**International Topper Class Association**

**( Ireland )**

**CONSTITUTION**

1. **NAME**

1.1 The Association shall be called the ITCA ( IRL ), hereinafter called the Association

# 2. OBJECTS

2.1 The objects of the Association are:

1. to promote and further interests of the one-design International Topper sailboat designed by Ian Proctor (the Topper 5.3m2 & 4.2m2 rig);
2. to provide a medium for the exchange of information between Topper owners and

sailors;

1. to promote and develop Topper Class sailing and racing;
2. to act as the National Topper Class Association for IRL for the purposes of the Constitution of the International Topper Committee;
3. to represent the interests of Topper Sailors / Association Members in Ireland in all sailing matters at both National and International level;
4. to take such further action relative to the above objects as may from time to time be considered desirable.
5. **MEMBERSHIP**
	1. There shall be the following categories of member:
		1. Individual Member being a person who owns or sails an International Topper;
		2. Family Member being each of two or more people within a direct family (i.e. siblings or parent/guardian and their children) who own or sail an International Topper and who are normally resident at the same address;
		3. Group Member being collectively the members of a school, youth or training organisation (including a bona -fide training division of a sailing club owning its own boats) using the organisation’s International Toppers;
		4. Associate Member being a person resident in IRL but not normally actively sailing a Topper;
		5. Honorary Member being any person who does not fall into the above

categories but who is elected or co-opted to serve on the ITCA ( IRL ) Committee;

* + 1. Honorary Life Member being a person nominated by the Committee for a significant contribution to the International Topper Class and elected by the Association at a General Meeting.
	1. Each member shall pay the appropriate annual subscription and, on payment of the annual subscription, shall be entitled:
		1. to a single vote in all matters that are to be determined by voting;
		2. to receive at their last registered address one set of any papers or other material distributed by the Association, whether by post, email or other appropriate form of electronic communication. Where a member has given their email address (or other form of appropriate electronic media contact details) then that method will be assumed to be an adequate method of contact.
		3. subject to the conditions detailed in clause 3.3, to participate in any Association restricted event;
		4. otherwise to participate fully in the affairs of the Association receiving all benefits of membership and sharing its obligations.
	2. For any Association restricted event:
		1. an Individual, Family, Honorary, or Honorary Life members shall be entitled to enter one boat;
		2. a Group member shall be entitled to enter any number of boats subject to such conditions as the Committee may determine;
	3. The Membership Year shall run from 1st January to 31st December and anyone joining between those dates will be expected to pay the full subscription for the year, membership will run until the following year. Daily membership is available if required at Travellers.

# 4. ITCA ( IRL ) COMMITTEE

4.1 The management and administration of the Association and its affairs shall be vested in a Committee (the Committee) which shall have absolute discretion subject to any directions that may be given to them at a General Meeting of the Association or by the International Committee.

4.2 Subject to clause 3 hereof, the Committee shall be constituted as follows:

1. a minimum of 4 and maximum of 10 Individual Members, Honorary Life Members or representatives of Family or Group Members to be elected at the Annual General Meeting in accordance with clause 6 hereof;
2. the designer or his representative ex-officio;
3. such other Individual Members, Honorary Life Members, representatives of Family or Group Members, or non-members not exceeding [number] in number as the Committee may from time to time co-opt.
	1. At their first meeting after each Annual General Meeting, or after a vacancy has otherwise arisen, the Committee shall elect two of their number to be respectively Chair and a Vice-Chair , unless they resign or cease to be members of the Association, shall hold office until their respective successors are appointed. In the event of either resigning or ceasing to be a member of the Association, the Committee shall elect one of their number to fill the resulting vacancy at their next meeting. Any person so elected shall thereupon cease to hold any appointment of Area representative he might hold. At the same meeting the Committee shall seek to fill any vacancy that may then exist for Area representatives.
	2. The Committee shall normally meet not later than 6 weeks after the AGM at such venue, at such time and on such day as the Chair shall determine and thereafter shall meet as often as may be necessary in accordance with arrangements to be decided by the Committee.
	3. At least 14 days notice in writing of any meeting shall normally be given by the Secretary to each member of the Committee, such notice to set out the business to be transacted at that meeting.
	4. The quorum at any meeting shall be 4 members of the committee. All members of the committee shall enjoy full voting rights at committee meetings.
	5. The Committee shall appoint a Secretary who will be a committee member on such terms and conditions as they may agree to be responsible for the day to day administration of the affairs of the Association. Between meetings, the Secretary shall in any case of doubt consult the Chair or, in his absence, the Vice-Chair and act in accordance with any specific instruction they may give on behalf of the Committee, such instructions to be reported to the next meeting.
	6. The Committee shall appoint such other key staff members as they see fit to ensure the objectives of the Association are who will also be members of the committee.
	7. The Committee from amongst their number may appoint a representative to serve on the International Committee.
	8. All members of the Committee shall be entitled to their reasonable expenses of attending meetings of the Committee or undertaking other duties at the request of the Committee, and the Chair, Vice-Chair and other holding Honorary appointments shall be entitled to reasonable expenses incurred as a result of those appointments but otherwise no payment shall be made to or received by any members of the Committee save those appointed under either clause 4.7 or 4.9.

# 5. GENERAL MEETINGS

5.1 The Annual General Meeting of the Association shall be held at such venue, at such time on such date in each calendar year after 1st July and before 1st October as the Committee may determine.

5.2 A Special General Meeting of the Association shall be held at such venue, at such time and on such date as the Chair or in default the Vice-Chair of the Committee, shall determine within 56 days of the Secretary receiving a demand in writing stating the business to be transacted and signed by not less than 4 members.

5.3 At least 28 days notice in writing of any General Meeting shall be given by the Secretary to each member of the Association, such notice is to set out the business to be transacted at that meeting.

5.4 The Chair of the Committee or in his absence the / a Vice-Chair, shall preside at any General Meeting. If neither is present, then those members attending the meeting shall appoint one of their numbers to preside.

5.5 The business to be considered or transacted at an Annual General Meeting shall include:

1. the annual report of the Chair of the National Committee;
2. the audited accounts of the Association for the preceding financial year;
3. the appointment of an auditor;
4. the election of Individual Members, non-members (who then become honorary members), honorary, Honorary Life Members or representatives of Family or Group Members to serve on the Committee until the next Annual General Meeting unless before that they resign or cease to be a member of the Association;
5. any proposal of the National Committee or of the International Committee;
6. any proposal by a member notified to the Secretary not less than 56 days before the meeting.

5.6 Unless otherwise provided for in this Constitution, voting at any General Meeting shall be by show of hands, a simple majority of those voting being required.

# 6. FLAG OFFICERS

6.1 Any member so elected unless he retires or ceases to be a member of the Association at an earlier date, shall hold office until the Annual General Meeting five years later when he shall be eligible for re-election for one further five year period.

# 7. FINANCE

7.1 The financial year of the Association shall be September to September.

7.2 A statement of account for each financial year shall be circulated by the Secretary to all members of the Association in the following year whether or not the accounts have by that date been audited or approved by the Committee.

7.3 The annual subscription rate shall be determined by the Committee who may determine different rates for different categories of membership and for different types of organisation.

7.4 Subscriptions shall be due on 1st January.

7.5 The Treasurer will reconcile the finances, normally on a monthly basis, but certainly on no less frequently than a quarterly basis and provide regular reports to the ITCA ( IRL ) Committee.

7.6 The Association may be dissolved at a general meeting by the members present, by a two thirds majority in favour of such dissolution.

7.7 If upon dissolution, there is any remaining assets after the satisfaction of all debts and liabilities, the same shall be paid or distributed to RNLI for the benefit of their charitable work as they see fit.

# 8. TOPPER MEASUREMENT RULES

8.1 The Committee shall collaborate with World Sailing (WS), the ITCA, the Designer and Copyright Holders to maintain the one-design principle as established by the Class Rules so as to ensure as far as possible equal performance between boats within the Class.

8.2 The Committee in accordance with the Class Rules may in cases of doubt seek interpretations of those Rules from the International Topper Class Committee (ITCC) or WS and may pending a decision give such interim guidance relating to the issue as may be considered by it to be in the best interests of the Class provided that the guidance shall not be operative outside the Association’s area or in relation to international events.

8.3 Any proposal to the ITCC for an amendment of the Class Rules shall be considered first by the Committee and then by the Association in General Meeting at which it shall require the approval of two thirds of those members present and voting.

# 9. CHAMPIONSHIP RACING

9.1 Any National Championship shall, and at the discretion of the Committee any Area Championship or other event may, be restricted to Association members.

9.2 At any event which is restricted to Association members, a valid membership card and measurement certificate shall be produced to the Race Committee before the entry is accepted.

9.3 At any event which is restricted to Association members, and at the Committee’s discretion, entries may be accepted from non-members provided that the entrant shall pay a Temporary Membership subscription. The Temporary Membership subscription rate shall be determined by the National Committee who may determine different rates for different events. Temporary Membership shall entitle the Temporary Member to participate in a single specified restricted event only and enjoy the same benefits and obligations as Members for the duration of that event.

9.4 National and Area Championships shall be held at venues and on dates approved by the Committee and shall be organised and sailed in accordance with any directions of the Committee.

9.5 An Area Championship shall be held each year in each Association area or combination of areas agreed by the National Committee.

# 10. CONSTITUTIONAL AMENDMENTS

10.1 This Constitution may not be altered except by a proposal approved by the Committee and carried with the consent of two thirds of those members present at a General Meeting. The detail of any such proposal and the reasons for it shall be set out in full on the agenda for

any General Meeting at which it is considered.

10.2 Any such proposal may be amended by a simple majority of those present and voting but in the event of such an amendment the proposal as amended shall be treated in accordance with the terms of clause 3 hereof as a proposal not previously considered and approved by the Committee unless the Chair in his absolute discretion directs that the amendment to the proposal is of no great significance.

10.3 Any proposal for the amendment of the Constitution which has not previously been considered and approved by the Committee shall, after debate at the General Meeting at which it is approved, stand referred to the Committee for consideration and report to the next Annual General Meeting.

# 11. DEFINITIONS

11.1 WS shall mean the World Sailing

11.2 The ITCA shall mean the International Topper Class Association.

11.3 The ITCC shall mean International Committee of the International Topper Class Association

11.4 The Association shall mean the ITCA ( IRL ).

11.5 The Committee shall mean the National Committee of the Association.

11.6 The Class shall mean the Class of sailboats known as the International Topper designed by Ian Proctor and made in accordance with his drawings and specifications.

11.7 The Designer shall mean Ian Proctor Designs Ltd.

11.8 The Copyright Holders shall mean the person or persons at the time owning the drawings and specifications of the International Topper and any copyright therein.

11.9 The Class Rules shall mean the Rules for the time being approved by WS to control the construction and racing use of the International Topper.