

## **CONSTITUTION**

The constitution is divided into the following sections:

1. Names and Objects
2. Terms and Definitions
3. Officers
4. Membership
5. Management Committee
6. Meeting of the National Association
7. Dissolution of the National Association

### **SECTION 1 - NAME AND OBJECTS**

1. The name of the class association shall be The International ILCA UK Class Association (“the UKLA” or “Association”). Which covers the 3 classes of ILCAs, being 7, 6 and 4.
2. The objects for which the Association is formed are to promote and facilitate the interests of the ILCA Class and to represent the interests of owners of ILCA Class boats as follows:
  - (a) to keep members informed of developments concerning the International ILCA Class and any proposals concerning Class Rules;
  - (b) to organise Championships, Qualifiers and to co-ordinate the programme for other races and sailing for the ILCA Class;
  - (c) to encourage National and International competition in the United Kingdom for the ILCA Class;
  - (d) to negotiate with the International ILCA Class Association (ILCA) and European International ILCA Class Association (Eurilca) on any matters relating to the ILCA Class;
  - (e) to promulgate information on technical development within the ILCA Class;
  - (f) to promote the maintenance of the one-design character of the ILCA Class; and
  - (g) to encourage and foster the enjoyment of the sporting and recreational aspects of sailing.

### **SECTION 2 - TERMS AND DEFINITIONS**

3. The following expressions shall have the associated meanings:
  - (a) The ILCA shall mean the strict one-design dinghy known by the name ILCA 7, 6, and 4.

- (b) "The Class Rules" refer to the Fundamental Rule (Part One) in the International ILCA Class Association Rules relating to specification, construction and measurement controls of the Class as defined in the World Sailing Equipment Rules of Sailing and governing the building of each ILCA class boat.
- (c) "The Committee" shall mean the Committee of the National Association, consisting of elected and co-opted committee members.
- (d) "The International Association" shall mean the International ILCA Class Association, ILCA, formed to control the affairs of the ILCA Class throughout the world. EurILCA shall mean the European ILCA Class Association.
- (e) "Measurement Certificate" shall mean a certificate as defined in the World Sailing Equipment Rules of Sailing to be issued and recording those items recommended by World Sailing including:
  - (i) Record of Origin issued by a Licenced builder;
  - (ii) The fact that such ILCA Class boat originally complied with the Class Rules in completion of construction, together with such particulars as may be required by the Class Rules.
- (f) "The National Association" shall mean the International ILCA UK Class Association (UKLA).
- (g) "The National Association Rules" shall mean these rules governing the conduct of the National Association.
- (h) "The National Class Secretary" shall mean the Secretary of the National Association.
- (i) "The Sail Number" shall mean the Sail Number allocated to the boat.

### **SECTION 3 - OFFICERS**

4. The Honorary Officers of the National Association shall be Full Members of the National Association and shall consist of a:

Chairman, Vice-Chairman, Treasurer, Measurer, Sailing Secretary and Training Officer. They shall be elected each year and shall hold office for one year, retiring at the end of their year in office. All Officers of the National Association shall be eligible for re-election. Additional Officers may, from time to time, be determined by the Committee for the efficient management and operation of the Association; these together with up to 11 members of the Association shall form the Committee.

The Committee shall be entitled to appoint a Secretary or such other official as may be required for the efficient management and operation of the Association.

5. Duties of Secretary:

- (a) Keep a register of National Association members' names and addresses;
- (b) Conduct the correspondence of the National Association;
- (c) Keep custody of all National Association documents;
- (d) Keep full minutes of all meetings of the National Association and the Committee, which shall be confirmed by the appropriate Chairman upon the agreement of the National Association or the Committee at the next following meeting of the National Association or the Committee, as appropriate. Post minutes on the UKLA website;
- (e) Administer such insurance policy or policies as may be needed fully to protect the interests of the National Association, its Officers and its members;
- (f) Communicate relevant decisions of the Committee to the National Association, to the secretariat of the International Association and, when directed by the Committee, non-members of the National Association;
- (g) Maintain any such certificates or registrations, and complete any such non-financial returns, as may be required by law.

6. Duties of Treasurer:

- (a) Cause such books of account to be kept as are necessary to give a true and fair view of the state of finances of the National Association.
- (b) Cause all returns as may be required by law in relation to such accounts to be rendered at the due time.
- (c) Make such payments on behalf of the National Association as the Committee shall direct.
- (d) Prepare an annual financial statement each year and cause such financial statement to be reviewed at least once annually and shall thereafter cause the same to be sent to all members of the National Association at least 14 days before the date of the Annual General Meeting.
- (e) Present the annual financial statement to the National Association at its Annual General Meeting.

7. The Auditors shall:

- (a) Be appointed at the Annual General Meeting in each year and shall be two appropriately experienced/qualified members of the Association, other than the Treasurer or Committee members, or external auditors;
- (b) Review the accounts of the National Association when called upon to do so and shall give such certificate of assurance as to the accuracy of the said accounts as shall be required by law or by the Committee;

- (c) If either unwilling or unable to act, inform the Committee who shall appoint a substitute to hold office until the termination of the next Annual General Meeting.

#### **SECTION 4 - MEMBERSHIP**

8. There shall be the following categories of membership with power to vote at all meetings of the National Association as indicated hereunder.

**A FULL MEMBER** – defined as any individual interested in the ILCA Class who pays an Annual Subscription for that right. He/she shall have one vote.

**FAMILY MEMBERSHIP** – can be given to Full Members who are part of the same family and who reside at the same address. Each Family Member has the rights of a Full Member and, if voting, must do so individually. Family members being 18 years old or less on the year of the AGM, shall have the rights of a Full Member, except that he/she shall not be eligible for nomination as a Committee member. The subscription for annual membership shall be the full subscription for the first Full Member of the Family, with a reduced rate for each subsequent family member.

**JUNIOR MEMBER** – being 18 years old or less on the year of the AGM, shall have the rights of a Full Member, except that he/she shall not be eligible for nomination as a Committee member.

The following categories of membership have no power to vote:

**TEMPORARY MEMBER** – Where the Association is the Organising Authority of an event, only Full Members, Junior Members or those covered under a Family Membership will be eligible to participate. Temporary Membership, which will be valid for three days only, may be offered to participants on the understanding that they will apply for permanent membership of the UKLA at a later date. Temporary Membership will not be permitted for the National Championships and has no votes.

**OVERSEAS MEMBER** – current members of the Laser Class Associations of other countries are permitted to enter events where the Association is the Organising Authority, however, they have no votes.

**AN HONORARY LIFE MEMBER** – may be conferred on any person not, for the time being, actively racing a Laser and on any person whose membership would be considered by the Committee to be beneficial to UKLA. They shall be entitled to attend and speak at any general meeting of the National Association but shall have no vote.

9. Membership of the Association is for one year only and must be renewed each year. The Association's subscription year will run from 1<sup>st</sup> January to 31<sup>st</sup> December, and the annual subscription for full membership will become due on 1<sup>st</sup> January each year.

The rate of annual Subscription Fee for each category of membership of the National Association shall be proposed by the Committee to the members and voted on accordingly and shall become operative on the first day of January in the year following.

10. Provided that a member applied after the first day of June in any year they shall pay half the annual Subscription Fee applicable for that year. A member who applies after the first day of November in any year shall not be required to pay any Subscription Fee in respect

of their first year of membership, but they shall pay, on renewal, the annual Subscription Fee in respect of the year following.

11. Every member shall furnish the Honorary Secretary with an up-to-date address (including email address) which shall be recorded in the register of members of the National Association and any notice sent to such address as shall be deemed to have been duly delivered.

### **Membership**

12. An application for membership shall be in the form prescribed by the Committee and shall include the name and address of the candidate and, in the case of Honorary Life Members, a Proposer and a Secunder, one of which shall be a Committee member.
13. The selection of Honorary Life Members is vested in the Committee and may be delegated to the Secretary.

### **Conduct of Members**

14. Every member is deemed to have notice of, and undertakes to comply with, this Constitution and its supporting documents.
15. Any breach of point 14 or any conduct which, in the opinion of the Committee, is either unworthy of a member or otherwise injurious to the interests of the National Association shall render a member liable to disciplinary action by the Committee, which may include expulsion or suspension of membership.

Before taking such disciplinary action against a member, the Committee shall call upon such member for a written explanation of the member's conduct and shall give the member full opportunity of making explanation to the Committee or of resigning.

A Resolution to apply any sanction shall be carried by a simple majority vote by those members of the Committee voting on the Resolution.

Upon expulsion, the former member shall not be entitled to have any part of the annual membership fee refunded and must return any National Association or external body's trophies held forthwith.

16. A member shall not knowingly remove, injure, destroy or damage any property of the National Association and shall make restitution for the same if called upon to do so by the Committee or by the Honorary Secretary upon the instructions of the Committee.

### **SECTION 5 - MANAGEMENT COMMITTEE**

17. The affairs of the National Association shall be managed by the Committee. The Committee shall consist of the Officers and not less than 4 or more than 11 Full Members (who have attained the age of 18 years) who are elected each year.
18. A Committee member may stand for re-election for 5 years, giving a total term of 6 years. In exceptional circumstances, a further 3 years' service is acceptable.
19. Candidates for election to the Committee shall be those members of the retiring Committee eligible to offer themselves for re-election and such other Full Members whose

nominations (duly proposed and seconded in writing by Full Members of the National Association) with their consent shall have been received by the Honorary Secretary at least 28 days before the date of the Annual General Meeting in each year. Such nominations, together with the names of the Proposer and Secunder, shall be sent to the members of the National Association at least 14 prior to the date of the AGM.

20. If for any reason, a casual vacancy shall occur, the Committee may co-opt a Full Member to fill such vacancy until the next AGM.
21. The Committee shall meet at least every three months, making such arrangements as the conduct, place of assembly and holding of such meeting as it may wish. The Chairman, or in their absence a chairman elected by those present, shall preside. A meeting shall not require all persons to be physically present in the same venue provided all persons attending can participate in the meeting.
22. Voting (except in the case of a resolution relating to the expulsion of a member) shall be verbal. In the case of equality of votes, the Chairman shall have a second and casting vote.
23. 5 members attending shall form a quorum at a meeting of the Committee.

#### **Powers of the Committee**

24. The Committee shall manage the affairs of the National Association according to the National Association Rules and shall cause the funds of the National Association to be applied solely to the objects of the National Association or for a benevolent or charitable purpose nominated by the National Association in general meeting.
25. The Committee may appoint such sub-committees as it may deem necessary and may delegate such of its powers as it may think fit upon such terms and conditions as shall be deemed expedient and/or required by the law. Such sub-committees shall consist of such members of the Committee or of the National Association as the Committee may think fit. Officers of the National Association shall be ex-officio members of all such sub-committees.
26. A member of the Committee, of a sub-committee or any officer of the National Association, in transacting business for the National Association, shall disclose to third parties that he is so acting.
27. The Committee, or any person or sub-committee delegated by the Committee to act as agent for the National Association or its members, shall enter into contract only as far as expressly authorised, or authorised by implication, by the members. No one shall, without the express authority of the membership in general meeting, pledge the credit of the membership.
28. In pursuance of the authority vested in the Committee by members of the National Association, members of the Committee are entitled to be indemnified by the members of the National Association against any liabilities properly incurred by them or any one of them on behalf of the National Association wherever the contract is of a duly authorised nature or could be assumed to be of a duly authorised nature and entered into on behalf of the National Association.

The limit of any individual member's indemnity in this respect shall be a sum equal to one year's subscription at the then current rate of that category of membership, unless the Committee has been authorised to exceed such limit by a general meeting of the National Association.

## **SECTION 6 - MEETINGS OF THE NATIONAL ASSOCIATION**

29. An Annual General Meeting of the National Association shall be held each year before the last day of September on a date to be fixed by the Committee. The Honorary Secretary shall at least 14 days before the date of such meeting deliver to each member notice hereof and of the business to be brought forward thereat.
30. No business, except the passing of the Accounts and the election of the Officers, Committee and Auditors, and any business that the Committee may order to be inserted in the notice convening the meeting, shall be discussed at such meeting unless notice thereof be given in writing by a member entitled to vote to the Honorary Secretary at least 42 days before the date of the AGM.
31. The Committee may at any time, upon giving 21 days' notice in writing, call a Special General Meeting of the National Association for any special business; the nature of which shall be stated in the summons convening the meeting, and the discussion at such meeting shall be confined to the business stated in the notice sent to members.
32. The Committee shall call a Special General Meeting upon a written request addressed to the Honorary Secretary by at least 5% of Members. The Committee shall give 21 days' notice in writing of any such Special General Meeting. The discussion at such meeting shall be confined to the business stated in the notice sent to members.
33. The Committee may seek the decision of the membership at any time and on any subject it chooses through an electronic vote. Such electronic voting may also be used for AGMs or SGMs.
34. At every meeting of the National Association, the Chairman (or, in their absence, a chairman elected by those present) shall preside.
35. 15 members entitled to vote and personally present shall form a quorum at any meeting of the National Association.
36. Only Full and Family Members shall vote at any meeting of the National Association. Other members may attend and speak but are not entitled to vote.
37. Voting shall be by show of hands or electronic vote.
38. In the case of an equality of votes, the Chairman shall have a second or casting vote, on any matter other than the election of members of the Committee.
39. On any resolution properly put to a meeting of the National Association relating to the creation, repeal or amendment of any Class Rule, such resolution shall not be adopted except by a majority vote of at least two-thirds of those present and entitled to vote.

## **SECTION 7 - DISSOLUTION OF THE NATIONAL ASSOCIATION**

41. If, upon the winding up or dissolution of the Association, there remains after the satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid to or distributed amongst the members of the Association. The Committee shall dispose of the net assets remaining to one or more of the following:
- (a) to another organisation with similar sports purposes which is a charity and/or
  - (b) to the sport's national governing body for use by it for related community sports.