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Article 1. Name and Purpose

Section 1.01 Name. The name of this association shall be the LUFFING LASSIES, (hereinafter referred to as "LL"). The LL exists as an unincorporated association within the Sarasota Sailing Squadron, Inc., a Florida Not-for-Profit Corporation.

Section 1.02 Purpose. The Luffing Lassies shall function as a women's sailing/social organization which engages in, teaches, and promotes sailing and sailboat racing among its diverse members and in the community.

Article 2. Membership

Section 2.01 Members. Active Members of the LL shall be women who are members of the Sarasota Sailing Squadron (hereinafter "SSS"). They shall have full rights, responsibilities and privileges of LL, which include, but are not limited to: voting, serving on committees, holding board positions, and participating in all races, regattas and Florida Women's Sailing Association (hereinafter "FWSA") sponsored events. Active members shall be current in payment of LL and SSS dues.

Section 2.02 Anchor Members. Anchors are formerly active LL or women who have completed the Introduction to Sailing Class. Anchors may or may not be SSS members. Anchors are non-voting members except on issues related to their status as an Anchor member. Anchors whose dues are current may:

- assist on the race committee boat;
- participate in LL on-the-water activities other than sailing; and
- attend LL, Anchor and FWSA social events.

Anchors may not sail in LL or FWSA sailing events such as fun sails, inter-clubs, series races and regattas.

Section 2.03 Right of Refusal. The Board of Directors shall have the authority to refuse membership to any applicant at its sole discretion, without explanation, except as limited by law.

Article 3. Officers

Section 3.01 Officers. The elected officers shall be a Captain, a First Officer, a Secretary, and a Treasurer. The immediate Past Captain is not elected but serves as a Director on the Board.

Section 3.02 Term of Office. The elected officers of the Luffing Lassies shall be elected for a one-year term by the Membership as set forth in Article 4. The term of office begins at the close of the annual meeting.

Section 3.03 Duties. The officers shall have the following duties:

- **CAPTAIN:** The Captain shall be Chair of the Board of Directors. She shall appoint all Committee Chairs and Fleet Captains. She shall serve as ex-officio (non-voting) member of all committees except the Nominating Committee. She is authorized to sign checks in the absence of the Treasurer. The Captain leads, encourages, mentors and sets the overall tone and direction of the club; oversees the leadership team, club events, regattas, and attends to the needs of the membership as a whole. She participates in developing an annual budget and sailing/racing calendar; updates the membership manual; negotiates and executes contracts in accordance with the budget; helps plan and coordinate activities; sets and carries out the club's strategic agenda for the year; delegates duties among the club officers; and works closely with all persons in leadership roles to ensure their success and to promote the morale of their teams. The Captain serves as chief liaison to and works closely with the Sarasota Sailing Squadron and the Sarasota Youth Sailing leadership to ensure a strong partnership and a positive working relationship. She or her designee attends all meetings of the SSS Board of Directors and other SSS Committees on which she serves.
- **FIRST OFFICER:** The First Officer partners with the Captain in the oversight of activities, regattas and special events:
 - She presides over meetings in the absence of the Captain;

- She serves as one of the LL's delegates to the FWSA;
- She chairs or appoints a person to chair regattas sponsored by the SSS and LL jointly;
- She performs other duties as directed by the Captain.

In the event that the office of Captain becomes vacant, the First Officer shall serve as Acting Captain until the next election.

- **SECRETARY:** The Secretary shall record complete minutes of all Board and General Meetings and activities and decisions made by the club throughout the year and distribute them once approved. She prepares all correspondence and communications as requested by the Captain. She prepares or coordinates articles and announcements for the SSS membership. The Secretary also works closely with the individuals serving in key communication roles. She performs other duties as directed by the Captain.

At the end of the year, the Secretary compiles all year-end committee reports for the Continuity Manual.

- **TREASURER:** The Treasurer keeps the financial records of the club and collects dues, rental fees and other monies owed to the club. Working in conjunction with the Maintenance Chief, she maintains accurate records of the physical assets of the club, including but not limited to LL-owned boats. She keeps the checkbook and pays the authorized debts of the club. She prepares the budget with the assistance of the Captain and Committee Chairs and keeps accurate records of income and expenses for use in preparing the annual budget and for identifying financial variances. She works closely with the SSS bookkeeper and abides by SSS reporting and tax requirements. The Treasurer tracks revenues and expenses on a monthly basis and produces a monthly report for the Board of Directors. Any expense that has been approved as part of the annual budget does not require additional authorization. Any expense which exceeds the budgeted amount or is not budgeted shall require prior authorization from the Captain and any such expenses over \$500 shall further require the approval of the Board of Directors. The Treasurer performs other duties related to club finances as directed by the Captain and works closely with the Ships Store Coordinator.
- **PAST CAPTAIN:** The previous year's Captain is a voting member of the Board of Directors and provides advice, counsel and continuity to the leadership

team. The Past Captain also serves as the Election Judge during the election of officers.

Article 4. Election of Directors

Section 4.01 Nominating Committee. A Nominating Committee of five (5) members shall be appointed by the immediate Past Captain in consultation with the new Captain as soon as possible after the election but no later than August 1. The Nominating Committee shall secure the slate of officers (Captain, First Officer, Secretary and Treasurer) and two to four Directors and report it to the Past Captain no later than the end of March. The Nominating Committee is encouraged to select candidates who meet one or more of the following criteria:

- Provide needed expertise;
- Have prior leadership experience;
- Have operational knowledge of the Luffing Lassies from serving on a committee or in another leadership role;
- Have experience with managing races and/or fleets, directing boat maintenance programs or other relevant mechanical knowledge; or
- Provide the Board with a balanced representation of the interests of all members.

Section 4.02 Election by Ballot. The immediate Past Captain shall preside over the election by ballot, which shall occur prior to the annual meeting. Voting by ballot may be conducted by any reasonable means, including paper ballot, postal mail, email, or electronic means. The ballot shall list:

- the slate of candidates proposed by the Nominating Committee; and
- any additional nominations that were submitted to the Past Captain at least three days prior to the vote.

Only Active Members of the Luffing Lassies who are current in their dues are eligible to vote.

Article 5. Membership Meetings

Section 5.01 Annual Year-End Meeting. The annual year-end meeting shall be held following the Spring sail/race series on a day, hour and place to be determined by the Captain for the purpose of presenting the newly elected Officers and Directors, receipt of annual reports and other general business.

Section 5.02 Call of Meetings. The Captain shall call all meetings of the membership.

Section 5.03 Special Meetings. Special meetings **may** be called by the Captain and **shall** be called at the request of ten percent (10%) of the voting Members.

Section 5.04 Quorum. Twenty percent (20%) of the voting Membership of the organization shall constitute a quorum at any membership meeting, except one called for the purpose of dissolution. Fifty percent (50%) of the voting Membership of the organization shall constitute a quorum for dissolution.

Section 5.05 Notice of Meetings. Notice of all meetings and agenda shall be given to the Membership at least one week in advance of the meeting.

Article 6. Board of Directors

Section 6.01 Directors. The Board of Directors consists of seven to nine members, as follows:

- Captain;
- First Officer;
- Secretary;
- Treasurer;
- the immediate Past Captain; and
- At least two but not more than four additional Directors.

Section 6.02 Meetings. The Board of Directors shall meet at least twice a year as called by the Captain or upon the petition of three members of the Board of Directors.

Section 6.03 Notice of Meetings. Notice of Board meetings shall be given at least three days prior to the meeting, unless exceptional circumstances make such notice impracticable.

Section 6.04 Quorum. Five (5) Board Members shall constitute a quorum to transact business of the Board.

Section 6.05 Responsibilities. The Board of Directors shall have general supervision of the affairs of the LL between general membership meetings, adopt standing rules concerning administrative matters as needed, and perform such other duties as are specified in these Bylaws.

Section 6.06 Vacancies. The Board of Directors shall fill any vacancy which results in less than seven (7) Directors on the Board by appointing a LL member to serve the remainder of the vacant term.

Article 7. Committees

The Board may create committees to perform functions relevant to the LL. The Board shall have the authority to enact, amend and repeal policies regarding the specific duties of the Committees and various persons serving on those committees, which shall be attached to these Bylaws as an Appendix.

Article 8. Grievances

It is expected that when grievances occur, they will be resolved directly by the parties involved. Grieving parties are also encouraged to consult with the Captain, Board Members or Fleet Captains to assist with the resolution of issues if necessary and avoid the need for disciplinary action whenever possible.

The LL Board of Directors may take disciplinary action against a member or Board Member for behavior that violates LL standards of sportsmanship, civility or ethics. The Captain, in consultation with the Board of Directors, shall determine what, if any, corrective action will be taken. Such action includes, but is not limited to, discussion among the parties involved, reprimand, suspension, revocation of membership or removal from the Board of Directors. The action taken shall depend on the type and seriousness of the offense and the individual's response. All disciplinary action shall be guided by procedures described in the SSS Bylaws.

Luffing Lassies are held to the highest standards of behavior on and off the water and anytime they serve as representatives of the LL. Conduct is expected to adhere to

standards contained in these Bylaws as well as current US Racing Rules of Sailing, FWSA Bylaws, LL Rules of Sportsmanship and SSS Standing Rules/Bylaws.

Article 9. Electronic Meetings, Use of Email

Any meeting, whether a General Meeting, a Board Meeting, or a committee meeting, may be held in person or through the use of an internet meeting service designated by the Board of Directors or, in the case of a committee meeting, by the Committee Chair. The internet meeting service must support:

- anonymous voting and visible displays identifying those participating,
- identifying those seeking recognition to speak,
- showing (or permitting the retrieval of) the text of pending motions, and
- showing the results of votes.

Electronic meetings shall be subject to all rules adopted by the Board or the LL to govern them, which may include any reasonable limitations on, and requirements for, participation by Board Members, individuals, and committees. Any such rules adopted by the Board shall supersede any conflicting rules in the parliamentary authority but may not otherwise conflict with or alter any rule or decision of the LL.

An anonymous vote conducted through the designated internet meeting service shall be deemed a ballot vote, fulfilling any requirement in the Bylaws or rules that a vote be conducted by ballot.

Whenever written notice is required by these Bylaws, such notice may be sent by US mail or by means of any electronic transmission permitted by law, including, but are not limited to, telegrams, facsimile transmissions of images, and text that is sent via electronic mail between computers.

Article 10. Fiscal Year

The fiscal year of the LL shall begin on July 1 and end on June 30.

Article 11. Conflicts with the SSS Governing Documents

Whenever these Bylaws conflict with the Governing Documents of the Sarasota Sailing Squadron, the provisions governing the SSS shall prevail.

Article 12. Dissolution

In the event of dissolution, any assets remaining after all legal obligations have been met shall be distributed to the SSS, if possible.

Article 13. Parliamentary Authority

The rules contained in the current edition of Roberts Rules of Order, Newly Revised (RRONR) shall govern all meetings of the Luffing Lassies except to the extent they are inconsistent with these Bylaws, the laws of the State of Florida, and any special rules of order that the LL may adopt.

Article 14. Amendments

These Bylaws may be amended, altered or rescinded in whole or in part by the Board of Directors, subject to approval of a majority of the Active Members present at a duly called meeting at which a quorum as described in Section 5.04 is present.

The Board of Directors reserves the right at any time to amend any non-material provision contained in these Bylaws, without member approval, to allow for minor changes to punctuation, spelling or internal references.

This document supersedes and replaces all prior LL Bylaws.

History:

[Complete revision adopted March 17, 2022]

[Appendix A modified September 19, 2023 by the Board]

[Sections 3.03, 4.01 and 5.01 Amended by the Membership on October 5, 2023]

APPENDIX A - COMMITTEES AND LEADERSHIP ROLES

APPENDIX B - STARBOARD STUD/STAR JOB DESCRIPTION

APPENDIX A - COMMITTEES AND LEADERSHIP ROLES

COMMITTEE EXPENDITURES

No committee may commit to the expenditure of funds except as follows:

“Any expense that has been approved as part of the annual budget does not require additional authorization. Any expense which exceeds the budgeted amount or is not budgeted shall require prior authorization from the Captain and any such expenses over \$500 shall further require the approval of the Board of Directors.”

[excerpt taken from the Treasurer’s Duties]

BYLAWS COMMITTEE

The Bylaws Committee reviews and updates Bylaws and recommends changes as necessary; it provides the Captain with the current Bylaws immediately after the annual meeting; it serves as a resource to the Captain to interpret and apply Bylaws as needed. The Chair of the Committee submits an annual report to the Secretary prior to the annual meeting.

EDUCATION COMMITTEE

Education Chair: Coordinates, directs and participates in the training of new sailors and Starboard Studs and Starboard Stars as well as ensures the ongoing education of LL members and Starboard Studs/Stars throughout the year. She advises the membership of sailing rules changes, works with Fleet Captains to develop training for the sailors of various fleets operated by the LL, and performs other duties as directed by the Captain. The Chair of the Committee submits an annual report to the Secretary prior to the annual meeting. The Education Chair also works closely with individuals serving in the following roles:

SSS Education Director: Coordinate educational offerings when appropriate.

Starboard Studs/Stars Coordinator: Coordinate educational offerings as needed.

EDUCATION COMMITTEE (continued)

Clinic Coaches: Secure outside classroom and on-water coaches for the various LL fleets as needed.

FLEET CAPTAINS

Each fleet is assigned a Captain. The Fleet Captain's job is to oversee the activities of the fleet. She maintains and inspires fleet morale so as to develop an active and competitive fleet.

Each Fleet Captain coordinates supportive training and mentoring efforts and encourages time on the water for new fleet sailors to ensure their successful transition to the fleet.

The Fleet Captains recruit and organize race participants in Luffing Lassie events, FWSA interclubs, and other competitions. They work closely with the Race Captain to ensure that SI's for their fleet are up to date. They also promote good sportsmanship and camaraderie on and off the water.

In addition, the Sunfish Fleet Captain, in consultation with the scoring official, generates a list of assignments to four racing groups: ITS, Luffer, Salt, and Super Salt. This list is shared with the Sunfish sailors for their input. The final groupings are based on ability and personal preferences and may be modified as needed throughout the sailing season.

The Captains of fleets which use boats leased from others (e.g. SYS or SSS or LL-ITS boats) should be knowledgeable about the terms of the lease and any maintenance issues should be reported promptly to the Lessor, or in the case of a LL-ITS boat, to the LL Maintenance Chief.

Each Fleet Captain submits an annual report to the Secretary prior to the annual meeting.

FWSA DELEGATES

Attend FWSA meetings and give an annual report to the membership on the activities of the Luffing Lassies. Relay FWSA information back to the club and the Captain. Serve as the voting representatives of the LLs. Ensure good communication and foster good relationships between the two entities.

INTER-CLUB

Inter-Club Chair: Coordinates dates of inter-club races with other FWSA clubs and oversees LL participation in home and away races. When hosting inter-clubs, she sends out the LL Notice of Race and Sailing Instructions to each club, notifies Fleet Captains of the number of sailors/spectators attending and obtains signed waivers from each sailor on race days. She readies club boats for visiting sailors and provides colored streamers to each racer to affix to her boom for identification by RC. She also ensures the club is providing food items and awards on race days. The Inter-Club Chair is also responsible for ensuring LL participation in inter-clubs hosted by other clubs and organizing boats and road trips as needed. In addition, the Inter-Club Chair records participation in inter-club races so that the Inter-Club Spirit Award can be presented at the FWSA Annual Meeting.

INTRODUCTION TO SAILING

Introduction To Sailing (ITS) Chair: Responsible for content development, material preparation and delivery of the ITS program (Introduction to Sailing and Introduction to Racing) offered to new sailors every fall. Heads a committee that recruits students and teaching/support staff. Ensures the course is conducted in a professional manner, follows current rules of sailing and provides an educational, safe and fun experience for the participants. Following the conclusion of ITS, the Chair will hold a debriefing session for all ITS volunteers. Works closely with the Sunfish Captain to provide on-going support and training to students throughout the year. The Chair of the Committee submits an annual report to the Secretary prior to the annual meeting.

ITS Planning Committee: Works with ITS chair to organize the ITS program by reviewing curriculum, recruiting students and instructors, developing course materials and providing logistical support. This committee functions on a time-limited basis and is appointed by the ITS chairperson.

MAINTENANCE COMMITTEE

Maintenance Chief: Ensures that boats and equipment are in excellent condition with regard to safety and appearance. She coordinates servicing of boats and equipment as needed and conducts reviews of fleets at the end of the season. The Maintenance Chief organizes and oversees a summer maintenance program composed of LL

volunteers. She maintains ongoing documentation of current condition, repairs needed and repairs completed. The Maintenance Chief submits an annual report to the Secretary prior to the annual meeting.

MEDIA COMMITTEE

Historian: Keeps the historical records of the club; assures that records of activities, events and members are kept up to date. She collects photographs and keeps track of club members and activities for the purpose of capturing the history and documenting the achievements of the club.

Media Coordinator: Maintains the LL website and electronic media outlets. She keeps them updated with current news and photos. She serves as liaison with outside website management and domain firms regarding fulfillment of service contracts. With the Captain's prior approval, the media coordinator also works with local media outlets, including but not limited to newspaper, radio and TV to promote the LL organization and LL events such as Introduction to Sailing and Race Around Lido.

Photographer: Serves as official photographer of LL activities and events. Responsible for recording on-water racing and sailing events as well as social, educational and recreational events. Coordinates with media coordinator, Breezy Blast editor and other media to post photos in a timely manner.

RACE COMMITTEE

Race Captain: Oversees the LL race program. She ensures that all races are conducted according to the rules and safety guidelines of the US Racing Rules of Sailing for the current calendar year. She updates the Sailing Instructions (SI) and Notice of Race (NOR) as needed for the LL race series, the LL interclubs and LL hosted regattas. She also oversees the upkeep and storage of LL race committee equipment and gear. The Race Captain coordinates with the Fleet Captains and Education Chair regarding ongoing training needs and she submits an annual report to the Secretary prior to the annual meeting. She oversees and works closely with the individuals serving in the following roles:

Signal Boat Coordinator (Crew Chief): Serves as lead Luffing Lassie on the Signal Boat and ensures the Signal Boat is staffed with a full complement of volunteers each race day. In conjunction with the PRO, she assigns duties (flags, horns, check-in, etc.)

and ensures proper race management procedure is followed onboard. She also provides on-the-job training to those new to signal boat duties. She keeps the Race Captain informed regarding the status of race committee equipment and gear.

Starboard Studs/Stars Coordinator: Ensures the Safety and Mark boats are fully staffed each race day by recruiting the PRO for signal boat and volunteers for safety and mark boats throughout the sailing season. Prepares a Starboard Stud/Star and schedule for each race series and works with SSS and LL Education Chairs to offer training on water safety and rescue. He or she also coordinates with SSS to ensure adequate power boat availability on race days. The coordinator also serves on Signal, Safety and Mark boats as needed.

Statistician: Serves as the records and scoring official of Luffing Lassies series races, inter-clubs and special regattas. She determines 1st, 2nd and 3rd place finishers at the end of each series, posts race results on a weekly basis and collaborates with the fleet captains who assign sailors to the appropriate racing categories (ITS, Luffer, Salt, Super Salt).

Protest Official: Coordinates, processes and determines the resolution of all protests. She holds protest hearings in a timely manner, prepares records of all protest facts and judgments rendered according to the current US Racing Rules of Sailing for the records of the Secretary.

SOCIAL COMMITTEE

The Social Committee is established by the Social Chair to ensure the success of social events. Members are volunteers who take responsibility for preparing, planning and implementing events. They host events including but not limited to holiday parties, inter-club luncheons, ITS orientation, and graduation events.

Social Chair: Plans and coordinates all parties and social functions. She arranges for food, entertainment, and decorations. The Chair of the Committee submits an annual report to the Secretary prior to the annual meeting. The Social Chair also oversees and works closely with the Captain and individuals serving in the following roles:

Awards and Gifts Coordinator: Provides awards for the winners of all series races, inter-clubs and special regattas. She selects gifts for special occasions, recognition events and parties.

Special Events Leaders: Those LL who are primarily responsible for events including but not limited to the Race Around Lido and the Lilly Kaighan Memorial Regatta.

UNDERSTUDY POSITIONS

As a means of building bench strength and developing a leadership pipeline, certain positions may include an understudy position whereby a person is groomed to move into a role at a future date. The understudy role is an on-the-job training role with some restrictions. The understudy:

- assists the identified lead with specific duties assigned to them;
- attends LL Board of Directors' Meetings in the absence of the lead; and
- does not have Board voting privileges.

APPENDIX B - STARBOARD STUD/STAR JOB DESCRIPTION

Starboard Studs and Starboard Stars are volunteers who support the Luffing Lassies' racing program. They are members of the Sarasota Sailing Squadron (SSS) who have experience with power boats and water safety. They are required to participate in training specific to race committee topics offered through the Sarasota Sailing Squadron and the Luffing Lassies (LL). Starboard Studs and Starboard Stars serve in the following capacities:

- **Starboard Studs/Stars Coordinator** - Recruits PRO for signal boat and volunteers for safety and mark boats throughout the sailing season. Prepares a Starboard Stud/Star schedule for each race series and works with SSS and LL Education Chairs to offer training on water safety and rescue. He or she also coordinates with the SSS to ensure adequate power boat availability on race days. The Coordinator also serves on Safety and Mark boats as needed.
- **Safety Boat Operator and Crew** - Serve as driver or crew of power boats equipped with safety and rescue equipment. They are stationed around the periphery of the race course and are responsible for monitoring races and assisting sailors who require help due to equipment failures, capsize, injury or other issues that occur on the water. They notify the PRO of sailors experiencing problems on the course and may also assist with setting marks.
- **Mark Boat Operator and Crew** - Serve as driver or crew of power boats and are responsible for coordinating with the PRO to set racing marks before races and relocate marks during races (if necessary). Mark boats are equipped with flags, horns and white boards in the event they must conduct course adjustments. They check wind direction and speed for the PRO and sight the start and finish lines as needed. They are also equipped with safety and rescue equipment and serve as an additional safety boat.
- **PRO** - Serves as Principal Race Officer and is responsible for the management of races. The PRO is the organizer, decision-maker and leader of the race committee team when on duty. He or she, in conjunction with others, determines whether conditions are favorable for racing or require postponement or cancellation. The PRO directs setting the course, manages starts and supervises all on-the-water activities during racing. The PRO has successfully completed training offered through the Sarasota Sailing Squadron and is certified as a club race officer.