



# INTERNATIONAL *49er* CLASS ASSOCIATION CONSTITUTION

## **PREAMBLE:**

Where "49er Class" is used below it shall be deemed to include both the 49er and 49erFX sailboats. Where "49er" is used below it shall be deemed to mean the 49er sailboat. Where "49erFX" is used below it shall be deemed to mean the 49erFX sailboat.

## **1 NAME**

1.1 The name of the Association shall be the "International 49er Class Association". The Association shall be responsible for both the 49er and 49erFX sailboats.

## **2 OBJECTS**

2.1 The objects of the Association are:

- (a) to promote and develop 49er Class racing under uniform rules throughout the world.
- (b) to provide a structure for class management and for the exchange of information among 49er Class sailors to enhance the enjoyment of these sailboats.

2.2 In furtherance of other events with international participation the Association shall:

- (a) encourage 49er Class sailing in all countries and have all sailors register as members with the Association.
- (b) where appropriate encourage the formation of, and provide support to, National Class Associations.
- (c) ensure that World and Continental Championships are held in appropriate locations and to proper standards, and shall oversee such events.
- (d) approve other events of International impact on the 49er Class and ensure they are held to proper standards.



- (e) promulgate and review the 49er Class Rules in association with the Copyright Holders.
- (f) wherever applicable, the Association is subject to the regulations of the World Sailing and the 49er Class Rules. The Association shall endeavor to carry out and respect the same.

### **3 MEMBERSHIP**

- 3.1 To be eligible to race in any International 49er Regatta both helm and crew, individually, shall be a member of the Association.
- 3.2 A member shall cease to be a member during any period in respect of which it/he/she has not paid their subscription or other monies due to the Association or upon receipt of notice of their resignation by the Executive Committee. Such membership may be renewed with immediate effect by payment of outstanding dues or other monies owing to the Association.

### **4 ELIGIBILITY to Form a National Class Association**

- 4.1 Any country may, upon application to the President, 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, recognized by their country's Member National Authority (MNA), for the development of racing 49er and 49er FX sailboats within the country;
  - (b) that there are not less than (10) ten 49er and 49erFX sailboats registered annually 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 Association in their country already accredited to the World Council.
- 4.2 If a National 49er Class Association is not formed in any country then the World Sailing Member National Authority will become the official point of contact for the 49er class in that country.

### **5 NATIONAL APPLICATIONS FOR WORLD COUNCIL CHARTER**



- 5.1 Each application to the President for a charter shall include a copy of their National Class Association Rules, together with a current list of the members of that National Class Association.
- 5.2 Each National Class Association shall appoint a council member who shall be the only official channel of communication with the World Council and whose address shall be the official address of that National Class Association until the World Council Secretariat is advised, in writing, by that National 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 World Council in accordance with the provisions of this Constitution.

## **6 GOVERNANCE**

- 6.1 The 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 nation that has registered financial members with the Association. Where a National Class Association is established the Representative shall be a nominee of that National Class Association.
- 7.2 The members of the World Council and all members of the Association 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 shall use their best endeavors to ensure that individual members also comply with such resolutions and directions.
- 7.2 The Annual General Meeting ("AGM") of the World Council shall be held annually in such place and time as the Executive Committee may consider most convenient to the majority of the members. This meeting shall:

- (a) receive the result of postal/electronic ballots.
  - (b) receive any reports from the Executive Committee with respect to any matters that impact the Association
  - c 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.
  - d receive and decide on resolutions submitted in accordance with 7.4.
- 7.3 An Extraordinary General Meeting (“EGM”) of the World Council shall be called by the President.
- (a) if 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 15 members (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 members of good standing (a member who has been a member of the Association for greater than one year) or a member of the World Council.
- 7.5 At least 4 weeks written notice shall be given of any World Council Meeting by the President 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 President shall give such notice of (and only of) such resolutions as have been specified to him in writing 6 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 nor any Vice-Presidents are present, the meeting shall elect a Chairman.
- 7.7 Nominations for Officers of the Association and for the Executive Committee may only be made by members of good standing except as provided by 7.8.
- 7.8 Nominations for the Officers of the Association and for the Executive Committee standing for election must be received in writing by the President six weeks before the AGM. If there are no 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 this Constitution and Class Rules shall be by special resolution to a meeting of the World Council.
- 7.11 Eight ( 8) weeks before a meeting of the World Council member National Class Associations should certify in writing or written electronic communication, the number of members that National Class Association represents.
- 7.12 Only those members as per 7.1 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 each Nation in any ballot in meetings of the World Council shall be in accordance with the number of 49er members and 49erFX members registered with the International Class Association for its country as follows:

1 to 10	49er sailors	-	1 vote
11 to 50	49er sailors	-	2 votes
51+	49er sailors	-	3 votes
1 to 10	49erFX sailors	-	1 vote
11 to 50	49erFX sailors	-	2 votes
51+	49erFX sailors	-	3 votes

Members of the Executive Committee shall have two votes each.

- 7.13 Voting at World Council meetings shall (unless otherwise stated by this constitution) shall fall into 3 categories:
- a) 49er Class Items
  - b) 49er Items
  - c) 49erFX Items.

Each submission shall be categorized by the President according to where the primary impact of the submission falls. Each Nation's votes will be determined according to the table above and shall only count votes of the categorized discipline should an item be categorized as 49er or 49erFX respectively. 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 World Council, 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 special resolution shall be passed at a World Council meeting only if 2/3rds or more of the votes cast are in its favour.
- 7.16 In the event of the World Council passing a resolution which in the reasonable opinion of Copyright Holder is contrary to the business interests of the Copyright Holder and the Builders, the Copyright Holder may request the resolution be referred to the Executive Committee of the World Sailing for binding arbitration or to such other body selected by World Sailing with agreement of the parties.

## **8 OFFICERS**

- 8.1 The World Council of the International 49er Class Association shall have the following officers:
- (a) President
  - (b) Vice Presidents – 49er
  - (c) Vice Presidents – 49erFX
  - (d) Chief Financial Officer
  - (e) Chairman of Technical Committee
  - (f) Honorary President(s) (Non-Voting)
- 8.2 The President, Vice Presidents, and Chief Financial Officer shall be members of the Association, and 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/she has not served more than 8 consecutive years in that office, with the exception of the Chairman of the Technical Committee.
- 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 for a term of 3 years, but with no fixed limit to the period of office.

## **9 THE EXECUTIVE COMMITTEE**

- 9.1 The Executive Committee shall consist of the following:

- (a) President
  - (b) 2 Vice Presidents – 49er
  - (c) 2 Vice Presidents – 49erFX
  - (d) Chief Financial Officer
  - (e) 1 representative appointed by the 49er Copyright Holder  
1 representative appointed by the FX Copyright Holder  
1 representative appointed by the licensed 49er Builders
  - (f) Chairman of the Technical Committee
- 9.2 Each member of the Executive Committee 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 shall occur on the Executive Committee between AGM's:
- (a) in the event that a vacancy occurs in any of the posts of President, Vice Presidents or Chief Financial Officer 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 Executive 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 AGM.
- 9.4 The Executive Committee may appoint any sub-committees, and co-opt any person to such sub-committee as may be required from time to time to investigate any matters of interest to the Association.
- 9.6 The Vice Presidents – 49er and Vice Presidents – 49erFX may both appoint sub-committees, and in conjunction with the Executive Committee, to investigate any matters of interest to the 49er and 49erFX respectively. A Vice President shall be the Chairman and Reporting Party for such subcommittees respectively.

## **10 EXECUTIVE COMMITTEE MEETINGS**

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

- 10.2 The President shall give at least 3 weeks' notice of such meetings, unless 75% of the voting members of the Executive Committee give their prior consent to a reduced notice period.
- 10.3 4 voting members of the Committee shall form a quorum.
- 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 authorized to utilize for meetings electronic/telephonic communications 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 shall appoint a Technical Committee consisting of a Chairman, a representative of the 49er Copyright Holder, a representative of the FX copyright holder, 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 Association.
  - (b) in conjunction with the Technical Department of the World Sailing, to ensure that the One Design control of the Association is properly exercised by the builders and suppliers in accordance with the Manufacturing specifications and Handbook.
  - (c) to investigate any query by a member regarding the one design or specification of their boat, and to report to the Executive Committee.
  - (d) to consult with the Copyright Holders on any development of the boat or equipment deemed to be desirable as a result of sailing experience.





- (e) to ensure that the boats used in World and Continental Championships and major regattas comply with the Class Rules.

## **12 FINANCIAL MATTERS OF THE ASSOCIATION:**

12.1 The Association shall be funded by:

- (a) subscriptions from National Class Associations and individual members.
- (b) a share of the building fee paid on each boat.
- (c) a share of the fee paid on each sail manufactured.
- (d) television rights of international events in accordance with ISAF regulations.
- (e) a share of the Entrance Fee of World and Continental Championships, negotiated between the Executive Committee and the Organizers of the event.
- (f) 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 Association shall be decided by the World Council.

12.4 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 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.

## **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 copy of the accounts for the latest complete fiscal period shall be sent by the President along with the notice of the AGM.

## **15 NOTICE**

- 15.1 Where under this Constitution the President 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 7th day after the President 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 President 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 President 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 President 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 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:



- (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 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 the World Sailing.

## **18 LIMITATIONS**

18.1 The Officers and Executive Committee shall not be obliged to do any of the things required of them by these rules if the World Council shall not reasonably be expected to be in funds sufficient to pay their reasonable cost and expenses by the time these costs and expenses are estimated to come due.

18.2 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 PROPER LAW AND JURISDICTION**

19.1 The proper law of the International 49er Class Association and World Council shall be English law and this Constitution shall be construed, take effect and be enforced accordingly.

- 19.2 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 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.