



**State of Rhode Island  
Office of the Secretary of State**

**Fee: \$35.00**

Division Of Business Services  
148 W. River Street  
Providence RI 02904-2615  
(401) 222-3040

**Non-Profit Corporation  
Articles of Incorporation**

(Chapter 7-6-34 of the General Laws of Rhode Island, 1956, as amended)

**ARTICLE I**

The name of the corporation is Spar Island Racing Association (SIRA)

**ARTICLE II**

The period of its duration is X Perpetual     

**ARTICLE III**

The specific purpose or purposes for which the corporation is organized are:

SIRA IS A NONPROFIT ORGANIZATION FORMED TO FOSTER, PROMOTE, AND  
SUPPORT  
AMATEUR SAILBOAT RACING IN AND AROUND THE WATERS OF SPAR ISLAND  
AND  
NARRAGANSETT BAY. THE ASSOCIATION ALSO AIMS TO ENCOURAGE  
EDUCATION, YOUTH  
PARTICIPATION, AND COMMUNITY INVOLVEMENT IN SAILING.

**ARTICLE IV**

Provisions, if any, not inconsistent with the law, which the incorporators elect to set forth in these articles of incorporation for the regulation of the internal affairs of the corporation are:

ARTICLE I: NAME AND PURPOSE

SECTION 1. NAME

THE NAME OF THE ORGANIZATION SHALL BE SPAR ISLAND RACING  
ASSOCIATION (SIRA).

SECTION 2. PURPOSE

SIRA IS A NONPROFIT ORGANIZATION FORMED TO FOSTER, PROMOTE, AND  
SUPPORT  
AMATEUR SAILBOAT RACING IN AND AROUND THE WATERS OF SPAR ISLAND  
AND  
NARRAGANSETT BAY. THE ASSOCIATION ALSO AIMS TO ENCOURAGE  
EDUCATION, YOUTH  
PARTICIPATION, AND COMMUNITY INVOLVEMENT IN SAILING.

ARTICLE II: MEMBERSHIP

SECTION 1. ELIGIBILITY

MEMBERSHIP IS OPEN TO INDIVIDUALS WHO SUPPORT THE PURPOSE AND MISSION OF SIRA.

SECTION 2. DUES

DUES, IF ANY, SHALL BE DETERMINED BY THE BOARD OF DIRECTORS AND MAY BE ADJUSTED ANNUALLY.

SECTION 3. VOTING RIGHTS

EACH MEMBER IN GOOD STANDING SHALL HAVE ONE VOTE IN GENERAL MEETINGS OF THE MEMBERSHIP.

ARTICLE III: BOARD OF DIRECTORS

SECTION 1. ROLE AND AUTHORITY

THE BOARD OF DIRECTORS SHALL MANAGE THE AFFAIRS OF THE ASSOCIATION, SET POLICIES, AND OVERSEE ITS PROGRAMS AND FINANCES.

SECTION 2. COMPOSITION

THE BOARD SHALL CONSIST OF NOT FEWER THAN THREE (3) AND NO MORE THAN SEVEN (7) DIRECTORS.

SECTION 3. TERM

DIRECTORS SHALL SERVE TWO-YEAR TERMS AND MAY BE RE-ELECTED WITHOUT TERM LIMITS.

SECTION 4. MEETINGS

THE BOARD SHALL MEET AT LEAST TWICE ANNUALLY. MEETINGS MAY BE HELD IN PERSON OR VIRTUALLY.

SECTION 5. QUORUM AND VOTING

A MAJORITY OF BOARD MEMBERS CONSTITUTES A QUORUM. A MAJORITY VOTE OF THOSE PRESENT SHALL DECIDE ANY MATTER UNLESS OTHERWISE SPECIFIED.

SECTION 6. VACANCIES

VACANCIES MAY BE FILLED BY A MAJORITY VOTE OF THE REMAINING BOARD MEMBERS.

ARTICLE IV: OFFICERS

SECTION 1. OFFICERS

THE OFFICERS OF THE ASSOCIATION SHALL INCLUDE A PRESIDENT, VICE PRESIDENT, SECRETARY, AND TREASURER, ELECTED BY THE BOARD FROM AMONG ITS MEMBERS.

## SECTION 2. DUTIES

PRESIDENT: LEADS MEETINGS, REPRESENTS SIRA PUBLICLY, AND OVERSEES BOARD FUNCTIONS.

VICE PRESIDENT: ASSISTS THE PRESIDENT AND ACTS IN THEIR ABSENCE.

SECRETARY/TREASURER: KEEPS RECORDS OF MEETINGS AND HANDLES CORRESPONDENCE.  
MANAGES FINANCES AND PROVIDES FINANCIAL REPORTS.

## SECTION 3. TERMS

OFFICERS SERVE ONE-YEAR TERMS AND MAY BE RE-ELECTED.

## ARTICLE V: MEETINGS OF MEMBERSHIP

### SECTION 1. ANNUAL MEETING

AN ANNUAL MEETING OF MEMBERS SHALL BE HELD TO ELECT BOARD MEMBERS AND CONDUCT OTHER BUSINESS.

### SECTION 2. NOTICE

MEMBERS SHALL BE NOTIFIED AT LEAST TEN (10) DAYS IN ADVANCE OF THE ANNUAL MEETING.

### SECTION 3. QUORUM

A QUORUM SHALL CONSIST OF THE MEMBERS PRESENT.

## ARTICLE VI: COMMITTEES

THE BOARD MAY ESTABLISH STANDING OR AD HOC COMMITTEES AS NEEDED TO CARRY OUT THE MISSION AND PROGRAMS OF THE ASSOCIATION.

## ARTICLE VII: FINANCIAL MANAGEMENT

THE FISCAL YEAR SHALL END ON DECEMBER 31. ALL FUNDS SHALL BE USED EXCLUSIVELY TO FURTHER THE PURPOSES OF SIRA. THE TREASURER SHALL MAINTAIN ACCURATE FINANCIAL RECORDS AND MAKE THEM AVAILABLE TO THE BOARD.

## ARTICLE VIII: AMENDMENTS

THESE BYLAWS MAY BE AMENDED BY A TWO-THIRDS (2/3) VOTE OF THE BOARD OF DIRECTORS AT ANY REGULAR OR SPECIAL MEETING, PROVIDED THAT NOTICE OF THE

PROPOSED AMENDMENT IS GIVEN AT LEAST SEVEN (7) DAYS IN ADVANCE.

ARTICLE IX: DISSOLUTION  
UPON DISSOLUTION, ASSETS SHALL BE DISTRIBUTED IN ACCORDANCE WITH  
ARTICLE  
SIXTH OF THE ARTICLES OF INCORPORATION, AND CONSISTENT WITH SECTION  
501(C)(3)  
OF THE INTERNAL REVENUE CODE.

**ARTICLE V**

The street address (post office boxes are not acceptable) of the initial registered office of the corporation is:

No. and Street: 1350 ANTHONY RD  
City or Town: PORTSMOUTH State: RI Zip: 02871-6003

The name of its initial registered agent at such address is MIKE ZANI

**ARTICLE VI**

The number of directors constituting the initial Board of Directors of the Corporation is 3 and the names and addresses of the persons who are to serve as the initial directors are:

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
DIRECTOR	MICHAEL R ZANI	1350 ANTHONY ROAD PORTSMOUTH, RI 02871-6003 USA
DIRECTOR	ROBERT BUFFINTON	404 SEAVIEW AVE SWANZEA, MA 02777 USA
DIRECTOR	GREGG MORASH	201 HIGHLAND AVE. TIVERTON, RI 02878 USA

**ARTICLE VII**

The name and address of the incorporator is:

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
INCORPORATOR	MICHAEL R ZANI	1350 ANTHONY RD PORTSMOUTH, RI 02871 USA

**ARTICLE VIII**

Date when corporate existence is to begin 05/05/2025  
(not prior to, nor more than 30 days after, the filing of these Articles of Incorporation)

**Signed this 5 Day of May, 2025 at 10:52:53 AM by the incorporator(s).** *This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or*

*acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the corporation, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-6.*

**Enter signature(s) below.**  
MICHAEL ZANI

Form No. 200  
Revised 09/07

© 2007 - 2025 State of Rhode Island  
All Rights Reserved