

INTERNATIONAL ONE METRE CLASS ASSOCIATION

CONSTITUTION as at June 1st 2001

1. NAME

1.1 The name of the Association shall be the "International One Metre Class Association".

2. OBJECTS

2.1 The objects of the association are:

- (a) To promote and develop IOM class racing under uniform rules throughout the world.
- (b) To provide a structure for class management and for the exchange of information among IOM sailors to enhance the enjoyment of these sailboats.

2.2 The IOM Class Association will:

- (a) Encourage the formation of National IOM Class Associations in all countries where boats are raced.
- (b) Ensure that World and Continental Championships are held in appropriate locations and to proper standards, and shall oversee such events.
- (c) Approve other events of International impact on the IOM Class and ensure they are held to proper standards.
- (d) Promulgate and review the class rules, in association with ISAF.

3. MEMBERSHIP

3.1 Every member in good standing of a National Class Association (or National Class Secretary), which is also in good standing with the World Council, shall be a member of the International IOM Class Association. The Council may, by bye-law, authorise persons or classes of persons where no National Class Association exists to be members of the International IOM Class Association upon such terms and conditions as the Council determine.

4. ELIGIBILITY

4.1 Any country may, upon application to the Hon Secretary of the World Council, be granted a charter as a National Class Association provided it satisfies the following requirements of membership to the World Council:

- (a) that it has formed a duly constituted National Class Association, recognised by their country's National Authority, for the development of racing IOMs within the country;
- (b) that there are not less than (4) four IOMs registered in that country;
- (c) that it has a duly elected committee, including such officers as it shall determine necessary and requisite, and,
- (d) that there is no other IOM Class Association in their country already accredited to the World Council.

5. NATIONAL APPLICATIONS FOR WORLD COUNCIL CHARTER

5.1 Each application to the Honorary Secretary of the World Council for a charter shall include a copy of their Class Association Rules, together with a current list of the members of that Class Association and the IOMs registered within that Class Association.

5.2 Shall appoint a National Class Secretary who shall be the only official channel of communication with the World Council and whose address will be the official address of that National Class Association until the World Council Secretariat is advised, in writing, by that Class Association of any change of Council member and or address.

5.3 Each application shall be accompanied by a registration fee in such amount as shall from time to time be fixed by the by-laws enacted by the Council in accordance with the provisions of this Constitution.

5.4 The members of the World Council shall be bound by this Constitution, and duly enacted amendments thereto and shall comply with all resolutions and regulations made in accordance with this Constitution. National Class Associations (or National Class Secretaries where none exist) shall use their best endeavours to ensure that individual members also comply with such resolutions and directions.

5.5 A member shall cease to be a member during any period in respect of which it or he has not paid its or his subscription or other monies due to the World Council or upon receipt of notice of its or his resignation by the Executive Committee. Such membership may be renewed with immediate effect by payment of outstanding dues or other monies owing to the Council.

6. GOVERNANCE

6.1 The International One Metre Class Association shall be governed by its World Council and its affairs and property shall be managed and administered on an ongoing basis by its Executive Committee in accordance with:

- (a) the provisions of this Constitution and any Regulations passed under this Constitution,
- (b) any policies for the operation of the Association determined by the World Council
- (c) or any directives or guidelines established by the World Council.

7. WORLD COUNCIL

7.1 The World Council shall consist of the members of the Executive Committee and of one Representative of each member National Class Association (or National Class Secretary where none exists).

7.2 A meeting of the World Council shall be held annually in such physical place and time as the Executive Committee may consider most convenient to the majority of the members, or by electronic linkage. Much of the work of the World Council, including its annual meeting, may be conducted on the world wide web. This meeting shall:

- (a) Receive the result of postal ballots. Receive the result of web based ballots
- (b) Receive from the Executive Committee, and approve, a statement of accounts for the preceding accounting year, forecast accounts for the current year, and a budget for the next year.
- (c) Receive and decide on resolutions submitted in accordance with 7.4.

7.3 A Special meeting of the World Council shall be called by the Honorary Secretary if:

- (a) The Executive Committee so resolves and in accordance with that resolution, or
- (b) forthwith upon (but not less than 6 weeks after) receiving the written request of not less than 60% of the National Class Associations affiliated to the ICA (which request shall also specify any resolution which the members concerned wish to propose at the meeting).

7.4 Resolutions to the World Council shall only be submitted by a National Class Association (or National Class Secretary where none exists) or a member of the World Council.

7.5 At least 8 weeks written notice shall be given of any World Council Meeting by the Executive Officer to the members of the World Council, together with a copy of the agenda for the meeting and of any resolutions which are to be proposed at the meeting. The Executive Officer shall give such notice of (and only of) such resolutions as have been specified to him in writing 10 weeks before the meeting at which they are to be proposed.

7.6 The chairman at meetings of the World Council shall be the President, or in his absence, a Vice-President. If neither the President or any Vice-Presidents are present/accessible on the www, the meeting shall elect a chairman.

7.7 Nominations for officers may only be made by a National Class Association (or National Class Secretary where none exists) except as provided by 7.8.

7.8 Nominations for the officers standing for election must be received in writing by the Honorary Secretary ten weeks before the annual meeting of the World Council, provided that if there are not nominations for all the available posts the outgoing Executive Committee may make such additional nominations as are necessary in order to fill all available posts.

7.9 At any World Council meeting only resolutions of which notice has been given in accordance

with this Constitution may be proposed and no amendments thereto shall be permitted, unless the amendment is accepted by the proposers of the resolution.

7.10 Proposals for amending the Constitution and Class Rules shall be by special resolution to a meeting of the World Council.

7.11 Four (4) weeks before the meeting of the World Council member National Class Associations (or National Class Secretaries where none exists) should certify in writing or written electronic communication, by boat number and owners name the number of registered IOMs that Class Association or NCS represents.

7.12 Only member National Class Associations (or National Class Secretaries where none exists) and the members of the Executive Committee shall be entitled to vote at a meeting of the World Council. The number of votes to be cast by National Class Associations in any ballot in meetings of the World Council shall be in accordance with the number of boats registered in its country as follows:

1 - 4 boats	1 vote	5 - 19 boats	2 votes	20 - 49 boats	
	3 votes				
50 -74	4 votes	75 - 99	5 votes	100 - 124	6 votes

And pro rata for each additional 25 owners registered with the ICA

Elected Members of the Executive Committee shall have one vote each.

7.13 Voting at World Council meetings shall (unless otherwise stated by this constitution) be by simple majority of the votes cast. In the event of a tied vote the President shall have a casting vote. If the President is absent from the meeting the Chairman of the meeting shall have a casting vote.

7.14 The quorum at World Council meetings shall be 40% of the member National Class Associations (or National Class Secretaries where none exist), represented in person or by proxy, who shall be from at least two Continents and who are entitled to vote at the meetings.

7.15 A member National Class Association (or National Class Secretary) may not vote proxies.

7.16 A special resolution shall be passed at a World Council meeting only if 2/3rds or more of the votes cast are in its favour.

8. OFFICERS

8.1 The World Council of the International IOM Class Association shall have the following officers:

- (a) President
- (b) 2 Vice Presidents, ideally from at least two continents
- (c) Honorary Secretary
- (d) Honorary Treasurer
- (e) Chairman of Technical Committee

8.2 The President, Vice Presidents, Honorary Secretary, Honorary Treasurer and Chairman of Technical Committee shall be members of the Association or of one of its member National Class Associations, and all except the Chairman of the Technical Committee shall be elected by the World Council by postal ballot or written electronic communication for a term of two years. Any retiring officer shall be eligible for re-election provided that he has not served more than 8 consecutive years in that office.

8.3 The World Council may pass Regulations to provide for the method of election of all officers.

8.4 The Chairman of the Technical Committee shall be appointed by the Executive Committee on an annual basis, but with no fixed limit to the period of office.

8.5 A person who is a member of or employed by a commercial undertaking involved with the IOM Class may be elected to any Office within the International Class Association, provided such

interest is declared in writing to the World Council prior to election.

9 THE EXECUTIVE COMMITTEE

9.1 The Executive Committee shall consist of the following:

- (a) President
- (b) 2 Vice Presidents, from at least two continents
- (c) Honorary Secretary
- (d) Honorary Treasurer
- (e) Chairman of the Technical Committee

9.2 Each member of the Executive shall have only one vote except that the President or acting chairman shall only have a vote in the event of a tie vote of the Executive Committee and the Chairman of the Technical committee shall not have a vote.

9.3 In the event that vacancies occur on the Committee between meetings of the annual World Council.

(a) If a vacancy occurs in any of the posts of President, Vice Presidents, Honorary Secretary or Honorary Treasurer, the remaining members of the Executive Committee shall forthwith appoint one of their number or a person co-opted in accordance with (b) to fill the vacancy and the remaining members of the Committee may, but shall not be obliged to, co-opt such member or members as they shall consider fit to fill any vacancy.

(b) Members so co-opted or appointed shall remain in office until the next meeting of the annual World Council.

10. EXECUTIVE COMMITTEE MEETINGS

10.1. Executive Committee meetings shall be held electronically on such occasions and times at such places as are either called by the President or decided by previous meetings of the committee.

10.2 The Honorary Secretary shall give at least 3 weeks notice of such meetings, unless 75% of the voting member of the committee give their prior consent to a reduced notice period.

10.3 A quorum shall be 4 voting members of the Committee.

10.4 The President shall chair all meetings at which he is present. At meetings where the President is not present a Vice President if present shall chair, otherwise the meeting shall elect a chairman from among themselves.

10.5 Resolutions at Executive Committee Meetings shall be passed by a simple majority of the voting members of the Committee present and voting. In the event of a tied vote the chairman of the meeting shall have a casting vote.

10.6 The Executive Committee is authorised to utilise for meetings telephonic communications (eg Video Conferencing) only providing all participants can hear and participate in all communications.

10.7 The Executive Committee may delegate to any one or more of its members such powers and duties as it shall determine for special purposes for a limited period.

11 TECHNICAL COMMITTEE

11.1 The World Council will appoint a Technical Committee consisting of a Chairman plus 2 other members.

11.2 The function of the Technical Committee is

- (a) To advise the World Council and Executive committee on any technical matters relevant to the Class.
- (b) To investigate any query by a boat owner regarding the one design or specifications of boats in this class, and to report to the Executive Committee.
- (c) To ensure that the boats used in World and Continental Championships and major regattas comply with the Class Rules.

(d) The TC may from time to time propose amendments to the Class rules. The final draft wording of any such proposals shall be passed to the WC and they shall organise a ballot in accordance with clause 7.12 of this constitution.
If passed the relevant section of the Class rule may be amended at any time in the future decided by the World Council, but not less than 90 days after the cut-off date of the ballot.

12. FINANCIAL MATTERS

12.1 The association shall be funded by

- (a). Subscriptions from National Class Associations (or from National Class Secretaries where none exist)
- (b) Television rights of international events in accordance with ISAF regulations.
- (c) A share of the Entrance Fee of World and Continental Championships, negotiated between the Executive Committee and the Organisers of the event.
- (d) Any other revenue negotiated and accepted by the Executive Committee.

12.2 The Association's subscription years shall run from 1 January to 31 December.

12.3 The amount to be paid as subscriptions to the International IOM Class Association shall be decided by the World Council.

12.4 Member National Class Associations (or National Class Secretaries where none exist) shall pay a fee for each paid up member/owner of their Association. The amount of the fee per member shall be decided by the World Council, and the total payable shall be for all members declared on January 1st annually.

12.5 All other fees, such as those for approval of events, professional or other, or for services provided at events, shall be decided by the Executive Committee.

13 EXPENSES

13.1 A budget for expenses shall be agreed each year by the World Council, and expenses shall be reported under a separate heading in the Annual Accounts.

13.2. The reasonable (non-travel) expenses of the Officers and other members of the Executive Committee in complying with their obligations and exercising their powers under these rules may be payable out of the funds of the Association on application to the Executive committee. The intent of the International One Metre Class Association is to eliminate the need for officers and other members of the executive committee to travel to meet their obligations and to exercise their powers under these rules by providing electronic infrastructure to carry out the business of the IOM ICA.

14 ACCOUNTS

14.1 The Executive Committee shall cause annual accounts to be prepared for each year which truly and fairly show the Association's capital and its income and expenditure.

14.2 The fiscal period of the World Council shall be 1 January to 31 December each year unless changed by resolution of the World Council.

14.3 A single copy of the accounts for the latest complete fiscal period shall be sent by the Executive Officer to each member National Association (or National Class Secretary where none exists) with the notice of the Annual meeting of the World Council.

15 NOTICE

15.1 Where under this Constitution the Honorary Secretary is required to give written notice to any person or body, such notice shall be deemed for the purposes of this Constitution to have been given if it is given by post or written electronic communication and so that:
(a) If it is given by post it shall be deemed to have been given on the 14th day after the Honorary Secretary shall have posted such notice by first class or air post to the person or body concerned at the address given for such person or body in the records of the Association whether or not it shall in fact have been received by the person or body concerned within that time or at all;

(b) If it is given by written electronic communication it shall be deemed to have been given 24 hours after the Honorary Secretary has successfully dispatched the written electronic communication whether or not it shall in fact have been received by the person or body concerned within that time or at all.

(c) Provided that the Honorary Secretary shall only be entitled to give notice to a person or body by way of written electronic communication if that person or body shall have provided (and not withdrawn) the address or number for the electronic communication to the World Council.

15.2 The Honorary Secretary shall keep a register of such notices, which shall include evidence that the notice has been sent.

16 SUSPENSION AND REMOVAL FROM MEMBERSHIP

16.1 A member, or individual member of a National Class Association, may be suspended from membership by the Executive Committee only after a hearing protecting his rights to due process including a mutual exchange of evidence prior to the hearing.

16.2 A member may be suspended for the following reasons:

- (a) Committing an unlawful act in relation to the Association or one of its members, or
- (b) For any unsportsmanlike conduct contrary to the interest of the members of the association, or
- (c) For intentional violation of Class Rules.

16.3 A member National Class Association (or National Class Secretary where none exists) shall apply any such suspension to any of its individual members so suspended

16.4 A member shall not be entitled to any return of any or any part of his subscription in respect of any period for which he shall be suspended or removed from membership.

17 AMENDMENTS

17.1 This Constitution may only be amended by a special resolution for which notice has been duly given and which is duly proposed and passed at a World Council meeting pursuant to the terms and conditions of this Constitution and ISAF.

18 LIMITATIONS

In the execution of their powers and duties under this constitution no officer or other member of the Executive Committee shall be liable for any loss to any of the members or former members of the World Council or to the assets of the World Council by reason of any mistake or omission made in good faith by him or any other officer or member of the Executive Committee or for any other matter other than willful and individual wrongdoing omission or fraud on the part of the person who is sought to be made liable.

19 DISSOLVING THE ASSOCIATION

19.1 If the total membership falls below 100 individual owners spread between any number of NCA's, the Association may be dissolved on a majority vote by the members of the World Council acting alone.

19.2 In such circumstances the nett funds of the Association after payment of all outstanding shall be divided between those NCA's (or NCS's where none exist) in good standing at the time and date of the vote, and in proportion to the number of their indivual members.

20 PROPER LAW AND JURISDICTION

20.1 The proper law of the International IOM Class Association and World Council shall be English law and this Constitution shall be construed, take effect and be enforced accordingly.

20.2 The decision of the Executive Committee shall be final in matters of the management of the World Council and only if the actions or decisions of the Executive Committee are not disputed formally in writing by any member or group of members of the World Council. The decision of the World Council shall be final, subject to the judgement of a court of proper jurisdiction in the circumstances applying English law as provided in Article 19.1.