

**BY-LAWS OF THE
NORTHPORT BAY YACHT CLUB, INC.**

THE NORTHPORT BAY YACHT CLUB, INC. (“NBYC”) HAS BEEN INCORPORATED AS A MICHIGAN NON-PROFIT CORPORATION. THESE BY- LAWS HAVE BEEN ADOPTED BY THE MEMBERS TO PROVIDE MINIMUM RULES AND PROCEDURES FOR THE CONDUCT OF THE CLUB'S BUSINESS AND AFFAIRS.

PURPOSE

PROMOTE SOCIABILITY AND FELLOWSHIP AMONG BOATERS IN THE NORTHPORT, MI. AREA, USING THE MEDIUM OF SOCIAL GATHERINGS, SAILING REGATTAS AND ACTIVITIES INTENDED TO PROMOTE BOATING.

MEMBERSHIP

1. NEW MEMBERS MAY BE RECOMMENDED BY CURRENT MEMBERS AND ADMITTED TO MEMBERSHIP BY APPROVAL OF THE COMMODORE AND PAYMENT OF THE MEMBERSHIP FEE AND THE ANNUAL DUES.

2. A MEMBERSHIP INCLUDES BOTH THE MEMBER AND SPOUSE (“MEMBERSHIP”).

VOTING

ONE VOTE PER ACTIVE MEMBERSHIP.

DUES

1. ANNUAL DUES SHALL BE SET AT THE ANNUAL MEETING FOR THE FOLLOWING YEAR BY A MAJORITY VOTE OF ACTIVE MEMBERS IN ATTENDANCE.

2. ACTIVE MEMBERS HAVE PAID THEIR ANNUAL DUES.

3. PAYMENT OF ONE MEMBERSHIP FEE INCLUDES BOTH THE MEMBER AND SPOUSE.

REGATTA RULES AND FEES

1. REGATTA ENTRY FEES WILL BE SET AT THE ANNUAL MEETING FOR THE FOLLOWING YEAR BY A MAJORITY VOTE OF ACTIVE MEMBERS IN ATIENDANCE.

2. NON-MEMBERS MAY BE ALLOWED TO PARTICIPATE IN A REGATTA WITH THE APPROVAL OF THE COMMODORE. THESE FEES WILL BE ESTABLISHED AT THE ANNUAL MEETING.

3. ONE REGATTA ENTRY FEE WILL BE COLLECTED FOR EACH BOAT ENTERED.

4. THE CAPTAIN OF EACH BOAT ENTERED IS RESPONSIBLE FOR MAKING THE FINAL DECISION AS TO WHETHER OR NOT CURRENT CONDITIONS (SUCH AS WEATHER, SEA AND COURSE, CREW EXPERIENCE AND COMPETENCE, CONDITION OF BOAT AND EQUIPMENT, ETC.) ARE APPROPRIATE FOR HIS/HER BOAT AND CREW TO PARTICIPATE SAFELY. THE CAPTAIN MAY WITHDRAW FROM THE REGATTA PRIOR TO THE START AND REQUEST A FULL REFUND OF ANY ENTRY FEES PAID.

5. THE CAPTAIN OF EACH BOAT PARTICIPATING IN AN NBYC REGATTA IS RESPONSIBLE FOR OPERATING HIS/HER BOAT IN A SAFE MANNER AND FOLLOWING THE CONVENTIONAL "RULES OF THE ROAD" FOR SAFE BOATING.

6. REGATTAS WILL BE CONDUCTED ON AN INDIVIDUAL BOAT HANDICAP BASIS. THE FORMULAS USED WILL BE DETERMINED AND ADMINISTERED BY THE COMMODORE OR DESIGNATED ALTERNATE.

ANNUAL MEETING

THE ANNUAL MEETING WILL BE HELD AT THE END OF EACH SUMMER SEASON (NO LATER THAN SEPTEMBER 15th), FOR THE PURPOSE OF ELECTING OFFICERS; SETTING MEMBERSHIP DUES AND EVENT FEES FOR THE FOLLOWING YEAR; AND CONDUCTING OTHER BUSINESS AS MAY PROPERLY COME BEFORE THE MEETING.

BOARD OF DIRECTORS

THE BOARD OF DIRECTORS SHALL CONSIST OF SEVEN DIRECTORS. DIRECTORS INCLUDE THE FOUR CLUB OFFICERS AND THE THREE MOST RECENT PAST COMMODORES WHO ARE ACTIVE MEMBERS. IF THERE ARE NOT THREE PAST COMMODORES ACTIVE, THEN A SPECIAL ELECTION WILL BE HELD DURING THE ANNUAL MEETING TO FILL THE ANY VACANT DIRECTORSHIPS.

OFFICERS

THE OFFICERS ARE COMMODORE, VICE-COMMODORE, SECRETARY AND TREASURER.

DUTIES OF OFFICERS

IN GENERAL, THE DUTIES OF EACH OFFICER SHALL BE THOSE CUSTOMARILY ASSOCIATED WITH SUCH OFFICERS. THE COMMODORE POSITION IS SIMILAR TO THAT OF PRESIDENT. THE SECRETARY WILL BE THE RESIDENT AGENT FOR THE CLUB. DIRECTORS WILL ASSIST THE COMMODORE, AS REQUESTED, WITH ANY ADVICE DESIRED ON THE OPERATION OF THE NBYC.

TERM OF OFFICE

OFFICE TERMS ARE FOR ONE YEAR, RUNNING FROM END OF THE ANNUAL MEETING THROUGH THE END OF NEXT ANNUAL MEETING. OFFICERS WILL BE ELECTED OR REELECTED BY THE MAJORITY OF THE ACTIVE MEMBERS PRESENT AT THE ANNUAL MEETING.

AMENDMENT

THESE BY-LAWS MAY BE AMENDED BY THE AFFIRMATIVE VOTE OF A MAJORITY OF THE ACTIVE MEMBERS PRESENT AT THE ANNUAL MEETING OR IF AN AMENDMENT IS REQUIRED PRIOR TO THE NEXT ANNUAL MEETING, THE COMMODORE MAY CALL A SPECIAL MEETING WHERE 8 OR MORE ACTIVE MEMBERS ESTABLISH A QUORUM.

[These By-Laws were amended at the Annual Meeting held in Northport, MI on 9/2/2012]