



420 EXTRAORDINARY GENERAL ASSEMBLY

An Extraordinary General Assembly of the International 420 Class Association was held on 26 July at Hotel Vila Galé, Tavira, Portugal.

Present:

President	Nino Shmueli
Vice-President	Jose Massapina
Treasurer	Catherine Dodds
420 Communications	Luissa Smith

Member Nation Representatives - voting

Austria	Helmut Czasny
Bulgaria	Nikolaos Drougas
Spain	Patricia Ravetllat
Great Britain	Robert Vose
Germany	Wolfgang Stückl
Greece	Nikolaos Drougas
Israel	Daniel Dekel
Italy	Luciano Crocetti
Netherlands	Evert Jan Van Garderen
Turkey	Nino Shmueli
USA	Larry Law

Member Nation Representatives – non-voting

Czech Republic	Simon Seidl
Ireland	Tom Mapplebeck
Russia	Alexandra Banayan

Apologies:

Secretary General	Pedro Rodrigues
Technical Committee Chairman	Dimitris Dimou

The President, Nino Shmueli, welcomed all to the Extraordinary General Meeting and explained that the one item of business for the meeting was to approve the new Constitution for the International 420 Class Association. Whilst the new Constitution had been supported at the previous meeting in 2010, the necessary quorum for approval was not achieved from those present, and therefore the matter had been deferred for approval at the 2011 Extraordinary General Meeting. This now only required a simple majority.

The President and Chair of the Meeting, Nino Shmueli, confirmed that 11 nation representatives were present and entitled to vote.

The Treasurer, Catherine Dodds presented the key changes in the new Constitution of the International 420 Class Association:

- Executive Committee – enabling clause so that incumbent Executive members may continue in their role if no other candidates are forthcoming;
- Discrepancies – the new Constitution rectified various discrepancies contained in the old Constitution, including voting process, points of order, winding up of Association. There were no major changes, just a tidying up and presentation of a more streamlined version.

Decision

The new Constitution of the International 420 Class Association was unanimously approved (attached as Appendix 1).



INTERNATIONAL 420 CLASS ASSOCIATION

CONSTITUTION OF THE INTERNATIONAL 420 CLASS ASSOCIATION 2011

1. NAME

The name of the association shall be the 'International 420 Class Association'.

2. OBJECTIVES

The objectives of the International 420 Class Association are:

- 2.1 To administer the International 420 Class in accordance with ISAF requirements and to maintain the class rules.
- 2.2 To encourage, promote and develop the 420 dinghy internationally.
- 2.3 To support and defend the interests of 420 sailors in international sailing.
- 2.4 To establish guidelines for the International 420 Class World and Continental Championships, supervise these championships and determine where they will be held.
- 2.5 To liaise with 420 boat-builders and maintain the 420 as a one-design dinghy.
- 2.6 To promote a high standard of sailing and racing, whilst upholding fair and sportsmanlike conduct both on and off the water.

3. TERMS AND DEFINITIONS

- 3.1 The **Association** shall mean the International 420 Class Association.
- 3.2 The **EC** shall mean the Executive Committee of the International 420 Class Association.
- 3.3 The **TC** shall mean the Technical Committee of the International 420 Class Association.
- 3.4 **NCA** shall mean a National 420 Class Association recognised by the International 420 Class Association
- 3.5 **MNA** shall mean Member National Authority as defined by ISAF.
- 3.6 **The 420 Class** shall mean the class of sailing dinghies known as the International 420.
- 3.7 **Interested Party** shall mean a person who may gain or lose as a result of the relevant decision, or who has a close personal interest in the decision.

3.8 **Member** shall mean the recognised NCA, or MNA where no NCA exists and honorary members.

3.9 **GA** shall mean General Assembly.

4. MEMBERSHIP

4.1 One National Class Association can be a member of the International 420 Class.

In a country where no NCA exists, one National Authority using 420 dinghies can be a member of the International 420 Class Association.

4.2 On a proposal made by the EC, the GA may give **Honorary Membership** to an individual as a mark of respect or appreciation for past services to the International 420 Class Association. The honorary member may attend and speak at the GA, but may not vote. Honorary membership is given for life unless the GA decides otherwise.

5. ELIGIBILITY

5.1 Any country may, upon application to the EC, be granted a charter as a National Class Association provided it satisfies the following requirements.

5.1.1 That it has formed a duly constituted NCA, recognised by their country's National Authority, for the development and promotion of 420 sailing within the country. The NCA needs a letter of support from the MNA.

5.1.2 That there is no other 420 Class Association in their country already accredited by the EC.

6. STRUCTURE

6.1 The Association is recognised by ISAF as a self-administered ISAF Class.

6.2 The Association shall consist of the Members, the General Assembly and the EC.

6.3 The General Assembly shall consist of one member Representative appointed by each NCA, or MNA where no NCA exists, the members of the EC and the Honorary members. Each member representative shall have one vote. Members of the EC shall not have voting rights.

6.4 The NCAs shall be responsible to the EC for the organisation and promotion of the 420 Class in their respective countries.

6.5 The official language of the Association is English.

7. MANAGEMENT

7.1 The affairs of the Association shall be managed by the Executive Committee.

7.2 The EC shall consist of:

7.2.1 The President

- 7.2.2 The Vice President
 - 7.2.3 The Secretary
 - 7.2.4 The Treasurer
 - 7.2.5 The Chairman of the Technical Committee
- 7.3 The members of the EC shall be elected at the General Assembly.
- 7.3.1 The President and Vice President shall be elected in odd numbered years.
 - 7.3.2 The Secretary, Treasurer and Chairman of the Technical Committee shall be elected in evenly-numbered years.
- 7.4 Each member shall serve for a period of two years unless they are elected in the odd-numbered year.
- 7.5 A member of the EC shall not be elected for more than four consecutive terms of two years in the same office, unless there are no other nominations for the post.
- 7.6 The decisions of the EC will be taken by simple majority. In the event of a tied vote the President will have the casting vote.
- 7.7 The EC can appoint a sub-committee to accomplish particular tasks. The EC can also dissolve this same sub-committee. A sub-committee works under the authority of the EC.
- 7.8 The EC may be dismissed by the General Assembly by at least a two-thirds majority of votes cast by eligible voters.

8. TECHNICAL COMMITTEE

- 8.1 There shall be a Technical Committee with a maximum of five members, including the Chairman of the Technical Committee, to:
- 8.1.1 Deal with the International 420 Class Rules, plans and measurement forms.
 - 8.1.2 Examine any proposal from a Member for amendments or interpretations, and report to the EC.
 - 8.1.3 Maintain close liaison with ISAF on all technical aspects of the 420 and request interpretations from ISAF as considered appropriate.
 - 8.1.4 Make proposals on technical matters, including class rule changes, to the EC for the General Assembly.
 - 8.1.5 Set up procedures for measurement during the Association Championships and to act as the authority on any issue as to the interpretation and/or application of the Class Rules under ISAF Rules and Regulations.
 - 8.1.6 Work with ISAF to support licensed builders
 - 8.1.7 Evaluate any application from builders wishing to obtain a license in order to make recommendations to the EC.
 - 8.1.8 Manage the panel of the international 420 Class measurers in terms of training, nomination by ISAF, and proposals to the EC for their appointment at Championships. Within the Technical Committee, the Chairman shall lead these duties.
- 8.2 To be elected as a member of the TC, a candidate must be able to demonstrate competence in technical matters, especially about technical rules and procedures. To demonstrate his competence, when he is in front of the GA asking for their vote he must be ready to answer any questions from the delegates about his knowledge, and background.

8.3 Members of the TC shall be elected at the General Assembly.

8.4 Each member shall be elected for a period of two years.

8.5 The decisions of the TC are taken by simple majority.

8.6 The TC may be dismissed by the General Assembly by at least a two-thirds majority of votes cast by eligible voters.

9. FINANCIAL MATTERS

9.1 The International 420 Class is a non-profit making association.

9.2 For sources of income the Association will rely on the annual subscription from its members, building fees for boats and parts of boats, supply of sail buttons, and fees from the organisation of Championships.

9.3 They may also raise money from other enterprises approved by the EC.

9.4 The money raised from the sale of sail buttons shall be devoted entirely to the development of the Association.

9.5 The Association's Financial Year is from 1st January to 31st December.

9.6 The annual membership subscription is approved by the General Assembly at the recommendation of the EC.

9.7 Each member should pay the annual subscription before the 1st of July.

9.8 A member who has not paid his annual subscription before the 1st of July is not eligible to vote at the International 420 Class General Assembly of the same year.

10. ACCOUNTING

10.1 The EC shall cause true accounts to be kept giving full particulars of income and expenditure by the Association.

10.2 The General Assembly shall elect an auditor for the current financial year.

10.3 The Association's accounts shall be audited by the auditor elected at the General Assembly of the year of accounting.

10.4 The EC shall present to the General Assembly a summary balance sheet of profit and loss.

11. AMENDMENTS TO THE CONSTITUTION

11.1 Proposals for amendments to the constitution may be submitted by the EC or the members. Proposals shall be sent to the EC at least six months before the date of the GA. These proposals will then be sent out with the agenda for the GA.

11.2 Any amendment to the constitution must be passed by a 2/3 majority vote in favour.

12. AMENDMENTS TO THE CLASS RULES

12.1 Proposals for amendments to the Class Rules shall be submitted to the EC four months before the date of the General Assembly.

12.2 The TC will study the proposal and make recommendations to the EC. This proposal will only be submitted to the GA if the EC consider it to be in the best interests of the Class.

12.3 The EC will propose any amendments to the Class Rules via the General Assembly.

13. GENERAL ASSEMBLY

13.1 The General Assembly is held each year in conjunction with an Association Championship.

13.1.1 Proposals from Members to the General Assembly shall be submitted, to the EC, at least three months before the date of the General Assembly.

13.1.2 Nominations for Election to the EC or TC shall be submitted to the EC three months before the date of the General Assembly.

13.2 The quorum shall be one third (1/3) of members eligible to vote.

13.3 Only members present at the start of the GA are eligible to vote.

13.4 Two Months before the date of the GA, an agenda shall be sent out to all members. This shall include proposals from the EC and Members.

13.5 The Agenda for the General Assembly shall include:

13.5.1 Election of the Chairman of the meeting

13.5.2 Report from the President

13.5.3 Report from the Technical Committee

13.5.4 Presentation and acceptance of the annual accounts

13.5.5 Approval of next year's subscription fees

13.5.6 Proposals from the Executive Committee

13.5.7 Proposals from Members

13.5.8 Proposals for hosting International 420 Class Association World and Continental Championships two years ahead

13.5.9 Presentations on Championships in the forthcoming year

13.5.10 Election of members of the Executive Committee

13.5.11 Election of members of the Technical Committee

13.5.12 Election of the auditor for the current financial year.

- 13.6 Proxy voting is only allowed when a member attends the GA, collects his voting card and passes it another person to vote in his place.
- 13.7 The name of the official representative shall be received by the EC on the official form, prior to the opening of the General Assembly.
- 13.8 The official representative or his proxy must be without commercial activity linked to centreboard dinghies.
- 13.9 Voting is by simple majority except as specified elsewhere in this constitution, and each member has one vote.
- 13.10 Any voting member may request a secret ballot for election of officers.
- 13.11 For regulations regarding procedures at the GA see appendix A.
- 13.12 The GA is open to observers.

14. EXTRAORDINARY GENERAL ASSEMBLY

- 14.1 The EC or two thirds (2/3) of the members can call an Extraordinary General Assembly.
- 14.2 When such a request is received by the EC, the Extraordinary General Assembly shall be held within the next three months.
- 14.3 Notice of the convening of an Extraordinary General Assembly shall be sent to all members, with the agenda, at least two months before the Extraordinary General Assembly.

15. LIABILITY

- 15.1 In the execution of their powers and duties under this constitution, members of the EC shall not be liable for any loss to any of the members or former members, or to the assets of the Association, by reason of any action or omission made in good faith.
- 15.2 Members of the EC shall not be personally liable for the Association's obligations.

16. DISSOLUTION

- 16.1 Dissolution of the International 420 Class Association can only take place during an Extraordinary General Meeting.
- 16.2 If, upon dissolution of the Association there remains, after the satisfaction of the Associations debts and liabilities, any remaining property or funds shall not be distributed amongst members, but donated to an international sailing charity.

International 420 Class EC – July 2011

The Constitution of the International 420 Class Association is lodged with Mrs Corrine Dupont, Notary, rue Fossé aux Loups 38 B1, 100 Brussels.

Signed by the members of the Executive Committee

President

Vice President

Secretary – Post not filled

Treasurer

Technical Committee Chairman

APPENDIX A

1. POINTS OF ORDER

- 1.1 Points of Order have precedence over all other business, but they may not be raised during a vote, unless relating to the conduct of that vote.
- 1.2 Points of Order shall have priority in the following order: a request for a quorum count, a request for a ruling from the Chair, (e. g. on controversiality or on a Guest Speaker, a request for a recount, other Points of Order)

2. PROCEDURAL MOTIONS

- 2.1 Procedural motions have precedence over all other business except Points of Order, but may not be raised during a speech or vote.
- 2.2 There shall be the following procedural motions, which are listed in order of priority:
 - 2.2.1 that the status of a motion be changed, and thus it should be taken next (this may only be raised between motions).
 - 2.2.2 that the Chair's ruling, e. g. on controversiality, be overturned.
 - 2.2.3 that a motion be not put.
 - 2.2.4 that a motion be now put, i.e. that the meeting now come to a vote.
 - 2.2.5 that a motion be taken in parts, to be specified by the proposer of the procedural motion.
- 2.3 Every procedural motion must have a proposer and seconder; debate shall be confined to one speech for the procedural motion, and one speech against, with a maximum length of two minutes.
- 2.4 The overturning of a Chair's ruling requires a two-thirds majority. The outcome of other procedural motions shall be decided by a simple majority.

3. AMENDMENTS

- 3.1 Any voting Member may propose an amendment to a motion provided that he has a seconder.
- 3.2 If the proposer of the substantive motion accepts an amendment, that amendment automatically becomes part of the original proposer's motion.
- 3.3 If the proposer of the substantive motion does not accept an amendment, then a debate confined to the amendment ensues; if the amendment is subsequently passed, then the proposer of the amendment is now deemed proposer of the substantive motion.

4. VOTING

- 4.1 All voting is by majority vote, except as specified in this constitution.
- 4.2 In the event of a tied vote, the result shall be decided by a majority vote of the EC. If the EC vote is inconclusive then the Chairman shall have the casting vote.

4.3 If the Chairman of the meeting has a conflict of interest in the matter being voted, he must cede the Chair to a member of the EC.

5. CONDUCT OF ELECTIONS

5.1 Candidates for positions on the EC or TC may, if they wish, make a short statement (of no more than three minutes) in support of their candidacy. In the event that a candidate is unable to attend, they may send a written statement, to be read out by the Chairman of the GA.

5.2 Voting Members shall be able to ask questions of the candidates. All questions must be addressed to all candidates through the Chairman, and each candidate must be given an equal opportunity to speak on every question.

5.3 Voting will be for specific candidates and the decision is by simple majority.