

PHRF OF SAN DIEGO CONSTITUTION AND BYLAWS

Article I. NAME

Section 1.01 The name will be PHRF of SAN DIEGO (Hereinafter "PHRF SD").

Article II. OBJECTIVES

Section 2.01 To encourage and promote the sport of handicap yacht racing within the jurisdiction of the San Diego Association of Yacht Clubs (SDAYC) using the rating system originated by the Southern California Performance Handicap Racing Fleet (PHRF SOCAL).

Section 2.02 To issue rating certificates and maintain an up-to-date record of matters pertaining to rating certificates and handicaps of yachts using the PHRF system.

Section 2.03 To establish and maintain an annual championship race series.

Section 2.04 To administer an Internet website with PHRF-San Diego fleet data and information.

Section 2.05 To coordinate with and assist San Diego area yacht clubs sponsoring PHRF races and beneficial fleet activities in any way possible.

Article III. ORGANIZATION

Section 3.01 The organization shall be governed by ten Fleet Officers. Nine are elected officers including Fleet Chairman, Vice Chairman, Fleet Secretary, Roster Secretary, Chief Handicapper, Fleet Scorer, Data Systems Officer, Treasurer, and PR Officer. The tenth officer is the immediate past Fleet Chairman. These listed officers shall constitute the Fleet Executive Board.

Section 3.02 The Fleet Officers and Club Handicappers shall constitute the PHRF SD Handicap Board (Handicap Board) and shall handle all San Diego handicapping matters in accordance with current Class Rules and PHRF SD CONSTITUTION AND BYLAWS and Competition Protocols.

Section 3.03 There shall be an annual meeting scheduled at the conclusion of each season's Championship Series. The date, time, and meeting agenda shall be published. Agenda items include the election of Fleet Officers (however if because of circumstances beyond the control of the Board of Directors an in-person Annual Meeting cannot be held the election will be held through electronic communication as described in Article IX), presentation of Fleet Awards, and other regular business of the fleet. Additional meetings may be called at any time by the Fleet Chairman who shall specify the time and place and have the membership notified at least 14 days in advance.

Article IV. Quorums

Section 4.01 Fleet Executive Board: A quorum is constituted by the presence of 50% of the filled positions of Fleet Officers.

Section 4.02 Handicap Board: A quorum is constituted by the presence of a quorum of the Executive Board plus representation by a minimum of 3 SDAYC member clubs. The Fleet Executive Board can be counted for the purpose of ensuring representation of the 3 SDAYC member clubs.

Section 4.03 Annual Meeting: A quorum is constituted by those in attendance, regardless of number.

Article V. Voting

Section 5.01 Fleet Executive Board: A motion or proposal passes by a simple majority vote of the members present within an established quorum.

Section 5.02 Handicap Board. A proposed yacht handicap rating is approved by a simple majority of the representatives present within an established quorum.

Section 5.03 Annual Meeting: Voting is limited to 1 vote per rated yacht with a valid certificate regardless of the number of certificates held by that yacht. An owner of multiple rated yachts with valid certificates is limited to 1 vote. Each Fleet Executive Board Member has one vote.

Section 5.04 Voting by email (or other electronic means) may be ordered by the Fleet Chairman when a quick vote is deemed required. Votes amongst the members of the Fleet Executive Board and Handicap Board will require 4 days' notice by electronic means. Votes amongst the membership will require 7 days' notice by electronic means. The call for a vote will be sent out and after 4 or 7 days by electronic means, see above, the received votes will be counted. Those voting, regardless of the number, constitute a quorum. A majority vote is based on the number of votes received.

Article VI. OWNERS AND CO-OWNERS OF RATED YACHTS

Section 6.01 Owners and Co-owners will be listed on the yacht rating certificate. The first name listed on a certificate is considered the primary point of contact for the yacht.

Section 6.02 Owners and Co-owners and Charterers of rated yachts having a current valid PHRF SD Rating Certificate are to be a member in good standing of an SDAYC affiliated organization; US Sailing membership is acceptable for out of area yacht owners.

Section 6.03 Owners and Co-owners and Charterers of rated yachts having a current valid PHRF SD Rating Certificate are Regular members of PHRF SD and are responsible for:

- (a) adherence to existing PHRF SD Class Rules
- (b) reported data as reflected in the rated yacht current valid certificate

- (c) determining the vote cast for the rated yacht having a current valid PHRF SD Rating Certificate at the annual meeting
- (d) notification to the Roster Secretary of any changes in ownership of the rated yacht
- (e) notification to the Chief Handicapper of reportable modifications to the rated yacht

Section 6.04 A reportable modification is any modification to a boat that would change or delete any item currently listed on a boat's PHRF rating certificate/application or add an item not currently listed on a boat's rating certificate/application but is an item for which an entry is required. Reportable modifications include but are not limited to:

- (a) Modifications to the size but not the weight of sails or adding new sails which exceed the maximum rated sails.
- (b) Changes to spars or standing rigging configuration, including elements of rigging identified as adjustable while racing.
- (c) Modifications to rudder or deck construction.
- (d) Changes to the shape of the boat's hull and/or appendages.
- (e) Changes of ballast in amount or location or configuration.
- (f) Change of tankage, fixed or portable, in size or location.
- (g) Any changes in the engine and/or propeller installation or the propeller itself.
- (h) Addition, removal, or change of location, of gear or equipment, or structural alteration to the hull, that affects the trim or flotation of the boat.
- (i) Movement of any measurement bands used in sail area measurement, or any changes in spars, spar location, or headstay position.

Section 6.05 Modifications that are not reportable include but are not limited to modifications to running rigging and associated gear such as blocks and fairleads. In the case of a one-design rating certificate, any modifications that violate the one-design class rules are reportable and are likely to require a separate rating certificate, which is separate from the one-design certificate. Displacement is either:

- (a) Measured as per ORR, or
- (b) As per designer specifications.

Section 6.06 Associate Members of PHRF SD are individuals who choose to join and pay dues although they may not choose to obtain a current valid PHRF SD Rating Certificate. Individuals who are selected to be Members of the Fleet Executive Board, who are not Regular Members of PHRF SD, will automatically become Associate Members of PHRF SD and will not be required to pay dues to maintain Associate Membership so long as they continue to serve on the Fleet Executive Board.

Section 6.07 All members understand that electronic communications is the primary method of communication by PHRF SD and shall provide an email address for such communication and update such address anytime it might change.

Article VII. DUTIES OF OFFICERS

Section 7.01 The PHRF SD Fleet Officers are eligible to vote on handicapping issues. They shall be responsible for the formulation and execution of PHRF SD Fleet policies and business in consultation with the Handicap Board.

Section 7.02 The **Fleet Chairman** shall preside at all Fleet, Executive, Handicap Board meetings, and perform such other duties as may be directed by the membership. The Fleet Chairman shall also endeavor to enforce rules of the fleet whenever necessary and shall interact with SDAYC and participating yacht clubs as needed. The Fleet Chairman is responsible for End of Year Awards and initiating planning for the Annual Awards Dinner.

Section 7.03 The **Vice-Chairman** shall assist the Fleet Chairman in the discharge of his/her duties.

Section 7.04 The **Fleet Secretary** is the principal administrator of the Executive and Handicap Boards and shall keep the minutes of all official meetings, shall be responsible for keeping a complete file of the past records including notices, newsletters, and keep the membership advised of activities and policy decisions through notices. The Fleet Secretary administers the Annual Meeting including voting and elections.

Section 7.05 The **Roster Secretary** shall maintain the records of rated yachts within San Diego (Hereinafter the "Active Roster"), Owner and Co-Owner contact information (Hereinafter "Person Information"), and rated yacht information (Hereinafter Manufacturer Information) using procedures established by the Data Systems Officer. The Active Roster is maintained on the website as a service to the member yacht club racing committees. All Person Information and Manufacture Information are maintained to support the PR Officer and Chief Handicapper. Using the Personal Information and Active Roster, the Roster Secretary determines and certifies a quorum at the Annual Meeting and validates those entitled to a vote to the Fleet Secretary.

Section 7.06 The **Chief Handicapper** shall validate local fleet Rating Certificates in accordance with PHRF guidelines and keep the Fleet Secretary and Roster Secretary informed of such actions. The Chief Handicapper shall maintain a current file of significant dimensions of stock yachts, be available to assist prospective members in completing measurement data required on the PHRF application for rating, be available to resolve disputes concerning sail, spar, and spinnaker pole dimensions, and shall assist host clubs in determining required items for offshore races. The Chief Handicapper is the principal point of contact and liaison to the other members of the Handicap Board for handicapping issues. The Fleet Chairman may appoint an Assistant Chief Handicapper who will work alongside the Chief Handicapper and be available when the Chief Handicapper may not be available. The Assistant Chief Handicapper may vote on the Executive Board or Handicap Board when the Chief Handicapper is absent.

Section 7.07 The **Fleet Scorer** shall tabulate the official yearly Championship Series standing data and maintain an official log of the yearly Championship Series race results. This information shall be updated on the PHRF-San Diego website after each Championship Series race.

Section 7.08 The **Data Systems Officer** shall maintain the website, a database system for managing the membership roster, the yearly Championship Series scoring system, yacht configurations information, fleet handicapping data, and PHRF Race results for use by the fleet in handicapping and administration matters.

Section 7.09 The **PR Officer** shall promote PHRF based yacht racing to the membership and sailing community at large.

Section 7.10 The **Past Fleet Chairman** shall act for the Fleet Chairman in his/her absence.

Section 7.11 The **Treasurer** shall be responsible for all the funds collected and disbursed and to produce a year-end income and expense report.

Article VIII. DUES

Section 8.01 Dues shall be paid by Regular Members per calendar year for a rated yacht to maintain a current valid certificate. Associate Member dues are the same amount as Regular Member dues and are to be paid in a similar manner. Renewal dues are due and payable on or before 1 January or the rated yacht is determined as not having a valid certificate. Certificates are valid from the date of payment.

Section 8.02 Dues are payable at the time an application is submitted, with a full year's dues required at any time during the year.

Section 8.03 For applications or renewal after 1 November, the dues will be credited toward the next calendar year.

Section 8.04 Dues are transferred with the yacht to the new rating certificate if a rating change occurs during the year.

Section 8.05 Ownership changes during the year requires a new application, there is no transfer of ownership with the current valid certificate.

Section 8.06 Dues are required for each certificate representing yachts with multiple rated configurations.

Section 8.07 Dues are required from interested parties who are not Owners or Co-owners of a rated yacht with a valid certificate. Interested parties may participate in the Fleet Executive Board, the Handicap Board and serve on committees. Interested parties are not entitled to a vote at the Annual Meeting unless serving on the Fleet Executive Board.

Article IX. TERMS OF OFFICE AND MEETINGS

Section 9.01 The **Fleet Executive Board** shall meet monthly to conduct such fleet business as necessary. Notification of the meeting schedule is maintained on the website.

Section 9.02 The Fleet Executive Board term of office is one year, starting on 1 January.

Section 9.03 If a member of the Fleet Executive Board is absent from three (3) consecutive meetings a proposal will be issued from the Fleet Chairman and voted by the Executive Board to declare the position vacant. A vacant position will be filled by appointment by the Fleet Executive Board. During the period of vacancy, the position does not count in establishing a quorum.

Section 9.04 The **Handicap Board**, composed of the PHRF SD Fleet Officers, Handicappers, and Club Representatives, shall meet monthly at the same time and place as the Fleet Executive Board.

Article X. COMMITTEES

Section 10.01 The Fleet Chairman shall appoint such committees as he/she deems advisable to conduct fleet affairs including committees for the selection of races establishing the annual championship series.

Section 10.02 The Past Fleet Chairman is responsible for chairing a Nominating Committee for the purpose of selecting candidates for the following year Fleet Executive Board.

- (a) The Nominating Committee shall be composed of at least three individuals selected by the Past Fleet Chair; these may be current Board Members, Handicappers, or yacht owners with valid certificates.
- (b) In the event the Past Fleet Chairman position is vacant, the Fleet Chair shall appoint a replacement for Chairman for the Nominating Committee.

Article XI. AMENDMENTS

Section 11.01 This CONSTITUTION AND BYLAWS may be amended at any time by a majority vote of the membership in attendance at a scheduled meeting of the fleet.

- (a) Amendments may also be ratified electronically (email or electronic document transfer).
- (b) A majority vote is based on the number of responses received.
- (c) No vote will be taken amending the CONSTITUTION AND BYLAWS until 7 days after members have been notified of the proposed changes in writing or by electronic means.