



Breezes AND Blows



Photo by Will Bramlett Aerial Photography

Ocean Springs Yacht Club

November 2016

Special Supplemental Edition – Annual General Membership Meeting

From the Commodores & the OSYC Board

OSYC Members:

Several of your current OSYC Board members and your OSYC staff worked hard to set up for our required OSYC Annual General Membership meeting that should have been held on Monday, November 7, 2016. Per our by-laws we are required to meet annually on the first Monday after November 5 (please take a look at our OSYC by-laws on the web: <http://www.osyc.com> – Info for Members tab).

We're unsure and still guessing whether it was the time change, the election, or (we hope) your confidence in the Board and your fellow Club members that kept you from attending the meeting, and thus from having the required quorum for us to meet and vote. At 10% of the Class A and Class A/C membership, we needed 36 of you to come out and join your Board in conducting the Club's annual business of electing a new slate of OSYC officers and Board members, and to take care of any other business needing to be attended to towards keeping the Club up and running as specified in our by-laws. We missed you!

Please make every effort to attend the now rescheduled general membership meeting on November 28. We truly can't do it without your attendance and participation.

Your 2016 OSYC Flag Officers & Board Members

OSYC Special Events Reminder



Please RSVP for advertised Club events to



manager@osyc.com

or by phone at 875-1915

Our staff wants to ensure that you have the best Club experiences as possible and we want to know to expect you!

Thank you!

If you wish to have the OSYC Newsletter mailed to you on a monthly basis, please complete the information below and drop it by the Club or mail it to the OSYC office:

Name: _____

Address: _____

City: _____

State: _____ Zip: _____



Ocean Springs Yacht Club

P.O. Box 821, Ocean Springs MS 39566 (228) 875-1915

2016 Annual General Membership Meeting Proxy Rules

Section 4. Only Class A and Class A/C members in good standing may vote at a general membership meeting, except that:

(a) In the absence of a Class A voting member from a general membership meeting, the voting privilege may be exercised by the spouse of such member.

(b) In the absence of both member and spouse, a member in good standing may designate a proxy to exercise the voting privilege. The proxy shall be a Class A member in good standing, which does not include the spouse of any such designated Class A member.

(c) The written proxy must be designated as a general or special: In the absence of such designation, the proxy shall be considered as special, and restricted to voting on specific matters in the published agenda of any such meetings.

(d) No member designated to vote a proxy for another member may transfer or sub designate such proxy.

(e) To register a proxy, a voting member must complete the form provided in the formal announcement of the scheduled meeting and return it to the Club Secretary no less than three (3) days prior to the scheduled meeting.

2016 General Membership Committee Proxy

I/we, _____ (Print Name), Class A or A/C member in good standing, do designate _____, also a Class A or A/C member in good standing as my/our Proxy for the Ocean Springs Yacht General Membership Meeting on Monday, November 28th, 2016, to be held at 7pm.

This proxy is:

_____ (initial one) General – all items at the meeting

- OR -

Specific:

_____ (initial) – By-Laws Change

_____ (initial) – 2017 Board of Governors Election

_____ (initial) – 2017 Board of Governors Election

Must be signed and delivered to Club Secretary by Friday, November 25th, 2016.

_____ (Printed Name) _____ (Date)

_____ (Signature)



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NOTICE

November 12, 2016

Official notice, pursuant to Article II, Sections 1 and 2 of the OSYC By-Laws, our rescheduled Annual General Membership meeting will be held on **Monday, November 28, 2016**, beginning at 7:00 P.M. at the OSYC.

The primary order of business at this meeting is for the election of OSYC Flag Officers and Members of the Board for the year 2017, and to report to the membership on “The State of the Club” as of this point in time in the calendar year. Other orders of business are a change to the OSYC By-Laws, and the future of the Club’s current dedicated deductible account.

We request your attendance at this meeting.

As required, notice of this called membership meeting is being announced to the members no less than two (2) weeks, nor more than six (6) weeks, in advance of the meeting, and includes the purpose of the meeting. Additional announcements of this meeting and a proxy form will be sent out as a special supplement to the November OSYC newsletter, posted on the OSYC Bulletin Board, posted on the OSYC web site and other related web pages, and sent out to the membership via Constant Contact.

Respectfully submitted,

Katina Seymour Demoran
2016 OSYC Board Secretary



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Proposed By-Laws Change - 2016 General Membership Meeting

Current OSYC By-Laws (approved by the Membership on November 12, 2013):

ARTICLE III

OFFICERS

Section 1. The officers of the Ocean Springs Yacht Club, Inc. (OSYC), shall be a Commodore, Vice-Commodore, Rear Commodore, Secretary, Treasurer and Fleet Captain who shall be Class A and A/C members in good standing, elected annually by the membership at the Annual Meeting. They shall be members of the Board of Governors (Board). The Commodore, Vice-Commodore and Rear Commodore should be boat owners and each shall have served at least one (1) year on the Board or as Chairman of a standing committee within the previous five (5) years before taking office. The spouse of a Class A member may serve as an elected officer, provided that such member is not an elected officer or member of the Board of Governors at the same time.

Section 2. The Commodore, with the approval of the Board of Governors, may appoint additional officers. Such officers shall exercise such powers and perform such duties as shall be determined by the Board, but their terms of office shall terminate no later than December 31 of the year appointed.

Section 3. No officer shall serve more than two (2) consecutive terms in the same office. No member of the Board of Governors shall serve more than four (4) consecutive years, except that any period of time in which a member of the Board is an elected officer or is the immediate Past Commodore shall not be counted therein.

Section 4. The Duties of the Officers Shall be as Follows:

(a) **Commodore:** The Commodore shall be the Chief Executive Officer ...

Proposed change in Section 3:

Section 3. No officer shall serve more than two (2) consecutive terms in the same office except that at the discretion of the Commodore, and with the approval of the Board of Governors, the Fleet Captain's term of office may be extended beyond the consecutive two (2) year limit for Board officers. No member of the Board of Governors shall serve more than four (4) consecutive years, except that any period of time in which a member of the Board is an elected officer or is the immediate Past Commodore shall not be counted therein.



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Proposed Slate of 2017 Officers and Board Members

Stopher Haug, Commodore

Shannon Ford Smith, Vice Commodore

Rear Commodore – Chris Minke

Fleet Captain – Jay Shuman

Secretary – Kathrin Williams

Treasurer – Tina Seymour Demoran

First Year Board – Ray Hughes

First Year Board – Brian Cooley

Chris Walton, Second Year Board

Mark Carter, Second Year Board

Ron Haaf, Past Commodore



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Proposed Approach to the OSYC Dedicated Deductible Account 2016 General Membership Meeting

Current OSYC Dedicated Deductible Account Fee and Purpose (Approved by the Membership on November 10, 2014):

Dues for all Class A, Class A/C, and Class M members of the OSYC shall be increased by \$10.00 per month, and dues for Class B and Class C members by \$5.00 per month. All funds accrued from this increase shall be transferred on a monthly basis to a dedicated deductible account. This shall continue until the balance of funds required to meet the deductible on our Club's building insurance has been accrued. Once the deductible is met, the future use of this dues increase will be brought before the membership. ***

*** – At the time this was voted on by the membership, our insurance deductible was at 10% of the insured value of the Club. We now have a different insurer for the building and property. The deductible has been lowered to a rate of 5% of the insured value.

Proposed change/update:

All funds accrued from the previously approved increase shall be transferred on a monthly basis to the dedicated deductible account until an account balance that meets the insurance deductible *and the deductibles for other perils* is reached. Once funds required to cover the all of the deductibles for our Club (building insurance, assets, and property), any additional income shall be set aside as contingency operating expenses equal to a minimum of three months of the Club's monthly costs to "keep the doors open" (~\$100,000). From that point forward, funds for repairs, replacement, maintenance, and capital improvements will be accrued. Should the amount needed to meet the insurance deductibles increase, or if acquired amounts do not fully meet the needs for insurance and contingency operations, funds will be directed towards those needs until the balance required has been met.



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AGENDA - OSYC ANNUAL GENERAL MEMBERSHIP MEETING
November 28, 2016, Ocean Springs Yacht Club
7:00 p.m. to 9:00 p.m., Club Dining Room

1. Call To Order
2. Financial Report
3. Commodore's Report
4. Old Business
5. New Business
 - a) By-laws Change
 - b) Election of 2017 Board of Governors
 - c) Future of the OSYC dedicated deductible account
6. Member discussion
(Please limit statements to 3 minutes or less)
7. ADJOURNMENT