

Hidden Harbor Yacht Club

ARTICLES OF ASSOCIATION (Amended January 1, 2011)

Article I

Name and Organization

The name of this association is Hidden Harbor Yacht Club. Hidden Harbor Yacht Club is designated an unincorporated nonprofit association created under the laws of the State of California.

Article II

Intent and Purpose

It is the intent of Hidden Harbor Yacht Club to encourage yachting and the science and art of designing, building, navigating, and handling small boats, and to assist the members of the Club in becoming proficient in such pursuits; to foster the mutual exchange of ideas and the development of common interests with respect to yachts and yachting; and for the promotion of social activities among the Club members; to gather and disseminate such information as the members may desire; to aid them in the conduct of their yachting activities; to encourage an intellectual contact among the members of this association and the members of other associations devoted to similar pursuits; to qualify the members, participation in various yachting association activities, achieved by Club membership in those associations and to promote boat safety.

Hidden Harbor Yacht Club consists of five or more members joined by mutual consent for the common, nonprofit purposes of sailing and boating in the California Delta and San Francisco Bay areas of California.

Hidden Harbor Yacht Club may engage in any and all other charitable activities permitted to an organization exempt from federal income tax under Section 501(c)(7) of the Code or corresponding future provisions of the federal tax law. To these ends, Hidden Harbor Yacht Club may do and engage in any and all lawful activities that may be incidental or reasonably necessary to any of these purposes, and it shall have and may exercise all other powers and authority now or hereafter conferred upon unincorporated nonprofit associations in the State of California.

Notwithstanding any of the above statements of purposes and powers, this organization shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the specific purpose of this organization.

This association is not formed with the object of monetary profit and has no capital stock.

Article III

Club Burgee

The Club burgee shall be triangular, the width at the hoist being two-thirds the length. The device shall consist of four sections divided by a thick black stripe perpendicular to the hoist from the center of the hoist to the tip of the tale. The two fields next to the hoist will be white with one black star in each field. The two fields at the tale will be red. All yachts owned or exclusively controlled by Club members may fly the Club burgee. Other yachts or classes of yachts may fly the Club burgee if so authorized by the Board of Directors. The Club burgee shall be displayed at Hidden Harbor Marina and the Board of Directors may direct all other places as may be appropriate.

Article IV

Office and Duration

The office of Hidden Harbor Yacht Club shall be located at the address at which the Treasurer has official residence; or at such place as Hidden Harbor Yacht Club may from time to time determine, or as the business of Hidden Harbor Yacht Club may require.

The duration of Hidden Harbor Yacht Club shall be perpetual.

The death, removal, or resignation of any member of Hidden Harbor Yacht Club shall not result in the dissolution of Hidden Harbor Yacht Club.

Article V

Structure and Membership

Hidden Harbor Yacht Club consists of individuals dedicated to yachting, sailing and boating in the California Delta and San Francisco Bay areas of California. Membership is open to anyone who routinely or periodically berths a boat at Hidden Harbor Marina.

Hidden Harbor Yacht Club is a purely voluntary organization, and membership in Hidden Harbor Yacht Club becomes effective upon the payment of annual dues in an amount set by a quorum of the then existing Board of Directors of the organization.

Hidden Harbor Yacht Club does not discriminate on the basis of race, color, sex, age, religious affiliation, handicap, national origin, or other personal factor.

Article VI

Association Leadership

Hidden Harbor Yacht Club shall be governed by at least three (3) officers to be determined by the group. The name and total number of officer positions will be determined as the group requires, changeable as circumstances necessitate. One person will be designated as Hidden Harbor Yacht Club's agent in this state, as needed, following state law requirements.

Members attending a previously announced event constitute a quorum of Hidden Harbor Yacht Club. Officers may be elected annually by nomination and a majority vote of at least a quorum of the organization.

ARTICLE VII

Accounting and Records

The fiscal year of Hidden Harbor Yacht Club shall be January 1 through December 31 of each year.

All minute books, correspondence, and other records of Hidden Harbor Yacht Club shall be preserved by the Officers. Records that have ceased to be of use for the conduct of the affairs of Hidden Harbor Yacht Club may be turned over for preservation to a depository designated by it, or discarded.

ARTICLE VII

Dissolution

In the event of the dissolution of Hidden Harbor Yacht Club, its property, funds, and other assets shall be transferred to whatever organization or organizations operated exclusively for charitable, educational, and/or scientific purposes as Hidden Harbor Yacht Club may determine, provided such organization or organizations qualify as tax-exempt under the Internal Revenue Code of the United States.

ARTICLE VIII

Liability

No member, officer or director of Hidden Harbor Yacht Club shall be personally liable for the debts or obligations of the Yacht Club to the fullest extent permitted under the law, nor shall any of the property of the members, officers or directors be subject to the payment of the debts or obligations of the Yacht Club