

# ***INTERNATIONAL ETHELLS CLASS ASSOCIATION RULES***

## **1. TITLE**

The full title of the Association shall be the “International Etchells Class Association.”

## **2. OBJECTS**

The object of the Association is to promote and further the interests of the International Etchells Class throughout the world by, for example:

- A. Maintaining the one-design character of the International Etchells yacht.
- B. Coordinating and managing the affairs and rules of the class.
- C. Making recommendations on the control of such matters to the International Sailing Federation.
- D. Encouraging and coordinating national and international competition in the class.

## **3. TERMS AND DEFINITIONS**

Throughout these rules, the following terms shall have the meanings assigned below:

- A. “The ISAF” shall mean the International Sailing Federation.
- B. “The Association” or “the Class Association” shall mean the International Etchells Class Association.
- C. A “National Association” shall mean the National Etchells Class Association organized in individual countries and officially recognized by the Association.
- D. “The National Authority” shall mean the officially recognized authority or organization controlling and organizing the sport of yachting and sailing on a national basis in any country.
- E. ”The Committee” shall mean the International Governing Committee (IGC) of the Association consisting of members duly elected or appointed in accordance with Rule 6(B) hereof.
- F. ”The Launching Committee” shall mean the interim committee which governed certain affairs of the Association until December 31, 1975, in accordance with Rule 6(K).
- G. “The Association Rules” shall mean the within Rules and all matters incorporated by reference in any Rule.
- H. “The Association Register” shall mean the register of members of the Association to be kept as hereinafter provided.
- I. ”The Class” shall mean the class of sailing yachts designed by E.W. Etchells and made in accordance with the One-Design Rules and Builders’ Specification issued by the Association, and known under the name “International Etchells”.
- J. “The One-Design Rules” shall mean Rules relating to measurement,

construction and racing conditions that are referred to in Rule10(A) below, which govern the official building of each International Etchells and its rating as a recognized boat within the Class for Class racing purposes.

- K. “The Class Register” shall mean the register of International Etchells yachts and their owners to be kept as hereinafter provided.
- L. “The Register of Builders” shall mean the register of approved Etchells builders that is maintained by the ISAF, or if none is maintained by the ISAF, then the register thereof maintained by the Association.
- M. “The Registered Number” shall mean the hull number allocated to the boat.
- N. “The Class Secretary” shall mean the duly elected secretary or the duly appointed secretary, as the case may be, of the Association.
- O. “Certificate” shall mean a certificate to be issued, ratified and endorsed as hereinafter provided and recording:
  - (1) the registered number and ownership of an International Etchells and any changes in ownership.
  - (2) the fact that such International Etchells originally complied with the Measurement Rules on completion of construction.
- P. “Valid Certificate” shall mean a certificate in which:
  - (1) the particulars of ownership are up to date and entered on the Class Register.
  - (2) any endorsement required by the Class Rules has been duly entered.
- Q. “Fleet” shall mean five or more registered International Etchells, not under the organization of an already existing International Etchells Class fleet, normally located sufficiently near to each other to permit regular racing between them.
- R. Owners and joint owners shall mean any person or persons, corporation or association entered on a valid certificate as owner or joint owner of an International Etchells.
- S. “Copyright Holder” shall mean the person, persons or corporation for the time being in possession of the copyright in the drawings and specifications of the International Etchells yacht.
- T. “Licensee” shall mean the person, persons or corporation for the time being holding a license under copyright of the International Etchells yacht for the construction of International Etchells Class yachts.
- U. “Electronic Communication” shall mean generally available electronic channels including email, internet, social media and facsimile transmissions.

#### 4. **MEMBERSHIP AND VOTING RIGHTS**

- A. The following classes of membership shall be recognized:
  - (1) Active Member
  - (2) Associate Member
  - (3) Honorary Member
  - (4) Life Member

- B. Active Member: any member in good standing of a National Association and the Class Association who:
    - (1) is the owner of an International Etchells or
    - (2) is a joint owner of an International Etchells
  - C. Associate Member: any member in good standing of a National Association and the Class Association who is not then eligible to be an Active Member of the Association.
  - D. Honorary Member: any person having an interest in the Association or in the Class who is proposed by an Active Member and seconded by at least one Member of the Committee and is elected by Members of the Association at any General Meeting of the Association.
  - E. Life Member: any person who having contributed a tremendous amount of their personal time and effort to the Class over a substantial number of years, is nominated by an IGC member and voted in by all IGC members.
  - F. Members shall be bound by these Rules, including the One-Design Rules referred to in Rule 10 (A).
  - G. All Members shall receive copies of notices of General Meetings, and shall have the right to attend and to speak, move or second any proposal or motion thereat. Except as noted below, each Active Member and Life Member shall be entitled to cast one vote on any matter voted upon at a General Meeting of the Association, or in a postal or electronic ballot. The joint Active Member owners of a yacht are together entitled to only one vote on any matter. In the absence of agreement between the joint owners, the person listed first on the certificate shall have the right to vote. Voting by proxy shall be permitted under verification procedures adopted for the particular meeting. Associate and Honorary Members shall have no vote on procedural or substantive matters at any meeting.
5. **ANNUAL CONTRIBUTIONS FROM NATIONAL ASSOCIATIONS AND FEES**
- A. The Association shall be financed by a general levy from National Associations by means of a percentage of each National Association's annual income from subscriptions or a per capita assessment, as determined by the Committee. The percentage or assessment figure shall be redetermined biannually by the Committee and shall apply equally to all National Associations. Rule 5(B) shall be deemed amended in accordance with such determinations hereafter made, without the necessity of following the procedures for amendment of these Rules elsewhere set forth herein.
  - B. Effective January 1, 2016, the annual contributions to be made by each National Association shall be US\$80 for each member of such National Association who is, or is eligible to be, an Active Member and US\$30 for each Associate Member, to be paid to the Association on or before April 15 each year. Supplementary payments are to be made within 30 days of each additional membership.

- C. Any National Association which has not paid any contribution within two months of the due date may cease to be officially recognized by the Association and lose the privileges and benefits of membership of the Association under these Rules, but may be restored to the list of officially recognized National Associations at the discretion of the Committee and upon payment of any subscriptions due.
- D. The Association shall receive a proportion of the initiation fee chargeable to the purchaser of each International Etchells built. The amount thereof shall be as determined from time to time by the Committee in consultation with the ISAF.

6. **MANAGEMENT**

- A. The responsibilities, business and affairs of the Association shall be managed and discharged by the International Governing Committee. The IGC shall have and exercise all the powers of the Association under applicable law anywhere in the world. The IGC shall have particular responsibility and authority to consult and cooperate with the ISAF in respect of administration of and changes in the One-Design Rules.
- B. The International Governing Committee shall consist of:
  - (1) Elected Members: not less than six and not more than ten Active Members of the Association, the exact number to be determined from time to time by resolution of the Committee, but in the absence of such resolution such number to be seven, elected once every two years as provided in Rule 11 hereof [by current resolution the number is ten];
  - (2) Appointed Members: each National Association with four or more fleets but fewer than ten fleets shall be entitled to appoint one of its Active Members to the Committee as an Appointed Member, and each National Association with ten or more fleets shall be entitled to appoint two of its Active Members to the Committee as Appointed Members; and
  - (3) Co-opted Members: the Committee shall have powers to co-opt any person to assist it as a Co-opted Member, whether an Active Member of the Association or not, but no such person shall have a vote in Committee.

The term of office of members of the Committee shall be a period of 24 months from the date of their election or appointment and until their successors shall have been duly elected or appointed.
- C. No person shall serve as an Elected Member or Appointed Member for more than three consecutive terms, but a person serving for such full period shall be eligible for re-election or reappointment after an interval of one year. A person may be co-opted at any time.
- D. The Committee need not fill a vacancy arising in the Committee unless the total number of Committee Members has dropped below the minimum of six. A Committee Member appointed to fill a vacancy shall remain in office until the expiration of the term of office of the person whose

position he has filled.

- E. At its first meeting after election, the Committee shall:
- (1) elect one of its Members to act as Chairman of the Association during the tenure of the Elected Members of the Committee then in office; and he shall be the chief administrator of the Association, shall serve as the Association's principal liaison to the International Sailing Federation, shall preside at meetings and serve as Chairman of the Committee, shall appoint special committees, and shall have sole authority to authorize commitment of the credit of the Association, but may delegate such authority to one or more additional persons;
  - (2) elect or appoint a Vice Chairman, for the same term as the Chairman, who shall perform the duties of the Chairman in his absence from a meeting of the Committee or of the Association, and shall have such powers and responsibilities as the Chairman shall from time to time confer on him;
  - (3) elect or appoint a Secretary, for the same term as the Chairman, who shall keep correct minutes and records of all Committee and General Meetings, together with the Association Register and the Class Register and shall be responsible for communicating the decisions of the Committee to Members of the Association and, where directed by the Committee, to Owners and Joint Owners not being Members of the Association, in such terms as the Committee may prescribe;
  - (4) elect or appoint a Treasurer, for the same term as the Chairman, who shall have charge of the funds of the Association; make such disbursements as the Committee shall direct; keep an accurate record of the financial affairs of the Association; and present an annual financial statement at each Annual General Meeting. The Secretary may fulfill the function of Treasurer;
  - (5) appoint an Auditor who shall review and, if deemed necessary, certify the annual financial statement;
  - (6) elect a Rules and Technical Subcommittee, for the same term as the Chairman, which shall be responsible for advising the Committee and National Associations upon the interpretation of these Rules, including the One-Design Rules referred to in Rule 10(A), reviewing and reporting on proposed amendments or additions to these Rules and making recommendations to the Committee on other matters referred to it or coming to its attention [by current resolution, the IGC permits National Associations to nominate two members to this committee; and appoints a Chief Measurer as principal advisor to this committee.];
  - (7) decide the time and place for the next meeting of the Committee and cause the Secretary to ensure that notice of this meeting be sent to all members of the Committee.
- F. At meetings of the Committee the presence in person of five of the Elected

Members and Appointed Members shall constitute a quorum; but the affirmative votes of a majority of the Elected Members of the Committee and the Appointed Members of the Committee, in person or by proxy, shall be required for approval of any substantive motion; provided, however, that at any time that the Committee shall have eighteen or more Elected and Appointed Members, a quorum shall consist of the presence in person of one-third of the number of such Members.

- G. The Committee shall have the power to make recommendations to National Associations and to the Members in General Meeting, or by post, for alterations in or additions to these Rules.
- H. Subject always to the Rules Governing the World Championship elsewhere herein set forth, the Committee shall arrange an annual World Championship of the Class and coordinate such National or Regional Championships as may be required and all matters pertaining to International Championships shall be settled by the Committee in consultation with the sponsoring club or clubs and/or the relevant National Authority.
- I. Owing to the difficulties of attendance at meetings of an international body, at least six week's notice of the date, place and agenda for any meeting of the Committee must be given and may be given by electronic communication or by any other method of communication deemed appropriate by the Secretary to each Committee Member. Business will mainly be conducted by correspondence which shall always be circulated through the secretariat. Any Committee Member not answering a motion communicated to him in writing within six (6) weeks of the date of sending shall be deemed to have agreed to such motion. All communications to countries outside that of the secretariat shall be sent by electronic communication or by mail.
- J. Acceptance of a certificate by an Owner or Joint Owner shall ipso facto render him or them subject to the jurisdiction of the Association and of the Committee in any matter pertaining to these Rules.
- K. Until December 31, 1975, a Launching Committee had the powers and responsibilities of the International Governing Committee.

7. **EXPENDITURE CONTROLS**

The making of payments and receipts of monies shall be validly evidenced only by the signature of the Treasurer or his deputy as appointed by the Committee, and payments of monies exceeding the sum of \$100 (U.S. Currency) shall additionally require the separate signature of the Chairman or the Secretary.

8. **CONDUCT OF MEETINGS OF THE ASSOCIATION**

- A. The Annual General Meeting of the Association shall be held each year at an International Championship or other regatta of the Class, or any other place judged by the Committee to be most convenient to the majority of

Members of the Association. The precise date, time and place being at the Committee's discretion.

- B. A Special General Meeting may be called by the Chairman; or Class Secretary upon receipt by the Class Secretary of a request by electronic communication or in writing signed by not fewer than fifteen Active Members of the Association.
- C. At least eight (8) weeks' notice in writing shall be given to Members of any Annual or Special General Meeting.
- D. At any General Meeting, decisions other than those taken at an Annual or Special General Meeting as provided under Rule 13(C), shall be carried by a majority vote, in person or by proxy, of the whole number of Active Members. Voting shall be by a show of hands unless a poll is demanded by not fewer than three of the Active Members present. At any Meeting the Chairman shall have a casting vote. The secretariat shall be responsible for circulating all Members, or in the case of Committee Meetings, all Committee Members, with the result. In the event of a ballot by electronic communication or a postal ballot, all returns shall be made to the secretariat within four weeks of the date of posting the ballot paper.
- E. At any General Meeting of the Association, the presence in person of 21 Active Members shall constitute a quorum.

9. **ACCOUNTS**

- A. The Committee shall cause true Accounts to be kept giving full particulars of:
  - (1) all monies, assets and liabilities of the Association;
  - (2) all monies received and expended by the Association and of the matters in respect of which such receipts and expenditures arise;
  - (3) all sales and purchases of goods by the Association.
- B. The Committee shall cause to be prepared and laid before the Members at every Annual General Meeting of the Association an annual financial statement.
- C. A copy of the annual financial statement, duly reviewed or audited by independent auditors, which is to be laid before the Members in General Meeting shall, not less than 21 days previous to such General Meeting, be sent to every Active, Associate and Honorary Member of whose address the Committee is aware.

10. **PROTECTION OF "ONE-DESIGN"**

- A. The International Etchells Class Rules Pertaining to One-Design Control (herein called "the One-Design Rules"), as in effect from time to time in accordance with procedures approved by the ISAF, are hereby made a part of these Rules as though fully set forth herein. The One-Design Rules

contain measurement details and procedures whose integrity is the active responsibility of all Members, requiring them therefore to advise their respective National Authorities and, when appropriate, the Committee, of defects and anticipated problems discerned therein and of known violations thereof.

- B. The Association shall collaborate with the ISAF and National Authorities in the allotment and issue of serial Class numbers for International Etchells yachts as they are built, and in the keeping of the Class Register and the Register of Builders.
- C. The Committee shall issue, subject to its periodic revision, and shall distribute to each National Association, or make available on the official class website, the "Rules Governing the World Championship and Other Sanctioned Events as Applicable." Such rules in effect from time to time shall bind all National Associations in district eliminations and other cases to which they are applicable.
- D. Each National Association shall provide to the Committee at least biannually an up to date copy of all governing instruments (e.g., constitution, by-laws and rules) of such National Association. If the Committee recommends changes in any such instruments in the interest of One-Design integrity or the best interests of the Association as a whole, such National Association shall promptly take full reasonable account of such recommendations.

11. **CONDUCT OF ELECTIONS TO THE COMMITTEE**

- A. Nominations. Each National Association shall be sent one official nominating form for Elected Members of the Committee at such time as may be ordered by the Chairman, returnable to the Secretary before a specified date. Unless the Committee otherwise approves, nominating forms shall be sent to the National Associations before 1 September and be returnable before 1 October in each year in which an election is held. Each National Association shall prescribe its own procedures for selecting its nominees in a timely manner. Nominations may be made only on the official nominating form.
- B. Eligibility. A nominee must be an Active Member of the Association at the time of nomination and at the time of voting. A nominee, before his name can be placed on the ballot, must certify in writing that he is willing and able to serve if elected. A nominee must be in a position to attend at least one Committee meeting per year at the Central Office of the Association.
- C. Voting. Not later than November 10, in each year in which an election is held, each Active Member shall be sent by electronic communication or by post, where necessary, an official ballot, listing all qualified nominees, at his address on the official records of the Association. To be counted,



ballots must be returned to the office of the Secretary, or to such other person as the Committee may designate in a communication accompanying the ballot, on or before December 10. The ballots shall be properly completed and returned by electronic means or post.

- D. Election. The ballots shall be counted by the Committee on December 10 (or the Monday following, if this date falls on a Saturday or Sunday) at such hour and place as the Committee may designate in the manner required for calling a regular meeting of the Committee. The votes shall be tabulated by three or more inspectors of election appointed by the Committee for the purpose, who are not candidates for office and who are, if possible, members of different National Associations. The qualified nominees, up to the number constituting the number of Elected Members established by Rule 6(B)(1), receiving the greatest number of votes shall be elected.
- E. The Association shall give priority to electronic communication for its notices and ballots.

## 12. **SANCTIONS**

- A. Suspension. A Member may be suspended by the Committee for gross violation of the Rules or for unsportsmanlike conduct, or, after due warning, for willful and persistent disregard of rulings. The duration of a suspension is fixed by the Committee, but may not exceed the Committee's own term of office, but the suspension may be extended by the succeeding Committee. Notwithstanding the foregoing, a suspension may be terminated by a majority vote of the delegates at a General Meeting.
- B. Expulsion. A Member may be expelled by three-fourths vote of the delegates at an Annual General Meeting, with or without cause.
- C. Removal from Office. Any officer may be removed from his office or offices by the Committee for a willful and unjustifiable act of commission or omission detrimental to the Association, the Class or any of their respective members.

## 13. **AMENDMENTS OF ASSOCIATION RULES**

- A. Proposals for the amendment of the Association Rules may be made only by:
  - (1) the International Sailing Federation, Ltd. or
  - (2) the Committee (as defined in 3(E) herein) or
  - (3) a National Association following the affirmative vote of at least a majority of all its eligible voting members at a duly convened meeting of such National Association and following compliance with all other requirements established by such National Association in connection with the making and approval of

proposals of amendment.

- B. The proposed amendment must be filed with the Committee in writing. The Committee shall thereafter publish such proposed amendment in the notice given for the first ensuing Annual or Special General Meeting that is scheduled to convene at least twelve (12) weeks after the date of receipt of the proposed amendment by the Committee. The requirements of Rule 8(C) of these Rules shall apply to require at least eight (8) weeks' notice to the Members of the placement of such proposed amendment on the agenda of such Annual or Special General meeting.
- C. To be approved at such Annual or Special General Meeting, the proposed amendment must receive the affirmative votes of at least one-half of the Active Members present or represented at the Annual or Special General Meeting. If such proposed amendment is so approved, then within a reasonable time it shall be submitted in writing to all the Active Members for a vote by ballot. To be approved by the Active Members, the proposed amendment must receive the affirmative vote of two-thirds of the written ballots properly completed and filed with the secretariat within forty-five (45) days following the date on which the mailing of ballots to the Active Members was completed. Only the written ballots of Active Members entitled to vote shall be considered.
- D. If a duly proposed amendment to these Rules has been approved at an Annual or Special General Meeting and by the Active Members as herein above provided, then it shall take effect on March 1 next following the later of:
  - (1) the approval by Active Members as hereinbefore provided and
  - (2) approval by the International Sailing Federation ("ISAF") in accordance with the then outstanding agreement between the Association and ISAF.Notice to such effect may be posted on the official class website and sent by the Association to each National Association and then by the latter to their respective Members, without undue delay.
- E. Any Active member for or against a proposed amendment may set forth his views at his own expense on one sheet of typed or printed matter in sufficient number of copies to be enclosed with each Member's notice of the Annual or Special General Meeting at which such amendment is to be voted upon, or to be enclosed with each Active Member's ballot thereafter sent as provided in (C) above; provided, however, that the Committee shall have the discretion to select one or more representative expressions of views for inclusion in such mailings if it judges that the added mailing expense to the Association would be excessive were all such expressions to be included.
- F. Notwithstanding the foregoing provisions of this Rule, no amendment of these Rules shall take effect without the unanimous prior written approval

of the Elected Members and Appointed Members of the Committee, in addition to the approvals herein before provided for, if such amendment would:

- (1) change Rule 2 or Rule 4(F) of these Rules or
- (2) render ineligible for racing an Etchells or a Member whose eligibility had been clearly established under these Rules and whose status could not reasonably be changed to conform with the proposed amendment or
- (3) retroactively affect adversely the right of any Member or any National Association or
- (4) diminish the jurisdiction of the Association as set forth in these Rules.

G. If the timely discharge of obligations of the Association to the ISAF (or any affiliate or representative organization of the ISAF) that are undertaken in respect of proposed amendments operates to prevent the handling of any such proposed amendment on the schedule established in this Rule, then the Committee is authorized and directed to extend (but not shorten or accelerate) any one or more of the periods or dates herein established for processing of such proposed amendment only.

H. References to mailed or written communication in Rule 13 of these Rules may include Electronic Communication or post, and the Association shall give priority to Electronic Communications for its notices.

#### 14. NOTICE

- A. Where under these Rules the Class Secretary is required to give written notice to any person or body, such notice shall be deemed for the purpose of these Rules to have been given if it is given by Electronic Communication or by post so that:
- (1) if it is given by Electronic Communication it shall be deemed to have been given 24 hours after the Class Secretary has successfully dispatched the Electronic Communication whether or not it shall in fact have been received by the person or body concerned within that time or not at all;
  - (2) if it is given by post it shall be deemed to have been given on the 7<sup>th</sup> day after the Class Secretary shall have posted such notice by first class mail or air mail 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;
  - (3) provided that that the Class Secretary shall only be entitled to give notice to a person or body by way of Electronic Communication if that person or body shall have provided (and not withdrawn) the address or number for the Electronic Communication to the Association.
- B. The Association shall give priority to Electronic Communication for its notices.

15. **PURPOSE**

Notwithstanding any other provision of these Association Rules, the Association is organized exclusively to foster national or international amateur sports competition (but only if no part of its activities involve the provision of athletic facilities or equipment) as specified in section of 501(c)(3) of the U.S. Internal Revenue Code of 1954, and will not carry on any activities not permitted to be carried on by an association exempt from Federal income tax under section 501(c)(3) of the U.S. Internal Revenue Code of 1954. Upon the dissolution of the Association, the Committee shall, after paying or making provision for the payment of all of the liabilities of the Association, dispose of all assets of the Association in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, scientific or amateur sports purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the U.S. Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) as the Committee shall determine.