

## **STATEMENT IN SUPPORT OF PROPOSED CHANGES TO BYC BYLAWS**

Dear Benicia Yacht Club Members,

Last June a committee was formed to review and recommend changes to our existing bylaws. We met regularly, often weekly, during a period of 8 months. Our charge was to bring the bylaws up to date, making them more reflective of the 21st century. Many of the revisions were focused specifically on increasing the club membership.

The following proposed changes/updates to the existing Benicia Yacht Club Bylaws were approved for distribution to members by the Board of Directors 2/16/2017 in accordance with Article 16, allowing for a vote by the general membership.

The information following in ***bold italics*** explains what exactly was changed and the rationale behind each change.

Article 1.5.3 Family Unit was Removed. The “**term**” Family Unit was removed allowing the club’s membership to be more all inclusive and available to more individuals.

*The “Term” Family Unit was removed but with no intent to deter families from joining BYC. The purpose was to expand an explanation of membership. The new wording would allow 2 qualified adults to share a membership in The Benicia Yacht Club, no longer requiring that they live together, under one roof. This makes the club more accessible to more individuals with the goal of reaching new groups and bringing back former members.*

Article 1.5.4 Updated. This subject is covered in Article 2.2.

Article 2.1: Updated wording. *Reflecting current legal terms for inclusiveness.*

Article 2.2.1: Membership shall be available to all eligible member candidates. A maximum of 2 members per membership.

Article 2.2.5 - New Addition: Active Military & CA Maritime Academy, Maritime Membership.

*This membership includes discounted dues and offers a membership opportunity to our local Active Military & CA Maritime Academy participants, and more importantly supports a new effort to increase membership.*

Article 2.2.6: Removed Affiliate and Associate Membership: No record of use. Also, updated Junior Membership.

Article: 2.6: Members as Employees or Employees as members: Updated.

*This change is consistent with many current business practices & procedures and ultimately may prevent conflicts with staff employees and the BYC management.*

Article 8: Clarified committee responsibilities for Entertainment, Membership, Publicity and House Chairs. Updated Committee responsibilities.

Article 8.8: Changed Audit Committee reporting: Updated Audit reporting

Article 8.9 1. Minor edit change regarding committee budget reporting. Updated.

Article 11: Initiation Fees, Dues and Assessments: Updated.

## **STATEMENT IN OPPOSITION TO PROPOSED CHANGES TO BYC BYLAWS**

**Deletion of the Family Unit :** This proposed change would delete the definition of a “family unit” and simply allow two individuals to join on one Membership. Currently the bylaws permit Membership for a “family unit.” A family unit is purposely and broadly defined as two adult individuals and their children up to the age 21 living together at the same address. No further exclusionary or qualifying language is outlined in our current bylaws. As written, the current bylaws undeniably address most, if not all, types of family units we experience today. The rare exceptions are addressed and approved by the Membership Committee and Board. With a 70 percent household rate and on average 2.5 persons per household, Benicia is undeniably a town of families. (See U.S. Census and Bay Area Census.) Not only is Benicia a town of families but yacht clubs rely on them for their future. As our Club ages, attracting and retaining younger Members with families is paramount. Instead of stripping the definition of family unit from our bylaws and being relegated to having to sign our children in as guests, we should be focusing our time and efforts attracting and retaining young sailors and their families. Youth Sailing is one such program. Furthermore, the proposed change deleting the only qualifying language -“living at the same address”- would leave the Membership Committee and the Board with no discretion regarding potential members. Thus, those attempting to take advantage of the obvious loophole (allowing two single members to join on one Membership) that this deletion creates would have to be approved. In turn, the potential financial impact in terms of a reduction in dues, possibly thousands, could be devastating for our Club. At this time, such a hit to our revenue stream could potentially create a scenario from which it would be difficult to recover. For those single members currently holding a Regular Membership those in opposition believe there are more thoughtful ways in which to address the situation (see below).

**Deletion of Affiliate and Associate Membership Categories:** An Affiliate Membership is a type of membership category available to those individuals who already belong to a PICYA yacht club. This membership category is a courtesy to our fellow PICYA members and should not be deleted. An Associate Membership is a membership available to any individual or Family Unit who is **not** a boat owner. And while this membership type does not vote and cannot hold elective office, its dues are established by the Board and could arguably be set at a lower rate thus making this category an attractive alternative for our single members.

**New Membership Categories:** While those in opposition are not inherently opposed to new Membership categories, the proposed Military and Maritime Academy Memberships and the rights and privileges assigned thereto would in effect dilute the value of your current Regular Membership. If enacted, Members in these new categories would receive the same rights and privileges (votes/ability to hold office/etc.) as a Regular Member for half the dues. Even if motivated by the most laudable and noble motives, a plan to devalue our current Regular Members should be reconsidered. Students at the Maritime Academy and active military who are age 21 or older can already join as Junior Members, a category available to those between the ages of 21 and 26 at half the current dues rate. In addition, the newly proposed categories target groups whose stays are traditionally short-lived. The BYC is and will always be supportive of our military and those seeking a maritime career, but if our focus is long-term, as it should be, let’s devote our time and energies appropriately. Because it is an up or down vote, all-or-nothing, with all the changes lumped together, many will feel compelled to vote yes because of the nature of these newly proposed categories. New Membership categories that truly create opportunity for and promote Club expansion, encourage younger members to join and/or reward long-term Membership are encouraged but should not be included as a pre-text for adopting the bylaws as a whole.

**Changes to Mandatory COLA Increase in Dues:** This proposed change seeks to delete the mandate requiring a cost-of-living adjustment or increase (“COLA”) to our dues every year. Instead, the proposed revision would leave the COLA increase to the discretion of the Board. This seemingly simple change would be financially irresponsible at this juncture. While it is true that past Boards have not adhered to the bylaws in this regard, such is a cautionary tale and because of which we are now struggling to make up the difference between our dues income and our most basic needs. Admittedly, no one likes to pay more dues but minor COLA increases to our already low dues would go a long way to ease the Club’s finances and pay for the Club’s overhead (insurance, property taxes, water, electric, Comcast, PICYA dues, our liquor license, etc.) which **HAVE** increased over the years. This, in turn, would allow Club profits from the bar and outside events to be utilized to service our debt, maintain a consistent building reserve fund, perform long-overdue capital

improvements and add much-needed Club amenities. In sum, while we recognize the time and effort the Bylaws Committee members put forth, we contend the proposed changes are, for all the reasons set forth above, ill-advised and not in the long-term best interests of the Benicia Yacht Club and strongly encourage a no vote.

## **REBUTTAL TO STATEMENT IN SUPPORT OF PROPOSED CHANGES TO BYC BYLAWS**

**Membership:** Those in opposition recognize that our Club needs to address Membership but believe it should be done strategically, thoughtfully and with the best interests of the Club as a whole in mind. And undoubtedly this will entail being more reflective of the 21<sup>st</sup> Century. For instance, people are putting off major life decisions (marriage, home buying, children) until their 30s making 40 the new 30. Therefore, why not provide attractive membership plans to get people to join in their 40s? Then to create continuity, why not reward those Members who have been long-term Members in good standing with a loyalty plan? As for our single Members, if the Associate Member option discussed in our Statement in Opposition is not an attractive alternative because it does not allow for a vote or the ability to hold office, why not create a separate category for singles and let the Board set the dues and rights/privileges accordingly and responsibly? Until a more thoughtful way forward is found, we believe we already have the tools at our disposal Regular Memberships, Junior Memberships and Associate Memberships just to name a few. Even if some of these categories are rarely utilized, retaining them gives not only this Board and Membership Committee much-needed flexibility but future Boards and Committees as well. In addition, in order to attract new members the first rule of marketing is you have to have something good to sell. If we want to attract and retain Members, we need to provide a membership experience people want. Our time and attention should arguably be focused brainstorming, identifying and instituting new Club programs and amenities.

**Employees:** Because the bylaws do not pertain to Club employee “practices and procedures” the proposed change relating to employees and employee family members as direct reports is wholly misplaced. The proper vehicle for such a change is the employee handbook, which governs our Club employees, not the bylaws.

**Needed Changes:** Again, because this is an all-or-nothing vote, many will feel obligated to vote yes because a few needed changes are included in the whole. If the Board wishes to make changes to ensure the bylaws are compliant with federal and state laws a new bylaws committee can be convened and a vote taken in October.

## **REBUTTAL TO STATEMENT IN OPPOSITION TO PROPOSED CHANGES TO BYC BYLAWS**

**The TERM Family Unit:** Currently the definition of a Family unit, is 2 people having to live together. This requirement, in reality has NOT been enforced and impossible to police. A membership can be two people. They can live together or not. They can be a family or not. If there are children they are part of the membership under 21 years. We are not getting rid of the family, only redefining what a membership consists of, with the goal to increase membership.

**Deletion of Associate & Affiliate Membership:** These categories have not been utilized or proven to be beneficial, as our club has deleted "initiation fees". Plus these require a full regular membership dues without any membership rights.

**Military & CA Maritime membership:** The reduced rate is supportive of the limited salary of our military men and women, and CA Maritime students and promotes new membership involvement.

**Changes to Mandatory COLA Increase in Dues:** This subject was not addressed by the proposed bylaws changes. In addition dues increases are not voted on by the membership. The inclusion of this subject reflects negatively and has nothing to do with proposed changes.

Why do Staff Commodores oppose changing the Benicia Yacht Club By-Laws to eliminate the Family membership?

Because it is a BAD IDEA and BAD for the Yacht Club

We urge the Yacht Club Membership to vote no on the proposed By-Law changes

Ron Jones	1985
Susan Garske	1992
Robert DuBois	1994
Paul Brighton	1997
Bob Avarbock	2003
Brook Seymour	2010
Steve Gilliland	2012
Tim Rose	2013
Tom Konecki	2014
Christine Machado	2015
Bob Bohnet	2016