

CONSTITUTION

of the

International Moth Class Association (Australia)

Revised August 1993
revised September 2002

amended 2010

Part One

1. Name

The name of the Association is the International Moth Class Association (Australia) Incorporated in Victoria, the abbreviation for which is I.M.C.A. (Aust.) Inc.

Its headquarters will be the address of the honorary National Secretary for the time being or such address as the Association may from time to time determine. The Public Officer must be a resident of Victoria.

2. Interpretations and Definitions

- a. Annual Conference shall mean the annual general meeting normally held at the time and place of the International Moth class championships of Australia.
- b. State Association shall mean an affiliated State International Moth Class Association, which is the managing body of Moth activities within the State.
- c. Class shall mean International Moth Class.
- d. Junior shall mean a member under the age of 19 years on December the 31st of the current season.
- e. Association unless specifically stated to the contrary Association shall mean the International Moth Class Association (Australia).
- f. Executive or National Executive shall mean the governing body appointed to act for the Association between meetings of the annual conference or general meetings of the Association.
- g. Members shall mean a direct financial member of IMCA (Aust) who is a member in good standing of a recognized yacht or sailing club, affiliated with a State Association where one exists in the state of residence.
- h. National Moth Class Championships shall mean International Moth Class Championships of Australia.
- i. National / Australian when used in reference to Moth class shall mean the International Moth Class Association (Australia).
- j. Series. One Series shall mean;
 - i) A Championship Series
 - ii) Any regatta or other fixture where points are allotted over a series of races held during a regatta or fixture.
 - iii) Aggregate points or other points allotted throughout a season will not be classed as a series under the

above definition.

- k. I.S.A.F. shall mean International Sailing Federation. When I.S.A.F. Rules are referred to they shall mean such rules as are adopted by the IMCA and Yachting Aust at the time.
- l. I.M.C.A. shall mean International Moth Class Association.
- m. YA shall mean Yachting Australia
- n. Gender in this constitution and its appendices the word "he" shall mean "she" and "his" shall mean "her".
- o. Unless otherwise specifically stated, an "Authorised Person" is one having the necessary qualifications appointed by the Association or a responsible officer of a State Association. He shall not necessarily be a member of an International Moth Association, but in this case he shall act directly under the instructions of the appointee.
- p. Approved shall mean approved by the Association. In this respect, a State official responsible for the relevant matter or qualified person appointed by him, may give approval, subject to appeal to the Association.
- q. The word "State" shall mean State or Territory of Australia.

3. Objects

- a. To further encourage the sailing and racing of International Moth class dinghies
- b. To govern and control the International Moth Class in Australia.
- c. To assist in the extension of the class throughout Australia and in other countries.
- d. To arrange and control the Annual International Moth Class Championships of Australia and other International Moth Class races as the Association may from time to time decide.
- e. To delegate to State Associations any of those objects subject to such control by the Association as may be decided from time to time.
- f. To do any act or deed which the Association may consider conducive to these objects or the interest of the Class and/or its members.
- g. To affiliate with the International Moth Class Association, contribute to its functioning and abide by its Class rules.
- h. Maintain liability insurance policy covering all activities of the association and the affiliated state associations, and its members when conducting association events and activities.

4. Management

- a. The rules of the Association shall govern all State Associations.
- b. The management of the Association shall be vested in:
 - i) Annual Conference.
 - ii). National Executive.
 - iii) State Associations.

5. Powers of Annual Conference

The Conference shall have power to:

- a. Elect a National President, National Vice President (who is normally the incoming President elect of the host State Association, during the forthcoming National championships) Honorary National Secretary, Honorary National Treasurer, Honorary National Measurer. The exception to this is if any of the duly elected office bearers are Life Members of IMCA (AUST) when it is understood that they are "bona fide" members for the term of their life, with full voting privileges. Annual conference may elect a National Vice President who is not the President Elect of the Host State Association during the forthcoming National championships, under special circumstances. If the National Secretary, National Treasurer, National Measurer or Auditor are paid officers they need not be members, but shall have no vote. Any of the foregoing offices may be held by one person.
- b. Direct the policy of the Association.
- c. Make, amend or rescind the constitution, rules (when six weeks notice of motion has been given to each State Association) by a three-fifths majority of votes.
- d. Impose levies on State Associations.
- e. Appoint any person or officer and/or enter into any contract for the engagement of any person whose service may be deemed necessary for the administering of the purposes of the Association and fix remuneration for such service. To discharge any such appointee as and when necessary.
- f. To take on lease or otherwise obtain any office or building for the purpose of the Association.
- g. To pay the charges and/or expenses incidental to the activities of the Association.
- h. To decide all appeals against any action or actions of State Associations except sailing appeals covered by the I.S.A.F. rules.
- i. To fix salaries, allowances and expenses, if any, of the National President, National Secretary, National Treasurer, National measurer, or delegates to the annual conference of I.M.C.A. (Aust.).
- j. To refer to duly appointed committees or sub-committees or any individual, any specific matter relating to the constitution and/or rules and or restrictions and each State Association may vote as detailed in clause 14.
- k. To appoint a committee or individual to enquire into any matter and give such committees or individual power to act; providing such has been passed by a three-fifths (3/5ths) majority.

6. The Composition of the Annual Conference

- a. Annual conference shall consist of the Annual General Meeting, conducted by the National Executive and including any financial members of the association in attendance-
- ~~b.~~ The annual conference shall be divided into two parts:
 - i) First where annual reports and financial statements are presented and officer bearers duly elected.
 - ii) Second where notices of motion and other general business are dealt with.
- c. By financial it is meant that the affiliation fee at the appropriate sum per owner of a registered International Moth for the current season have been paid.

- d. A quorum for the annual general meeting shall consist of representatives of at least two (2) States or their proxies, but there must be no less than five (5) persons present at the meeting.
- e. The National President shall be chairman. He shall have only a casting vote.
- f. In the absence of the National President the vice President shall act as chairman; or in his absence a chairman may be appointed from the meeting.
- g. Written and signed proxies will be accepted on any vote.
- h. All office bearers of the Association shall be elected at the annual meeting and shall hold office until the next annual general meeting when they may offer themselves for re-election.

7. Proposals for Annual General Meeting

- a. Whenever it is proposed that an annual general meeting shall frame any new rule, amend or rescind any existing rule or make any alteration to the constitution, a copy of such proposal shall be forwarded, by any State Association to the National Secretary, 6 weeks prior to the annual general meeting.
- b. All other proposals for annual general meeting shall be forwarded to the National Secretary by State Associations at least ten (10) weeks prior to the annual general meeting sitting. The whole of the proposals shall be arranged on the conference business paper and copies shall be forwarded to the State Associations secretaries, by the National Secretary six weeks prior to the conference.
- c. Nominations shall be in the hands of the National Secretary ten (10) weeks prior to the date of the annual meeting and signed by the nominee, proposer and seconder. In the event of insufficient nominations to fill all offices being received, nominations may be accepted at the annual meeting or the elections of the officers concerned be referred to a postal ballot of State Associations.
- d. Any State wishing to move an amendment to a notice of motion must send notice to the National Secretary at least four (4) weeks prior to the annual general meeting. The National Secretary shall forward copies of any amendment received to each State Secretary three (3) weeks prior to the annual general meeting. Any further amendments whether by post or moved at annual general meeting shall only be accepted if there is no dissension from any delegate.

8. Time and Place of Annual Conference and National Championships

The period and venue of the annual conference and National championships shall be decided by the previous annual general meeting. The actual dates of the championship events and the annual conference are left to the host State, excepting that the host State shall not programme any racing (including invitation race) on Xmas day and provided that the annual conference is held before the last heat of the National championships. The host State Association shall advise all States of all relevant details not later than three calendar months prior to the event.

9. National Executive

- a. The National executive shall consist of the National President, Vice-President, and the National Secretary.

- b. The executive shall be subject to the control of annual conference, but between annual meetings shall:
 - i) Govern the affairs of the Association and expend monies in accordance with the constitution.
 - ii) Determine any questions of those rules submitted to it by any State Association.
 - iii) Fill any vacancy occurring of any officers of the Association between annual meetings.
- c. At the discretion of the National President he may of his own responsibility either directly or through the National honorary Secretary assume the duties of the executive.
- d. All matters dealt with by the executive, or National President, except routine or publicity matters, must be reported to the annual general meeting for confirmation or otherwise.
- e. The executive may meet to conduct its business or may do the same by telephone, email or post.

10. Duties

- a. The National President:
 - i) He shall be the chief officer of the Association.
 - ii) He shall be entitled to preside at all meetings of the annual conference.
 - iii) He shall be an ex-officio member of all committees and sub-committees of the Association including State committees when he is present.
 - iv) He shall take all steps he considers necessary to carry out decisions of conference to further the objectives and policy of the Association.
 - v) He shall convene meetings of the National executive or any committee appointed, at his discretion.
- b. The National Vice-President:

Shall exercise all the duties of the President in his absence, subject only to the President's direction; and he shall do everything possible to expedite the conducting of the championships and annual conference.
- c. National Secretary:

Duties of the National Secretary are to attend to correspondence and generally act accordingly to the decision of conference under the direction of the National President.

 - i) To attend meetings of conference or arrange a deputy to take minutes of same and forward copies of them to each State Association.
 - ii) To record all correspondence.
 - iii) To carry out all customary work of such an office.
 - iv) The National Secretary may hold all or any of the following offices, National Treasurer, National measurer, National registrar or he may delegate the duties of any or all of the other offices to any other qualified person.
 - vi) To ensure that any motion properly carried in accordance with this constitution, to alter the measurement restrictions, is submitted to I.M.C.A. as a notice of motion for their next meeting.

vi) Complete and submit via the public officer, annual returns to the Corporate Affairs Victoria as required of incorporated associations under the **Associations Incorporations Act 1981 VIC** .
- d. National Treasurer:

The duties of the National Treasurer are to receive and take charge of all monies belonging to the Association and shall within three days of receipt of same deposit such monies to the credit of the Association with an approved bank or financial institution.

 - i) He shall keep a correct account of all revenue and expenditure and shall keep his books posted up and always have them ready to lay before conference.
 - ii) He shall prepare an annual financial statement incorporating the whole financial transactions of the Association to the 31st October, and shall present copies of the same to State Associations at the ensuing annual conference.

iii) If the National Secretary does not assume the duties of National registrar, and a National registrar is not appointed, he must carry out the duties of National registrar as detailed.

iv) He shall issue each State Association with registration stickers upon payment equal to the required affiliation fees for the ensuing season. State Associations may return unused stickers prior to the 31st May following each season and secure a credit note or refund in return. Each season stickers are to be distinguished by the relevant years.

e. National Registrar:

If one is appointed he must carry out such duties as prescribed in Appendix 2.

f. National Measurer:

The duties of the National measurer are to liaise with Y.A. in general regard to any measurement.

g. Additional Officers:

The Association may elect a public relations officer, or create any other office, to be filled by election or appointed by the National President or National executive. All appointments must be confirmed at the next annual general meeting or by a postal ballot.

h. Public Officer:

The Association shall nominate a Public Officer who shall submit annual reports, prepared by the secretary, to the Victorian Dept of Corporate Affairs (CAV), or its successors, as required by its registration under the Associations Incorporations Act 1981. The public officer must be a resident of Victoria. The IMCA Aust Registration Number with CAV is A 0043323A.

11. Financial Year

The financial year of the Association shall terminate on the 31st October of each year and an financial statement shall be presented to the next annual meeting. The meeting may request the statement be audited by and independent non member.

12. Auditor

The auditor shall examine the books, available accounts and receipts, and any other financial records of the Association for the year following his election and compare same with the financial statement. He shall issue an audit certificate to the correctness of such accounts or otherwise.

13. Fees

Each State of Australia shall pay such fees as decided from time to time by the annual general meeting, based upon the number of International Moths sailors/owners registered in each State.

14. Business By Post

In order to save time at the annual general meeting, most of the business of the Association may be conducted throughout the year, by post or email. To do this a copy of the motion being moved by a State Association shall be sent to the National Secretary, who shall send a copy to each State Secretary within 14 days of its receipt. State Associations shall convene a meeting as soon as possible to deal with the matter and send the results to

the National Secretary. When all returns have been received the National Secretary shall notify all State Associations of the results within 14 days of it being declared.

State Associations shall have no right to move an amendment to an original motion, but shall either vote in favour of or against the motion. Nor shall any State Association move a new motion which is, in substance, an alteration of or a direct negative to an original motion, before the following annual general meeting, then using the procedure as covered by Clause 7.

All matters pertaining to altering the constitution parts one and two shall require a 3/5ths majority vote. Appendices 2 and 3 shall be decided by a simple majority vote. In the case of a motion by post, if the National Secretary does not receive a reply from a State within 5 weeks of the date of posting he shall either by telephone, facsimile, or registered letter, ask for an immediate reply. If no reply is received within one week the motion shall be put; and the State concerned assumed to intend to abstain from voting. In postal voting each State shall have equal voting strength (four votes per State).

15. State Association in Arrears

Any State Association whose fees or accounts with the Association are in arrears and/or has not paid in full any levy duly imposed by the annual general meeting within six months of the date of same being first imposed shall be deemed unfinancial and not entitled to any of the rights and/or privileges of the Association.

16. Formation of State Associations

A State Association may upon the sanctioning of the annual general meeting be formed in a State, Territory or dependency of the Commonwealth recognised by the A.Y.F. and shall be subject to the control and direction of conference which may revoke the authority of any State Association which fails to comply with the provisions of this constitution. The powers of each State Association shall not be operative beyond the confines of the State or Territory, in which it is formed except as mentioned in Part Two of this constitution, Clause 3, Section (c).

Notwithstanding anything hereinafter contained any existing State Association may adopt any set of existing rules for that State Association government or may draw up new rules for the same purpose provided that nothing in any such rules may oppose any of the rules in this Constitution. A copy of such rules and any alterations thereto must be forwarded to the National Secretary by the State Association Secretary within seven (7) days of the resolution adopting same. Provided also that each set of State Association rules shall be read in conjunction with this constitution which shall prevail should there appear to be any conflict or inconsistency as between the State Association rules and this constitution.