



INTERNATIONAL NACRA 15 CLASS ASSOCIATION

Draft CONSTITUTION

(version: June 2021)

Subject to approval by World Sailing

1. NAME

- 1.1 The name of the Association shall be the "International Nacra 15 Class Association" and also entitled with the abbreviation "IN15CA."

2. OBJECTIVES

- 2.1 The objectives of the International Nacra 15 Class Association are:
- (a) To promote and develop Nacra 15 class racing under uniform rules throughout the World.
 - (b) To provide a structure for class management and the exchange of information among Nacra 15 sailors to enhance the enjoyment of these performance multihulls.
 - (c) To encourage a healthy, lifelong fascination and passion for sailing and its positive attributes.
 - (d) To encourage a high standard and regard to sportpersonship, Global citizenship and environmental sustainability.
- 2.2 In furtherance of additional events with international participation the IN15CA will:
- (a) Encourage the formation of National Nacra 15 Class Associations (NN15CA) in all countries where boats are raced. These NN15CA may also represent different classes of the Nacra Brand.
 - (b) Ensure that World and Continental Championships are held in appropriate locations to proper standards, and shall oversee such events.
 - (c) Approve other events of International impact on the Nacra 15 Class and ensure they are held to proper standards.
 - (d) Distribute and review the class rules in association with Nacra the Copyright Holder and World Sailing.

- (e) Wherever applicable the International Nacra 15 Class Association is subject to the regulations of World Sailing and the Nacra 15 Class Rules. A National Nacra 15 Class Association shall endeavour to carry out and respect the same.

3. MEMBERSHIP

3.1 IN15CA membership shall be:

- (a) **Membership** shall be open to anyone with an active interest in the Nacra 15 who has paid the annual subscription.
- (b) To be eligible to race in any International Nacra 15 Class Association regatta, both helm and crew, individually, shall be a **Sailing Member** of the International Nacra 15 Class Association, and a World Sailing Sailor ID number.

3.2 A Member shall cease to be a member during any period in respect of which he / she has not paid their subscription or other monies due to the IN15CA 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 IN15CA.

3.3 Every Member in good standing of a National Nacra 15 Class Association, which is also in good standing with the IN15CA shall be a member of the International Nacra 15 Class Association.

4. ELIGIBILITY TO FORM A NATIONAL NACRA 15 CLASS ASSOCIATION.

4.1 Any country may, upon application to the President of the IN15CA, be granted a charter as a National Nacra 15 Class Association providing it satisfies the following requirements:

- (a) That it has formed a duly constituted National Nacra 15 Class Association, recognised by their country's National Authority, for the development of racing Nacra 15s within the country;
- (b) There are a minimum of 2 Nacra 15s and 4 Members to form a NN15CA;
- (c) That it has a duly elected committee, including such officers as it shall determine necessary.
- (d) That there is no other Nacra 15 Association in their country already accredited to the World Council.

5. NATIONAL APPLICATIONS FOR WORLD COUNCIL CHARTER

5.1 Each application to the IN15CA President for a charter shall include a copy of their NN15CA Constitution, together with a current list of the members of that National Nacra 15 Class Association and the Nacra 15s registered within that Class Association's territory

- 5.2 Each NN15CA shall appoint a World Council member, preferably that NN15CA Chair / President, who shall be the official channel of communication with the World Council and whose address shall be the official address of the National Nacra 15 Class Association until the IN15CA Manager is advised, in writing, by that National Nacra 15 Class Association of any change of Council member and or contact address.
- 5.3 Each application shall be accompanied by a registration fee in such amount as shall be set by the IN15CA Executive Committee in accordance with the provisions of this Constitution.
- 5.4 Each National Nacra 15 Class Association shall be bound by this Constitution and decisions made by the IN15CA.

6. GOVERNANCE

- 6.1 The International Nacra 15 Class Association shall be governed by its Executive Committee and its property shall be managed and administered on an on going basis in accordance with:
- (a) The provisions of this Constitution and any Regulations passed under this Constitution.
 - (b) The approval of Nacra the Copyright Holder.

7. WORLD COUNCIL

- 7.1 The World Council is an advisory group and shall consist of the five members of the Executive Committee and the President / Chairperson or nominated representative from each chartered NN15CA.
- 7.2 An Annual General Meeting (AGM) of the World Council shall be held annually in a manor, 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 or electronic ballots.
 - (b) Receive from the Executive Committee 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 submissions 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 20 members (which request shall also specify any resolution which the members concerned wish to propose at the meeting).
- 7.4 Submissions to the World Council shall only be submitted by members of good standing, a member of the World Council, a member of the Executive Committee or Nacra the Copyright Holder.
- 7.5 Written notice of at least 4 weeks, 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 Chair at meetings of the World Council shall be the President, or in his absence, a Vice-President. If neither the President nor Vice-President are present, the meeting shall elect a chairman.
- 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 Only members and the members of the Executive Committee shall be entitled to vote at a meeting of the World Council or during an electronic voting by email.

Members of the Executive Committee shall have one vote each.

- 7.11 Voting at World Council meeting or voting by electronic email 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.
- 7.12 The quorum at World Council meetings and electronic voting shall be 40% of total class members, represented in person or by proxy, who shall be from at least two Continents and who are entitled to vote at the meetings.
- 7.13 A member may not vote more than 2 proxies.
- 7.14 A special resolution shall be passed at a World Council meeting or by electronic voting only if 2/3rds or more of the votes cast are in its favour.

8. OFFICERS

- 8.1 The World Council of the International Nacra 15 Class Association shall have the following officers:
 - (a) President
 - (b) 1 Vice President

- (c) Chief Financial Officer
 - (d) Chairman of Technical Committee
 - (e) 1 Representative appointed by Nacra the Copyright Holder
 - (f) A Nation's National Nacra 15 Class Association nominated representative.
- 8.2 The President, Vice President, and Chief Financial Officer shall be members of the IN15CA, and shall be appointed by Nacra the Copyright Holder.
- 8.3 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.
- 8.4 A Class manager may be employed by the Executive Committee at such times and on terms and conditions determined by it.
- 8.5 In the event of the absence or vacancy of the position of Class Manager a Vice-President shall fulfil all the obligations and duties of the Class Manager.

9. THE EXECUTIVE COMMITTEE

- 9.1 The Executive Committee shall consist of the following:
- (a) President
 - (b) 1 Vice President
 - (c) Class Manager
 - (d) Chief Financial Officer
 - (e) 1 representative appointed by Nacra the Copyright Holder
 - (f) Chairman of the Technical Committee
- 9.2 Each member of the Executive Committee shall have only 1 vote except that the President or acting chairman shall only have a vote in the event of a tie vote of the Executive Committee.
- 9.3 In the event that vacancies shall occur on the Committee between meetings of the annual World Council:
- (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 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 or a new appointment is made by the Nacra the Copyright holder, whichever comes soonest.

10. EXECUTIVE COMMITTEE MEETINGS

- 10.1 Executive Committee meetings shall be held on such occasions and in such a manner that 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 member of the committee gives their prior consent to a reduced notice period.
- 10.3 3 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 authorised to utilise for meetings suitable telephonic, digital and video communications providing all participants, as a minimum, 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 Executive Committee shall appoint a Technical Committee consisting of a minimum of Chairman and a nominated representative from Nacra the Copyright holder. The Technical Committee may have additional members.
- 11.2 The function of the Technical Committee is:
 - (a) To advise the Executive Committee on any technical matters relevant to the Class.
 - (b) In conjunction with the Technical Department of World Sailing, to ensure that the One Design control of the Class is properly exercised by the builders and suppliers in accordance with the Manufacturing specifications and Handbook.
 - (c) To investigate any query by a boat owner regarding the one design or specification of this boat, and to report to the Executive Committee.
 - (d) To consult with Nacra the Copyright Holder 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, Continental Championships and major regattas comply with the Class Rules.
- (f) To receive proposals for amending the Class Rules. Proposals may be made anytime and shall be by submission to the Technical committee by the Technical Committee, a member or Nacra the copyright holder. The Technical committee will then review and forward a submission to the Executive Committee for approval. An approved Submission shall be submitted to World Sailing for final approval.

12. FINANCIAL MATTERS OF THE INTERNATIONAL CLASS ASSOCIATION:

12.1 The IN15CA shall be funded by:

- (a) Subscriptions from individual members or from National Nacra 15 Class Association Membership.
- (b) A share of the building fee paid on each boat.
- (c) An IN15CA sticker fee paid on each sail manufactured.
- (d) Media rights of international events in accordance with World Sailing regulations.
- (e) Sponsor fees.
- (f) A share of the entry fee of World and Continental Championships, negotiated between the Executive Committee and the Organisers of the event.
- (g) Any other revenue negotiated and accepted by the Executive Committee.
- (h) Initial funding of the Association to cover the period before the above sources meet the expenditure required to carry out the essential duties of the IN15CA shall be provided by Nacra the Copyright Holder, in negotiation with the Executive Committee.

12.2 Annual IN15CA membership shall run from 1 January to 31 December.

12.3 The IN15CA membership fee shall be decided annually, by the Executive Committee.

12.4 All other fees, such as those for approval of events, professional or other, and 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 Executive Committee, 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 IN15CA's capital, 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 Executive Committee in agreement with Nacra the Copyright Holder.

15. ADMINISTRATIVE

- 15.1 Administration of delivered numbers of boats, sails and shall be administered by Nacra the Copyright Holder.

16. NOTICE

- 16.1 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 whereto or not is 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 Executive Committee.
- 16.2 The President shall keep a register of such notices, which shall include evidence that the notice has been sent.

17. SUSPENSION AND REMOVAL FROM MEMBERSHIP

- 17.1 A member 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.

- 17.2 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.
- 17.3 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.

18. AMENDMENTS

- 18.1 This Constitution may only be amended by the Executive Committee with the approval of Nacra the Copyright Holder and World Sailing.

19. LIMITATIONS

- 19.1 Class Officers and Committees shall not be obliged to do any of things required of them by this Constitution if the IN15CA 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.
- 19.2 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 IN15CA 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 wilful and individual wrongdoing omission or fraud on the part of the person who is sought to be made liable.

20. PROPER LAW AND JURISDICTION

- 20.1 The proper law of the International Nacra 15 Class Association shall be Dutch law and this Constitution shall be construed, take effect and be enforced accordingly.
- 20.2 (a) The decision of the Executive Committee approved by Nacra the Copyright Holder, shall be final in matters of the management of the IN15CA 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.
- (b) The decision of Executive Committee approved by Nacra the copyright Holder shall be final, subject to the judgement of a court of proper jurisdiction in the circumstances applying Dutch law as provided in Article 19.1.