

## **Constitution**

### **Article I – Name**

1. The name of this organization shall be the International Multihull Council. Hereinafter, the Council may be referred to as the “Council”. It is an association of national and international multihull class associations.

### **Article II – Purpose**

The purpose of the Council is to promote catamaran sailing and racing. To this end the Council will agree matters of common interest, present the views of the membership to third parties, provide representatives on national and international bodies, arrange sponsorship and lobby for changes in the interests of the membership. The Council intends to complement the activities of clubs, classes, national and international sailing and sporting authorities.

The purpose on the Council includes:

1. To promote and support the interests of those who sail multihulls.
2. To provide a forum for those who sail multihulls, as well as manufacturers of multihull boats, spars and sails, to discuss matters of interest and exchange information.
3. To advise and coordinate with the committees, councils, directors and staff of relevant sporting organizations in matters which affect member organizations.
4. To help develop and maintain handicap rating systems for multihulls.
5. To recommend the establishment of national championship events and qualifying criteria.
6. To formulate and promulgate safety programs for multihulls.
7. To promote sailing and race training programmes.

### **Article III Definitions**

1. "Multihull" shall refer to yachts of two or more hulls. It shall include but not be limited to catamarans, trimarans, and proas.

### **Article IV – Membership**

**Section One – Description.** The membership of the Council shall be as follows:

1. Full Membership
  - a) National Multihull Class Associations holding national championships for at least three classes with a minimum of ten entries each in the past year.
  - b) International Multihull Class Associations recognized by ISAF.
2. Affiliate Membership
  - a) Manufacturers of Multihull Classes
  - b) International Multihull Class Associations
  - c) National Class Associations

3. Full Members shall be entitled to appoint from their membership one Representative to the Council and an alternate for such representative if it so chooses.
4. Members of the Executive Committee shall be members of the Council.

### **Section Two – Terms of Office.**

Terms of office for the Executive Committee of the Council are described in Article V, Section Two.

## **Article V – Officers**

### **Section One – Officers, Executive Committee and Duties.**

1. The Officers of the Council shall be a President, Vice President, Secretary General and Treasurer, who shall be elected at the annual meeting of the Council.
2. The Executive Committee shall consist of five persons comprising the officers of the Council and one other. No more than two persons from the same country shall be appointed.
3. The President or, in his absence, the Vice President shall preside at all meetings of the Council and the Executive Committee.
4. The President shall be a member of the Council.
5. The Secretary General shall keep a record of all proceedings at all meetings. Minutes of all meetings shall be distributed promptly to all Executive Committee and Council members.
6. The Executive Committee may act on all matters that do not require a vote of the full Council. The Executive Committee will report all votes to the Council at its next meeting. Action may be accomplished by a majority vote of the entire Executive Committee by means of email, telephone, fax or a special meeting.
7. All persons serving on the Executive Committee shall be Representatives of National Multihull Class Associations.

### **Section Two – Terms of Office.**

1. The term of office for Council Officers shall be one year or until the election of their successor. They shall be elected by a majority vote of the Council members at the annual meeting.
2. No member shall be eligible to serve more than three consecutive terms in the same office

### **Section Three – Vacancies.**

A vacancy in the office of President shall be filled by the Vice-President automatically assuming the office of President for the remainder of the term. A vacancy in the office of Vice-President shall be filled by election at the next annual meeting. A vacancy in the office of Secretary General shall be filled by appointment by the Executive Committee for the remainder of the term. For the purposes of the term limits contained in Section Two above, service of half a term or less in an office shall be ignored, and service of more than half a term shall be considered a full term.

## **Article VI – Meetings**

### **Section One – Annual Meeting.**

An annual meeting shall be held not later than twelve months after the previous meeting. The purpose of the meeting shall be for elections and the conduct of such other business as may legally come before the meeting. No later than thirty days before the meeting, the Secretary shall cause the notice and agenda of

the meeting to be posted on the Council website and sent electronically or through other means to the Officers and Executive Committee of the Council.

### **Section Two – Special Meetings.**

Special meetings of the Council may be called by the Executive Committee.

### **Section Three – Quorum.**

1. Representatives from at least five members shall constitute a quorum for meetings of the Council. Written proxies without an individual representative cannot be used to establish a quorum. Action shall be by a majority vote of members and proxy votes. Telephone conference attendance (as described in Section Five below) may be used to establish a quorum.
2. A majority of the members of the Executive Committee shall constitute a quorum for meetings of the Executive Committee. Written proxies without an individual representative cannot be used to establish a quorum. Action shall be by a majority vote of members and proxy votes.
3. Proxies shall be in writing, may be in the form of a fax or electronic mail, and shall be delivered to the Secretary no later than the roll call of the meeting at which they are in effect.

### **Section Four – Transaction of Business by Telephone and Other Means**

1. Telephone Conference. Any member of the Council may participate in a meeting of the Council by means of conference telephone or similar communications equipment allowing all persons participating in the meeting to hear each other at the same time. Participation by such means shall constitute presence in person at a meeting.
2. Electronic Mail. The Council Executive Committee shall have the authority to conduct business by electronic mail provided that all communications by any members are copied to all other members of the Committee and that any decisions made using this method shall be made by the affirmative vote of at least sixty percent of the entire membership of the Committee. Decisions made using this method shall be incorporated in the minutes of the next meeting of the Council.

## **Article VII – Elections**

### **Section One– Positions.**

The members of the Executive Committee shall be elected at the annual meeting.

### **Section Two – Nominations.**

Persons wishing to be nominated shall inform the Secretary General in writing or by email. Independent nominations of candidates meeting may be made. The Secretary General shall make available the list of nominees to all members of the Council not later than thirty days prior to the meeting at which the election shall take place. Posting said list on the website shall be construed as meeting this requirement.

### **Section Three – Voting.**

1. Each member of the Executive Committee shall have one vote at Executive Committee and Council meetings.
2. Each member of the Council shall have one vote at Council meetings.
3. Affiliate members are not entitled to voting rights.

## **Article VIII – Committees**

Special committees may be appointed by the Executive Committee.

### **Article IX – Legal Authority**

The official language of the Council is English. The word “shall” is mandatory and the word “may” is permissive. Any disputes shall be subject to the exclusive jurisdiction of the courts of England and Wales and shall be governed by English law. In as far as they are consistent with English law and these bylaws, the rules contained in the current edition of Robert’s Rules of Order Newly Revised shall govern the Council in all cases to which they are applicable.

### **Article X – Amendment of Bylaws**

These bylaws may be amended at any annual or special meeting called for such purpose, by a two-thirds vote of the members present in person or by proxy, provided that the proposed amendment was included with the notice of the meeting. Such approved amendment shall become effective once posted on the Council website.

Adopted 12<sup>th</sup> February 2008