

# CONSTITUTION OF THE O'PEN BIC CLASS ASSOCIATION

## 1. NAME – RESIDENCE

The name of the association shall be the 'O'pen Bic Class Association' or "OBICA", a non-profit making sports association, resident at the address of the elected president for his/her term of office

## 2. OBJECTIVES

The objectives of the O'pen Bic Class Association are:

- 2.1 To administer the O'pen Bic Class in accordance with ISAF requirements and to maintain the class rules.
- 2.2 To promote and develop the OBICA around the world supporting also the constitution of National O'pen Bic Class Association (NCA).
- 2.3 To support and defend the interests of OBICA and OBICA sailors around the world.
- 2.4 To establish guidelines for the O'pen Bic Class World and Continental Championships, supervise these championships and determine where they will be held.
- 2.5 To liaise with BIC Sport as the boat-builder and maintain the O'pen Bic 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.
- 2.7 To keep the "fun" in sailing and retain the unique philosophy of the OBICA

## 3. TERMS AND DEFINITIONS

*The official language of the class and all its publications is English, in this constitution the word "shall" is mandatory and the word "may" is permissive.*

- 3.1 The **Association** shall mean O'pen Bic Class Association or OBICA
- 3.2 The **EC** shall mean the Executive Committee of the O'pen Bic Class Association.
- 3.3 The **TC** shall mean the Technical Committee of the O'pen Bic Class Association.
- 3.4 **NCA** shall mean the National O'pen Bic Class Association recognized by the O'pen Bic Class Association.
- 3.5 **MNA** shall mean Member National Authority as defined by ISAF.
- 3.6 Member shall mean the recognised NCA, or MNA where no NCA exists.
- 3.7 **GA** shall mean General Assembly of the OBICA.

## 4. MEMBERSHIP

### 4.1 FULL MEMBERSHIP

4.1.1 Full Membership may be granted to a NCA that is a properly constituted organization and is actively promoting Open Bic sailing in that country.

4.1.2 In a country where no NCA exists, an MNA using O'pen Bic dinghies, may be granted Full Membership status of the Association, pending the formation of an NCA.

4.1.3 One (1) Full Member may be recognized per country; only Full Members have voting rights at a GA.

### 4.2 INDIVIDUAL MEMBERSHIP

4.2.1 Individual Membership of the Association may be granted to individuals that are not represented by a Full Member in "good standing" with the Association.

4.2.2 Individual Members are entitled to take part in the events of the Association, but shall not have a vote at the GA.

#### 4.3 HONORARY MEMBERSHIP

4.3.1 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 Association, and may be a lifetime award.

4.3.2 Honorary Member(s) may attend and speak at the GA, but may not vote.

#### 5. ORGANIZATION

5.1 The Association shall consist of the General Assembly (GA), the Executive Committee (EC) and the Technical Committee (TC).

5.2 The GA shall elect a President who shall act as Chairman of the GA and the EC.

5.3 The GA shall consist of the appointed representative of each Full Member, the members of the EC and the Honorary Members.

5.4 The EC shall consist of a maximum 9 persons: 8 elected by the GA (including the President) and 1 representative from Bic Sport.

5.5 The TC shall consist of a maximum 4 persons appointed by the EC.

#### 6. PRESIDENT

6.1 The President shall be the senior officer and legal representative of the Association.

6.2 The President shall be elected by secret ballot of the Full Members at a GA.

#### 7. GENERAL ASSEMBLY

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

7.1.1 Proposals from Members to the General Assembly shall be submitted, to the EC, at least 60 days before the date of the General Assembly.

7.1.2 Nominations for Election to the EC shall be submitted to the EC 60 days before the date of the General Assembly.

7.2 The quorum shall be one tenth (1/10) of full members. Each member present can represent 2 members not present. The proxy shall be written by mail too.

7.3 30 days before the date of the GA, an agenda shall be sent out to all members. This shall include proposals from the EC and Members.

7.4 The Agenda for the General Assembly shall include:

7.4.1 Election of the Chairman of the meeting

7.4.2 Report from the President

7.4.3 Report from the Technical Committee

7.4.4 Presentation and acceptance of the annual accounts

7.4.5 Proposals of next year's subscription fees

7.4.6 Proposals from the Executive Committee

7.4.7 Proposals from Members

7.4.8 Communication for hosting O'pen Bic Class Association World and Continental Championships two years ahead

7.4.9 Presentations on Championships in the forthcoming year

7.4.10 Election of members of the Executive Committee (every 4 years)

7.4.11 Election of the auditor for the financial years (every 4 years)

7.5 The name of the official representative shall be received by the EC on the official form, from email too, prior to the opening of the General Assembly.

7.6 Voting is by simple majority except as specified elsewhere in this constitution, and each member has one vote.

7.7 Honorary Member(s) shall not have voting rights.

- 7.8 Any voting member may request a secret ballot for election of officers.
- 7.9 For regulations regarding procedures at the GA.
- 7.10 The GA is open to observers.

## **8. EXTRAORDINARY GENERAL ASSEMBLY**

- 8.1 The EC or one thirds (1/3) of the members can call an Extraordinary General Assembly.
- 8.2 When such a request is received by the EC, the Extraordinary General Assembly shall be held within the next two months.
- 8.3 Notice of the convening of an Extraordinary General Assembly shall be sent to all members, with the agenda, at least one months before the Extraordinary General Assembly.
- 8.4 The quorum shall be one thirds (1/3) of members eligible to vote.
- 8.5 Voting is by simple majority.

## **9. EXECUTIVE COMMITTEE**

- 9.1 All the affairs of the Association shall be managed by the Executive Committee (EC).
- 9.2 The EC shall consist of 9 members, 8 elected at the General Assembly and 1 indicated by Bic Sport. The election of the President will take place in a separate session before the others members of the EC and will be done as secret ballot. The EC will expire after 4 years on the 31<sup>st</sup> of December of the fourth year, it will remain on duty until the new EC will be nominated by the GA . A member of EC will be declared dismissed in a GA with at least 75% of votes of members having rights vote. The President shall appoint from the elected members:
- 9.2.1 Two Vice Presidents
  - 9.2.2 The Secretary
  - 9.2.3 The Treasurer
  - 9.2.4 Other specific appointment or task to EC members
- 9.3 The President and an appointed Vice President (in case of vacation of the President) have the legal representative of the OBCA.
- 9.4 The decisions of the EC will be taken by simple majority when at last 5 members of the EC are presents. In the event of a tied vote the President will have the casting vote.
- 9.5 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 or of a member(s) of the EC delegate for that.

## **10. TECHNICAL COMMITTEE**

- 10.1 There shall be a Technical Committee with a maximum of four members nominated by the EC to:
- 10.1.1 Deal with the O'pen Bic Class Rules, plans and measurement forms.
  - 10.1.2 Examine any proposal from a Member for amendments or interpretations, and report to the EC.
  - 10.1.3 Maintain close liaison with ISAF on all technical aspects of the O'pen Bic and request interpretations from ISAF as considered appropriate.
  - 10.1.4 Make proposals on technical matters, including class rule changes, to be submitted to the GA after being approved by the EC.
  - 10.1.5 Act as the authority on any issue as to the interpretation and/or application of the Class Rules under ISAF Rules and Regulations.
  - 10.1.6 Act as the authority on any issue as to the interpretation and/or application of the Event Rules under ISAF Rules.

10.2 To be nominated by the EC as a member of the TC, a candidate must be able to demonstrate competence in technical matters, especially about technical rules and procedures.

## **11. FINANCIAL MATTERS**

11.1 For sources of income the Association will rely on the annual subscription from its members, fees from the organization of Championships, sponsorships from enterprises, contributions from Bic Sport as official builder of the dinghy.

11.2 The Association's Financial Year is from 1<sup>st</sup> January to 31<sup>st</sup> December.

11.3 The annual membership subscription is approved by the GA.

11.4 Each member should pay the annual subscription before the 1<sup>st</sup> of April.

11.5 A FULL MEMBER (SEE 4.1) who has not paid his annual subscription before the 1<sup>st</sup> of July will automatically be suspended to be a member and is not eligible to vote at the O'pen Bic Class General Assembly of the same year.

## **12. ACCOUNTING**

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

12.2 The Association's accounts may be audited by the auditor elected at the General Assembly.

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

## **13. AMENDMENTS TO THE CONSTITUTION**

13.1 Proposals for amendments to the constitution may be submitted by the EC or the members. Proposals shall be sent to the EC at least 60 days before the date of the GA. These proposals will then be sent out with the agenda for the GA.

13.2 Any amendment to the constitution must be passed by a 2/3 majority vote in favour calculated with the members present at the GA.

## **14. AMENDMENTS TO THE CLASS RULES**

14.1 Proposals for amendments to the Class Rules shall be submitted to the TC not later than 15<sup>th</sup> July.

14.2 The TC will study the proposal and make recommendations to the EC. This proposal will be submitted to and approved by the EC and submitted to ISAF for their final approval.

## **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 The OBCA can no more recognize a NCA if there is a clear reason to do it but not before investigating on a base of an official report.

16.2 Dissolution of the O'pen Bic Class Association can only take place during an EXTRAORDINARY GENERAL ASSEMBLY

16.3 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.

#### **17. TRANSITIONAL RULE**

17.1 The EC has the power until the 30<sup>Th</sup> of July 2016 to appoint the member(s) to reach the number of 9. In this eventuality the nominated member(s) has ( have) to be confirmed by the next GA.

#### **O'pen Bic Class GA – August 2014**

The Constitution of the O'pen Bic Class Association is lodged with Mr Guido Sirolli

Signed by the members of the General Assembly

President

Secretary