of officers.

VICE COMMODORE

- c) In addition to job descriptions (see schedules) in the bylaws, the Vice Commodore shall:
 - a. in the absence of the Commodore, act in his/her stead.
 - b. accept additional duties as needed.

SECRETARY

- d) In addition to job descriptions (see schedules) in the bylaws, the Secretary shall:
 - a. Be the Privacy Officer for the Club
 - b. Coordinate use of the Club by members for private functions and rentals, including receiving and posting rental applications.
 - c. Create and distribute all minutes of the Executive meetings to the Executive Committee within ten (10) days
 - d. Attend all meetings of the Executive and members and record the minutes
 - e. Be responsible for the archiving and security (including back-ups) of pertinent club documents information and other pertinent information as the Club may require.
 - f. Process applications for membership and submit them to the Executive Committee for consideration.
 - g. Maintain a membership roll to include names of members, membership status, seniority dates, insurance information and other pertinent information as the Club may require
 - h. Maintain confidential custody of passwords and login information, including: company key, email accounts and other corporate information
 - i. Receive the written acceptance of all board members and file with Ontario sail and the Ontario business registry.

TREASURER

- e) Pursuant to the bylaws, the Treasurer is responsible for the financial affairs of the Corporation and is a signing officer of the Corporation.
- f) In addition to job descriptions (see schedules) in the bylaws, the Treasurer shall file statutory reports as required.

Executive Committee Procedures

The following tasks will be assigned and managed each year by the Executive Committee:

- Memorial wall
- Submit required records to Ontario Business registry
- Ensure three bank co-signers. (Two of three signatures required.)
- Record own work hours, approve others' work hours as required.
- Recruit Paddle pass coordinator
- Recruit Dry sail coordinator
- Recruit Cruising officer
- T-shirts and club paraphernalia
- Communications: website, newsletter, Social Media
- Reciprocal ILYA
- Update bylaws, policies and procedures and table of fees on web site and google drive.
- Orient new members
- Pick up mail
- Conduct exit interviews with outgoing members.

11.OFFICERS:

- a) The CIYC will have officers responsible for the following areas:
 - a. Adult Sailing
 - b. Docks
 - c. Dredging
 - d. Health and Safety
 - e. Historian
 - f. Membership
 - g. Property
 - h. Race
 - i. Social
 - j. Youth Sailing
- b) The Executive Committee may create additional Officer roles as necessary.
- c) Officers will be appointed to each of these roles annually.
- d) All officers agree to complete the job description for their respective roles (included in the policy Schedules.)
- e) All officers will develop a committee with a minimum of 3 members.
- f) All officers will sign off on work hours for their committee members and volunteers completing work within their area of responsibility.

- g) All officers will submit a report for all board meetings to provide updates on the work and projects in each area. All officers will attend board meetings if needed.

12. DOCK POLICY AND PROCEDURES

- a) The following dates have been established for launch and haul out. Launch will be held the last Saturday of April and haul out the second Saturday following Thanksgiving, weather permitting.
- b) Full members who wish a well to be assigned for the season shall submit a request annually to the Dock Officer using the current Dock Request Form including vessel dimensions. Notice to submit the form will be sent by the secretary.
- c) The Dock Committee shall assign wells using vessel dimensions (LOA, beam, and draft) as criteria. If the number of well requests exceeds the number of wells available, allocations will be made by seniority.
- d) The Dock Committee will assign the docks in such a manner as to best accommodate each member and to best utilise the Club facilities. A member's seniority in the Club will only be used to resolve a conflict between members with similar needs. Late assignments made after the initial deadline shall not displace a boat already assigned in accordance with the Dock Policy.
- e) The Club will not provide a well for a vessel deemed unsuitable for existing facilities.
- f) A Full Member may apply for one well only that must be used to dock a vessel owned, leased, or otherwise under the control of the member for the exclusive use of that member.
- g) If a vessel is owned in partnership, each partner must be a Full Member of the Club. If a partnership dissolves during the season, the partners must inform the Dock Officer of who the new lessee shall be. In addition, either member of the partnership may apply for a well assignment of a second vessel.
- h) A Full Member may not sublease an assigned well.
- i) Wells temporarily vacated for one or more days may be used for guest well assignment by the Club.
- j) Unassigned wells may be applied for by a Full Member who currently has a well assignment and wishes a second well. Available wells will be posted after launch.
- k) A Full Member buying, selling, or chartering a vessel docked at the Club shall notify the Dock Officer immediately upon doing so. The member may be assigned a second dock if available. The member is given a two-week grace period before being charged for the second dock, after which shall be billed as per billing policy.
- l) Unlaunched boats, and cradles/trailers must be removed within two weeks following launch, except by approval of the Dock officer or Executive. Members should notify the Dock Officer of any potential delays. Failure to comply may result in additional charges. Cradles will be moved by a work party, organized by the Dock Officer. Members involved with the work party will receive work hours. Members may move their own cradles but will not receive work hours. This must be completed within 1 week of cradle day. Boats with unstepped masts will have until June 1st unless exempt by the dock officer. A fee will be charged, and the boat may be moved.
- m) It is the responsibility of each dock assignee to paint their dock using paint supplied by the Club before launch, and to the specifications of the Club. The Club is not responsible for maintenance, repairs, or placement of bumper boards. Boards must be removed by November 1st Dock committee is responsible for inspecting the safety of the dock.
- n) Additions, deletions, or modifications to a dock, its electrical system, or its water system must receive the prior approval of the Executive and Dock officer.

- o) The Club is not responsible or liable for the loss of, or damage to, a member's boat when it is on Club property. This includes any loss or damage resulting from fluctuations in water level.
- p) A member may appeal to the Executive for a ruling when in disagreement with a decision made by the Dock Committee. The member will comply with the decision of the Dock Committee until an alternative, if any, is imposed by the Executive.
- q) Members will be notified of their dock assignments by the end of the first full week of April so they can ready their dock before launch. Once assigned a dock, members will have use of it for that season.
- r) Docks that become available during the boating season will be reassigned as soon as possible where appropriate.
- s) The number of power boats is limited to 3.
- t) There will be no extra charges (hydro) during winter storage for anyone working on their boat except in extraordinary circumstances and at the discretion of the Executive. No member shall leave an unattended power cord attached to his or her boat for any reason, due to the risk of fire.
- u) The gin pole dock is not an assignable well for members. A member may dock at the gin pole to step or un-step the mast or to use the pump-out station only. Exceptions may be granted with the prior approval of the Dock Committee or the Executive.
- v) No vessel docked at the Club can be chartered to non-members.
- w) The Dock Officer shall submit to the Treasurer a list of cradles stored (after launch) and a list of boats stored at the Club (after haul-out).
- x) Members may have a dock box and must place it in front of their well. Boxes should be designed for outdoor use and be in good repair. They should be white or neutral in colour. Their dimensions should be no larger than 2.5 feet wide by 5 feet long. Members will be notified and requested to remove damaged or inappropriate boxes. If moved to another location, the member is responsible for returning the previous location to its former state.
- y) Walkways are to be maintained in a neat and orderly manner. Hoses and electrical cords should be hung at their service location when not in use. They should not be left lying on the walkway and should be attached to the service outlets intended for that well.
- z) A member when selling their boat cannot include in the sale of the boat a promised dock. A new member must apply for a dock through the Dock Officer.

13. CRADLE POLICY

- a) A cradle deemed unsafe by the Executive may not be allowed on Club property and will not be loaded at haul-out.
- b) Additional sail boats and cradles or trailers may be stored on Club property only with prior approval of the Executive.

14. PADDLE PASS POLICY

All Social and Full Members may store a small boat at CIYC if the following criteria are met and understood:

- a) The boat must be rack storable and fit on the racks provided on the property.
- b) The boat must be owned by and under the control of the member. A member must accompany a guest when using a small boat.

- c) Boats must be removed from the mast racks four (4) weeks before haul out and may not be stored there until the masts have been removed at the beginning of the season.
- d) Storage will be subject to available space and will be determined by the executive. Any member who stores a small boat at the Club will have priority for storage the following year.
- e) Members may be assigned more than one rack subject to available space.
- f) The Club will not be responsible for loss or damage to the small boats.
- g) Rack storable boats may be stored at the club on racks over the winter as long as the mast racks are kept free and clear.

15. DRY SAILING POLICY.

All social and Full Members may store small sailing boats at CIYC if the following criteria are met and understood:

- a) The boat must be 15' or less in length.
- b) The boat must be stored on the rack provided or on a trailer or dolly provided by the owner.
- c) The width of the boat and trailer must not exceed 75" in total.
- d) All gear needed such as rudders and lines will be kept with each boat or taken away and stored by the owner.
- e) The boat must be owned by and under the control of the member. A member must accompany a guest when using a small boat.
- f) Winter storage is available, and location will be determined after haul out has taken place.
- g) Members may be assigned more than one space subject to availability.
- h) The Club is not responsible for loss or damage to the small boats.
- i) The yearly fee per boat will include summer and winter storage.

16. BOAT SHARE POLICY

- a) Participants must be full members.
- b) Participants will have the Basic Cruising certification or demonstrate equivalent sailing experience.
- c) The boat will be maintained by the participants who will receive work hours for maintenance.
- d) Participants will pay an annual fee for the season for boat use.
- e) We will cap the number of participants to 4 full members for the use of each Club-owned boat.
- f) Club-owned boats will be available for Adult Sailing use as a back-up boat and for use if there are concurrent courses running.
- g) Participants may only sail in daylight hours in Canadian waters.
- h) Participants must provide and wear their own life jackets.
- i) Participants must sign a waiver.
- j) Adult sail officer will arrange boat schedule.

17. INSURANCE

- a) Each member will submit proof of insurance before the member's boat is launched at the Club.
- b) At minimum, proof will consist of the name of the insurance carrier, policy number, date of expiry, and liability limit. The Club may request other information as deemed pertinent.

- c) All information will be held in confidence by the Secretary (Privacy Officer) and not disclosed without written permission of the member.
- d) An owner who has not submitted insurance information as specified will not be assigned a dock and will not be launched by the Club and may not race at the club.

18.MEMBERS' PERSONAL BELONGINGS

Members must remove all personal items, from Club property, that are not used during the sailing season These items include anything not needed in the normal operation of their vessel.

19.DERELICT BOAT POLICY

- a) A boat may be deemed derelict, at the discretion of the Executive, if it is neglected, unsecured or unseaworthy.
- b) If a vessel is deemed derelict, the member may be asked to remove it from Club property until the deficiency has been rectified.
- c) If a vessel remains in a derelict condition for one year, it will not be assigned a berth for the following year or until the condition has been corrected to the satisfaction of the Executive.
- d) If a vessel has been declared derelict, the member may appeal to the Executive with a proposal to reverse the designation.

20.DREDGING POLICY AND PROCEDURES

- a) It is the policy of the Cedar Island Yacht Club to maintain a safe and navigable channel from its docks to the mouth of Cedar Creek and into Lake Erie. The dredging operations shall be scheduled to maintain a clear and navigable channel throughout the season to the extent possible.
- b) Liaison with the Town of Kingsville and Melton Bros. Marine and Welding will occur in a timely manner and in such a way as to ensure there are no impediments to having the dredging vessel functional and available to dredge as required.
- c) The dredging vessel shall only be used in operations relative to dredging, race marks, channel markers and any other operations authorized by the Dredging Committee Officer.
- d) The Dredging Committee shall maintain a work boat crew consisting of members who are trained in piloting, operation and general maintenance of the dredging vessel.
- e) A detailed logbook shall be maintained, including all instances of vessel operation, repairs, refueling and personnel training.
- f) The vessel, when used for dredging purposes or channel marker deployment and retrieval, shall be operated by no less than Three (3) trained members.
- g) All persons on board shall always wear personal floatation devices.
- h) When the vessel is being operated, the VHF radio shall be tuned to channel 16.

21.SOCIAL EVENTS

All social events are targeted to have a minimum 25% profit, merchandise 20% and education to cover the cost of materials.

22. VISITOR/RECIPROCAL POLICY

- a) Guests of Full Members, CYA and/or I-LYA members may stay at CIYC subject to availability of a dock. Identification is required to confirm membership at a reciprocating club.
- b) A guest may include a Social or Honorary Member of CIYC.
- c) Guests must be able to show proof of insurance of their vessel and are responsible for any loss or damage to their property or vessel while docked at CIYC.
- d) A maximum stay is 14 days per season. For CYA and/or ILYA members, the first three nights are complimentary. Guests belonging to CYA and/or I-LYA are asked to fly their club's burgee. As part of your dockage fee, you will have full access to all club facilities.
- e) Children are welcome but must be accompanied by an adult on the docks if under the age of 12.
- f) All guests are expected to comply with CIYC's Pet Policy.
- g) To make arrangements for dockage, contact CIYC as listed on the website.

23. USE OF THE CLUB BY MEMBERS FOR PRIVATE FUNCTIONS

- a) Members may reserve the facilities at the Club for private or social functions.
- b) The member must be present for the entirety of the event, including set-up and clean-up.
- c) Application is made through the Secretary using the "Use of Club Property or Clubhouse Facilities for Members Only" form available from the website. The form is to be submitted with appropriate fees, payable to Cedar Island Yacht Club, for the rental charge, which is non-refundable.
- d) The facilities are to be cleaned and returned to pre-event condition. Post-event conditions will be determined by the Property Officer.
- e) The secretary should be notified and then post the date and times of any committee meetings held at the club.
- f) Cedar Island Yacht Club is a private club for use by all its members. Consequently, if the facilities are being used for a private event, the member(s) renting the Club cannot expect its exclusive use - members maintain the right to access all of the facilities.
- g) Club facilities will not be available during a Club sanctioned event.

24. ALCOHOL POLICY

Alcohol is not to be sold or supplied on CIYC property without a proper permit being obtained when one is required.

25. PET CONTROL POLICY

- a) Members and guests accompanied by pets on CIYC grounds must always maintain control of their pets.
- b) Pets must be leashed and limited to outdoor spaces and are not permitted in the barbeque area.
- c) Pet owners must always clean up after their pet and be considerate of other members who may not enjoy animals.
- d) Pets must be kept away during busy or crowded events such as parties, regattas, and events involving food.
- e) Any member of the Executive has the authority to have a pet removed from the property at their discretion.

26.FUNDRAISING POLICY

Any funds to be raised for the club or charged by whatever means including, but not limited to ticket sales, entry fees, charges for events, sponsorship, sale of food/drink/merchandise must be pre-approved by the Executive. All funds raised by whatever method are deemed as club funds and must be turned into the Treasurer of the Club immediately following the event unless authorized by the Executive. Distribution and/or use of such funds will be at the sole discretion of the Executive.

27.MEMBERS' MEETINGS

NOTICE OF MEMBERS' MEETINGS

- a) Notice of the time and place of any general or special meeting shall be given to members by electronic (e-mail or fax or telephone) or prepaid mail according to the address on record with the Secretary.
- b) It is the member's responsibility to ensure the information on record is current.
- c) Notices of meetings shall state the general nature of the business that is to be conducted.
- d) The notice for the Annual General Meeting must include the proposed slate of officers.

ANNUAL GENERAL MEETING

- e) The Annual Members Meeting should be held within 1 month of the end of the fiscal year.
- f) ONCA requires an Annual members' meeting to be held not later than 15 months from the previous meeting.
- g) The Annual General Meeting is open only to Full Members in good standing while all other meetings are open to all members in good standing.
- h) Only Full Members may vote.
- i) Other members may attend annual and special meetings if invited by the board.

PROCEDURES FOR MEMBERS' MEETINGS

- j) The Commodore (or designate) will Chair members' meetings.
- k) The Chair conducts all business of members' meetings following an Agenda that has been approved (moved, seconded, discussed and voted) by those attending the meeting.
- l) A quorum is defined as a minimum of 30% of Full Members in good standing.
- m) A quorum of Full Members must be present for the meeting to be held.
- n) Any discussion item must either be on the agenda or have a separate motion and be seconded to allow it to be discussed. These items should logically follow from the agenda (and be placed under New Business).
- o) Any member who feels that discussion has gone on long enough may move to "call the question," signalling a request to end debate and proceed to a vote. If this motion is seconded and passes by a simple majority, all discussion, including contributions from anyone on the speakers' list, will stop immediately. The chair will then ask for a show of hands on whether to proceed with voting on the main motion. If a majority votes in favor, the main vote will be conducted. If the motion to call the question is defeated, discussion may continue.
- p) When the vote is called, the motion is re-read, advocates named (moved and seconded), and then everyone votes. The motion is passed if a majority of those present is in favour. Under ONCA the chair votes and does not get a second vote if there is a tie.

- q) The actual vote is tabulated by a show of hands. If any member requests the vote be recorded by either a secret ballot, or a poll, the Chair will ask for a show of hands in favour or opposed. The majority will decide on how the vote is to be conducted. A motion is not required.
- r) Once a motion is introduced and seconded, it opens for discussion. During this discussion, members may propose amendments to the motion, such as adding, deleting, or modifying language, as long as the changes remain within the scope of the original motion. Any proposed amendments require a second and must be voted on before the main motion proceeds.
- s) After discussion on the main motion concludes and any amendments are resolved, the motion moves to a vote. If the motion is defeated, additional motions may be introduced as needed. If the motion is approved, it is officially adopted and should be enacted according to the organization's protocols.
- t) The Chair is responsible for following the agenda in the order presented unless the membership agrees to handle an item out of sequence. All members should be allowed to speak once on the item up for discussion. After everyone has had a chance to speak once, they may be allowed to speak a second time. This continues until either the Chair calls for the vote or a member calls the question. The Chair is responsible for keeping everyone on topic.
- u) For changing Bylaws, policies and procedures a simple majority must vote in favour.
- v) Notice of the proposed amendment or change must have been given in the notice for the meeting.
- w) After everyone has had a chance to speak once, those who've already spoken may be allowed to speak a second time.
- x) This continues until either the Chair calls for the vote or a member calls the question.
- y) The Chair is responsible for maintaining focus during discussions, ensuring that all contributions remain relevant to the agenda and meeting objectives.

EXTRAORDINARY SITUATIONS

- z) It is recognized that these Simplified Rules of Order may not account for every situation that may arise in a general meeting. If such an issue occurs, the Chair will revert to the bylaws for a resolution.

MINUTES

- aa) Minutes must be taken during every meeting.
- bb) Minutes of an in-camera meeting are confidential but major decisions are entered into the regular minutes of the meeting by a follow-up motion.
- cc) Under Ontario's Not-for-Profit Corporations Act (ONCA), minutes from general meetings serve as a permanent, concise record of the decisions and resolutions made, ensuring transparency, accountability, and compliance with legal obligations for the organization.
- dd) Minutes from members' meetings will be circulated to all members in good standing, including those not in attendance, to ensure all members are informed about decisions.

28.CONCUSSION POLICY

CIYC is committed to the following actions regarding concussions:

- Increasing awareness of concussions are and the potential for serious complications.
- Enforcing procedures and training that promotes preventative actions to help reduce the number of concussions.

- Providing procedures that support CIYC staff, volunteers and athletes in ensuring quick recognition and removal of any individual with a suspected concussion from CIYC activities.
- Ensure that following a suspected concussion there are clear steps for both the individual and CIYC to follow before a return to sport occurs to ensure the focus is on the individual's long-term health.

29. EMERGENCY PROCEDURES

CIYC Emergency Procedures indicate that EMS should be contacted if any of the following situations occur:

- Victim is not breathing or was not breathing
- Victim is bleeding profusely
- Victim lost consciousness for any period of time
- Injuries occur to back, neck or head
- There is a major trauma to a limb
- Victim suffers cold water emergency
- Serious assault with or without a weapon
- Fire
- Any other situation at the discretion of the Charge Person on site at that time

30. CHILD PROTECTION POLICY

The Cedar Island Yacht Club will not tolerate any form of physical, sexual, emotional, verbal, cyber-, or psychological abuse nor any form of neglect or harassment. We will take steps to protect all our participants, especially minors.

31. SAFE SPORT POLICY

Cedar Island Yacht Club in partnership with Sail Canada is committed to providing everyone involved in the sport of sailing a safe and welcoming environment in which to participate. As we work towards ensuring a positive, safe, and inclusive environment, we have adopted the Safe Sport Policy Package as recommended by Sail Canada. This can be found on the club website.

The policies that make up the Safe Sport Policy Package include:

- Code of Conduct including the Universal Code of Conduct to Prevent and Address Maltreatment in Sport Protection Policy
- Social Media Policy
- Screening Policy
- Whistle Blower Policy
- Discipline and Complaints Policy
- Appeal Policy
- Dispute Resolution Policy

32. CHILD SUPERVISION POLICY

Children 16 years of age and under must be accompanied by a responsible adult while at the Club Property unless they have had special permission from a member of the Executive.

33.PRIVACY POLICY

- a) Cedar Island Yacht Club is committed to protecting the privacy and confidentiality of personal information.
- b) Collecting, using and disclosing personal information in an appropriate, responsible, and ethical manner is a requirement of CIYC's daily operations.
- c) CIYC's Board Secretary is the Privacy Officer for the Club: Secretaryciyc@gmail.com
- d) This Policy applies to all personal and confidential information within CIYC's possession and control.

- e) Personal Information is defined as any identifying information about an Individual or group of individuals, including name, marital status, date of birth, address, phone number, email address, social insurance number, nationality, gender, financial data, credit card numbers, insurance documentation, etc.

CONSENT

- f) Personal Information will only be collected from an Individual with consent.
- g) An Individual's consent occurs and is obtained when an individual signs an application or other form containing personal information, thereby authorizing CIYC to collect, use and disclose the individual's personal information for the purposes stated on the form or in the Appropriate Use section of this policy.

APPROPRIATE USE

- h) Club Membership: CIYC uses the Personal Information solely for the purpose of conducting CIYC business.
- i) Website: In order to gain access to website secure sites as a Member, members may be asked to provide data including your name, address, email address, contact information, photo, or username and password. While our website is accessible without providing all of this information, it may be required to access certain pages within the website. Access to these secured pages requires a passcode. Personal information is obtained to create a profile that best serves our Members.
- j) Information may also be used to contact Members electronically.
- k) Members may change your user information by updating your user profiles.
- l) Club Roster: To allow communication between Members, the electronic and printed Member Roster is strictly limited for personal use by Club Members only for Club business only. Members cannot use the names of Club Members and/or their contact information for any non-club commercial or solicitation purposes whatsoever.
- m) Photography: Photographs may be taken from time to time at events or activities at the Club for use on the website, the Club's face-book page or for media and promotional and media uses.

POLICY STATEMENT

- n) CIYC does not sell, trade or transfer any user information to third parties. Personal information may be used for direct emailing, newsletters or Club information/notifications.
- o) Members may agree to provide their own Personal Information to third parties that provide content for Club offerings in which case you are then subject to their company privacy policies.
- p) CIYC will keep all Personal Information that a Member and or Individual provides secure from inadvertent disclosure.

- q) Further, the information retained will only be kept for as long as necessary to provide the Member and/or Individual with the proper and necessary services.
- r) However, CIYC is required to maintain certain Personal Information for a period of time for various reasons, including income tax purposes.
- s) All Personal Information will be disposed of when appropriate, and in a manner which respects the Individual's privacy.

REVIEW PERSONAL INFORMATION HELD BY CIYC

- t) Should a Member wish to review their Personal Information held by CIYC, the Member may make a request to CIYC's Privacy Officer at: Secretaryciyc@gmail.com
- u) Accuracy of a Member's information is important; therefore, it is incumbent on the Member to notify CIYC if there are errors, or omissions.
- v) A Member may choose to withdraw consent of CIYC's use of their Personal Information.

34.POLICY ON GOVERNING DOCUMENTS

ARTICLES

Amendments to the articles of incorporation require a two-thirds majority at a members' meeting and must be submitted to the Ontario Business Registry with the appropriate fee.

BYLAWS

- a) An annual return must be filed with the Ontario Business registry confirming any changes to the registered office address, officers or directors of the corporation.
- b) Names and addresses of directors including when they were elected and when their term ends must be submitted within 10 days of their having accepted the position in writing.
- c) Bylaws include the rules for the election and term of directors, Board meetings, Members' meetings including the annual meeting, Finance and Discipline.
- d) Changes to the by-laws require a simple majority at a Members' meeting and do not need to be submitted to the Ontario Business registry.

POLICIES AND PROCEDURES

- a) Policies explain how the organization handles certain operational issues, such as hiring procedures, privacy, payment of dues, race, launch, haul out, dredging etc.
- b) Certain policies are required such as the Safe Sport, Concussion Policy and the Code of Conduct are not specific to our club.
- c) Changes to policies and procedures approved by the executive will be posted in the CIYC Newsletter for 2 weeks.
- d) If the executive does not receive any objections, the proposed policy will take effect and then be ratified at the next members' meeting.

35. FINANCIAL REVIEW STANDARDS

- a) ONCA requires that that all non-profits need an audit.
- b) An extraordinary resolution may be made to waive an audit or review engagement (RE) based on annual revenue and status as either a public benefit not-for-profit corporation or not a public benefit not-for-profit corporation.
- c) An extraordinary resolution requires 80% of votes at the members meeting or a unanimous written resolution of all voting members.
- d) A corporation is a public benefit not for profit corporation if it has received \$10,000 or more in donations or grants from non-members in the previous fiscal year.

Table: ONCA: Financial Review Standards

Annual Revenue	Public Benefit NPO?	Not a Public Benefit Corp?
0-\$99999.00	Waive RE	Waive RE and Audit.
\$100000-\$499999.99	Waive Audit	Waive RE and Audit
\$5000000+	Must have Audit	Must have RE

SCHEDULE: MEMBERSHIP FEES, CHARGES AND PRIVILEGES

2024/5 MEMBERSHIP FEE SCHEDULE

Membership Type	Fee per Year (plus HST)	Additional Information.
Full	\$650	
Social	\$180	
Social (Sailing Programs Graduates)	\$0	A free Social Membership provided to graduates of the CIYC Adult or Youth Sailing Program effective from the date of their graduation until the 31st of October of the following calendar year.
Alumni (Associate)	\$120	
Honorary	\$0	

2024/25 ADDITIONAL FEES AND CHARGES SCHEDULE

Item	Fee per Year (plus HST)	Additional Information.
Annual Dock Lease	\$45/foot	Based on the beam of the vessel
Winter Boat Storage with Mast	\$110	For one boat and mast
Winter mast storage	TBD	
Cradle Storage	\$50	
Paddle Pass	\$55/boat	(See Paddle Pass Policy) Includes winter storage fee.
Boat share Program	\$300	
Visitor/Reciprocal	\$2/linear ft.	(See Visitor/Reciprocal Policy)
Work Hour Fee	\$40/hour	Rate for unfulfilled work hours
Unstepped Masts	\$250	Fee for unstepped masts by June 1 st .
Failure to comply to Dock Policy	TBD	Cost based on time and material expended to restore dock to original condition.
NSF Cheque Fee	\$50 + bank charges	
Overdue charge for full members	\$25/month	Until account is paid in full
Member Reinstatement Fee	\$350 (full) \$75 social/alumni	For accounts for full members in arrears, for more information see also Policy. Social members pay outstanding fees plus \$75
Adult Sailing Courses	\$535 \$315	Sail Canada Basic Cruising Standard Sail Canada Start Keelboat Sailing
Youth Sailing	\$475	Ages 8 - 14 years of age
Gate Opener	\$60	When requested by a member. Refunded if in working order
Club house rental	\$60 Sept-May \$120 June-August	Plus cleaning fee if applicable
Alumni Club house fee	\$120 Sept-May \$180 June-Aug	Plus cleaning fee if applicable
Dry sail fee	\$100	Includes winter storage

2024/25 CLUB OBLIGATIONS AND PRIVILEGES FOR EACH MEMBERSHIP CATEGORY

Member	Work hours	Dock, haul-out, launch	Paddle pass	Rent club house	Visitor dock privileges	Hold office	Vote	Attend Social Events	ILYA	Communication	Keys	Gate FOB	Dry sail
Full member	15	Yes	Yes	Yes	NA	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Social member	6	No	Yes	Yes	Yes	No	No	Yes	Yes	Yes	Yes	Yes	Yes
Social (Sail Graduates)	0	No	Yes	Yes	Yes	No	No	Yes	Yes	Yes	No	No	Yes
Alumni	0	No	No	Yes	No	No	No	Yes	Yes	Yes	Yes	Yes	No
Honorary	0	Per exec	Per exec	Per exec	Per exec	No	No	Yes	Yes	Yes	No	Yes	Per exec

SCHEDULE: OFFICER JOB DESCRIPTIONS

All Officers are expected to:

- Complete their job duties in compliance with organizational bylaws and policies and procedures.
- Maintain and share a list of their responsibilities and program functions with the Executive.
- Make recommendations for policy and procedure updates for the work in their area.
- Orient their successor.
- Prepare a budget for their program for approval by the Executive.
- Identify grants that may become available for their area. (If Executive consider CIYC eligible, Officers may also be assigned to apply for grants in their area.)
- Ensure that the club facilities are kept clean and tidy during programs.
- Represent the interests of the CIYC to all internal and external stakeholders.
- Report any damage to the club property, equipment and facilities to the Executive Committee and appropriate officer.

ADULT SAILING

The Adult Sailing Officer shall:

- include the Adult Sail instructors as part of the Committee
- administer the Club's Adult Sail Policy and Procedures for the Management of the School
- maintain and share a list of adult sail responsibilities with the Executive and future Adult Sail Officers
- coordinate all phases of the Adult Sail program outlined by the Executive
- ensure the certification of instructors remain current as required by Sail Ontario and Sail Canada
- be responsible for maintaining Adult Sailing vessels
- provide a marketing plan for Adult sailing
- be responsible for haul out, launch, storage and upkeep of the Adult Sail boats

DOCKS

The Dock Officer shall:

- administer the Club's dock policy and procedures for the assignment of docks
- prepare and publish a list of dock assignments by the end of the first full week of April
- be responsible for haul out, launch and storage
- be the contact person for visiting boats
- be responsible for Gyn Pole and pump out maintenance

DREDGING

The Dredging Officer shall:

- develop long term relationships and long-term agreements with all stakeholders involved with dredging
- liaise with the Town of Kingsville and executive-approved service-providers for services
- maintain the Club's dredging vessel

HEALTH AND SAFETY

The Health & Safety Coordinator shall:

- report to the Commodore
- monitor and suggest changes to the club safety related protocols, policies and procedures.
- monitor safety issues around the clubhouse and grounds.
- conduct investigations into health and safety issues at the request of the executive.
- coordinate an annual fire safety inspection.

HISTORIAN

The Historian shall:

- maintain the archives of CIYC.

MEMBERSHIP

The Membership Officer serves as the primary point of contact for both current and prospective members, overseeing all membership-related tasks and fostering a welcoming and engaged community with the Club. The Membership Officer shall:

- Act as the main liaison for members and potential members, addressing inquiries and handling membership applications.
- Process membership applications, including contacting references and explaining Club procedures.
- Coordinate member orientation, after which Club keys will be provided to new members.
- Invite new members to the Executive meeting to be introduced to the Board of Directors. Full members will receive a burgee and keys, while Social members will receive keys and a sticker.
- Maintain accurate and up-to-date records of all current and past members, including their membership status.
- Streamline membership processes and develop strategies to enhance member retention.
- Foster a sense of belonging and inclusion among all members.
- Ensure that every member is listed in the Member Skills logbook located at the front of the Work Hours Book.

PROPERTY

The Property Officer shall:

- within a prescribed budget allocation, identify, contract for and ensure the satisfactory completion of routine maintenance of the Club's grounds and cleaning of the clubhouse
- arrange for and provide direction to work parties

RACE

The Race Officer shall:

- develop and publish a schedule for all Club races and open regattas
- coordinate all phases of the Club's racing activities including the adjudication of protests
- liaise with the Social Officer to include some fun racing where required to enhance social programs
- ensure the development of new racers to keep racing fleets as large and active as possible
- liaise with other area yacht clubs regarding the coordination of race schedules
- represent and promote the interests of yacht racing

- contact the town about using the town docks for Regattas

SOCIAL

The Social Officer shall:

- schedule, organise and coordinate all social activities for the Club
- maintain and share a list of social activities with the Executive and future Social Officers
- promote and encourage member participation in the Club's social activities

YOUTH SAILING

The Youth Sailing Officer shall:

- manage the Youth Sail School
- coordinate all phases of the Youth Sail program and report to the executive.
- ensure that the Program has certified instructors.
- recruit future Youth Sail instructors.
- be responsible for haul out, launch, storage and upkeep of the Youth Sail boats.
- plan and schedule the program for Youth Sail students.
- promote the Youth Sail program through publicity, social media and brochures.
- ensure that members have access to the floating docks and mast racks .
- maintain contact with and seek support from Ontario Sail

SCHEDULE: ADDITIONAL POLICIES AND PROCEDURES

The following additional policies and procedures can be found on the CIYC website:

- CIYC safe sport policy
- Concussion policy
- Universal Code of conduct.
- Child protection policy
- Fire extinguisher checklist
- Gin Pole maintenance
- Haul Out Do's and Don'ts
- Incident report form
- Strategic plan