

THE CONSTITUTION OF THE INTERNATIONAL GP14 CLASS ASSOCIATION

April 2024

1. Name—The name of the Association shall be 'The International Yachting World General Purpose 14ft. Sailing Dinghy Class Association' and the short title which may be used on all occasions shall be 'The International GP14 Class Association'.

2. Objects—The objects of the Association shall be:

To promote and facilitate the interests of the GP14 Class and to represent the interests of the owners of GP14 Class boats as follows;

(a) To encourage and develop the use of the Yachting World General Purpose 14ft. Sailing Dinghy designed by Jack Holt (hereinafter called 'the Boat') as a one design sailing dinghy whilst preserving its character as a general purpose dinghy.

(b) From time to time to determine the specifications of the hull, sail plan, weight, spars, rigging and fittings of the Boat.

(c) To establish a Register of Boats complying with the specification and to issue Class Certificates.

(d) To sponsor annual championship events and any other meetings thought fit.

(e) To authorise in places approved by the Committee and to encourage the formation of Branches of this Association and to delegate to such Branches such rights and responsibilities as the Committee from time to time think fit. A list of Branch Associations outside Great Britain is appended to this Constitution and updated annually

3. Officers—The Officers of the Association, who shall be Full members of the Association, shall consist of a President, one, two or three Vice Presidents, a Secretary and a Treasurer who shall be elected by the Annual General Meeting and shall hold Office until the conclusion of the next Annual General Meeting. The offices of Secretary and Treasurer may be held by one person. No person may hold the Office of President for more than three consecutive years. The Annual General Meeting may elect as additional Vice Presidents the President or Chairman for the time being of any authorised Branches of the Association. All officers of the Association shall be eligible for re-election.

4. (a) The Committee of the Association shall consist of:

(i) The Officers

(ii) Up to 5 Directly Elected Members

(iii) The Chief Measurer

(iv) Two Past Presidents

(v) The Secretary for the time being of any authorised branch of the Association

(vi) A directly elected member to represent non-racing interests.

(vii) The Five Area Representatives, whose role is to manage the Class in GB (The election procedure for these representatives is defined in Article 6 below)

Four, not including the GB Area representatives, shall form a quorum and the Chairman shall have a casting vote.

b) Nominations for the Officers and Directly Elected Members must be submitted to the Hon. Secretary in writing, signed by a proposer and seconder, and accompanied by the written consent of the nominee not less than 21 clear days before the date of the AGM. If the number of nominations does not exceed the number of positions available, the Chairman shall declare those nominated to be elected. When an election is necessary, voting shall be by simple majority of those members present and voting at the Annual General Meeting.

(c) The two Past Presidents shall be nominated by the Past Presidents.

(d) The Chief Measurer shall be appointed by the Committee.

(e) Area Representatives for Great Britain shall be elected annually by each Championship Area at a meeting held within the Area in each year. In the event of any Area failing to elect its Representative on the Committee. by the 30th November, the

Committee shall co-opt a member from that Area at its first meeting following that date.

(f) In pursuance of the authority vested in the Committee by Members of the Association, Members of the Committee shall be indemnified by the Members of the Association out of the assets of the Association from and against any liability, costs, expenses or payments whatsoever which may be properly incurred or made by them or any one of them in the exercise of their duties on behalf of the Association wherever the contract is of a duly authorised nature or could be assumed to be of a duly authorised nature and entered into on behalf of the Association.

Should the assets of the Association be insufficient to satisfy such liability, costs, expenses or payments the Committee shall be entitled to a personal indemnity from the individual Members of the Association..

The limit of any individual Member's indemnity in this respect shall be a sum equal to one year's subscription at the then current rate of that category of Membership unless the Committee has been authorised to exceed such limit by a General Meeting of the Association

5. Powers of the Committee—The Conduct of the Association shall be in the hands of the Committee which may (inter alia).

(a) appoint any insecure officers ex officio, who shall thereupon become honorary members.

(b) co-opt additional members not exceeding three in any period of twelve months commencing on the 1st October in addition to any members co-opted in accordance with Article 5 (i) who shall thereupon become Members if not already members in one of the classes enumerated in Article 8.

(c) appoint sub-committees and delegate to them such powers as it thinks fit.

(d) To establish Terms of Reference for the conduct of the Committee and any sub committees and the officers.

(d) fill any casual vacancy.

(e) grant such honoraria and pay such travelling and out-of-pocket expenses as it thinks proper

(f) manage the affairs of the Association in Great Britain

(g) The Committee shall endeavour to ensure that the following clause is incorporated into every lease, contract, licence or other agreement entered into by the Committee and/or Trustees of the Association as appropriate.

"The liability of the Committee/Trustees for the performance of any contractual or other obligation undertaken by them on behalf of the Association shall be limited to the assets of the Association."

6. Administration

International Association

GP14 Class Associations outside Great Britain will have their own management structure for officers and committees. Meetings of the General Committee of the International Class Association will consider the views of the Branch Class Associations in all matters affecting their members. Decisions cannot be made or voted on at the General Committee without non-GB Branch representation.

Great Britain

For administrative purposes Great Britain shall be divided into five Championship Areas by a series of lines drawn from; Maldon Essex to Ross on Wye, along the line of the Welsh Border, from Ellesmere (through Nantwich and Buxton) to Skegness, and along the Scottish Border. These areas shall be named:

- Scottish Area (North of the Scottish border)
- Northern Area (South of the Scottish border to a line from Ellesmere to Skegness)
- Midland Area (East of the Welsh border and between North and South Areas)
- Welsh Area (West of the Welsh border)
- Southern Area (South of a line between Malden Essex to Ross on Wye)

A program of championships shall be organised each year on a regional basis, the number and format of such events to be decided by the Committee. Each Area Representative shall arrange an annual Members meeting to decide future Area activity and select a continuing Area Representative.

7. Accounts. The Treasurer for the time being shall be responsible for maintaining proper books of account in respect of all income and expenditure and assets and liabilities of the Association. Accounts of the Association shall be prepared in respect of each financial year so as to give a true and fair view of the state of affairs of the Association at the end of the financial year and of its transactions for the year then ended.

Two Reviewers shall;

- i) Be appointed at the Annual General Meeting in each year and shall be two appropriately experienced/qualified members of the Association other than the Treasurer or Committee members.
- ii) Review the accounts of the Association when called upon to do so and shall give certificate of assurance as to the accuracy of the said accounts as shall be required by law or by the Committee.
- iii) If either unwilling or unable to act, inform the Committee who shall appoint a substitute to hold office until the termination of the next Annual General Meeting.

8. Membership—

(a) Membership shall be made up of the following classes:

- (i) Full Membership which shall be open to any person wishing to support the objects of the Association.
- (ii) Honorary Membership which may be conferred by the Committee on such persons and for such time as the Committee shall think fit.
- (iii) Group Membership which shall be open to any yacht or sailing club approved by the Committee.
- (iv) Life Membership 'That Life Membership is no longer available to members with effect from 1st July, 1980'.
- (v) Youth Membership which shall be open to any person wishing to support the objectives of the Association and who will not attain their 22nd birthday during the calendar year for which the subscription is applicable.
- (vi) Associate Membership which shall be open to any person wishing to support the objectives of the Association.

Only Full, Life, Group or Youth Members may register a boat with the Association.

(b) All subscribing members shall be entitled to attend a General Meeting and to participate therein. Full members and Life members shall have one vote. Youth and Associate members shall have one vote. Honorary and Group members shall have no vote.

(c)

- (i) **Conduct of Members**—Every member, upon election and thereafter, is deemed to have notice of, and by implication undertakes to comply with, the Association Rules and Regulations. Any refusal or neglect to do so, or any conduct which in the opinion of the Committee is either unworthy of a member or otherwise injurious to the interests of the Association shall render a member liable to expulsion by the decision of that committee.
- (ii) **Expulsion of Members**—Providing that before deciding to expel a member, the Committee shall call upon a member for a written explanation of the member's conduct and shall give the member full opportunity to make explanation to the Committee or resign. A resolution to expel a member shall be carried by a simple majority vote by those members of the committee present and voting on the resolution.

9. Association's Year—The Association's year shall be the calendar year. For accounting purposes, the financial year of the Association shall end on 30th September in each year.

10. Trustees—There shall be five Trustees of the Association, any three of whom may act. The first Trustee shall be appointed at an Annual General Meeting.

The property of the Association (other than cash in the custody of the Treasurer) shall be vested in the Trustees to be dealt with from time to time as the Committee shall direct by resolution made at a Regular Meeting of the Committee as defined by the Committee Standing Orders and confirmed at a subsequent Regular Meeting or at an Additional Meeting as defined in the Committee Standing Orders held not less than eleven weeks after the Regular Meeting at which the resolution was made of which entries in the Minutes on the members page of the website shall be conclusive evidence.

The Trustees may act on a copy of the resolution entered in the Committee's Minutes together with a copy of the subsequent confirming Minute both signed by the Secretary or the President and the Trustees shall not incur any personal liability or responsibility for acting on such evidence. Should the Trustees at any time doubt the propriety of any such direction by the Committee it shall be open to them or any of them to require the secretary of the Association to call an Extraordinary General Meeting or by agreement with the Trustees and the Committee to refer any question to a postal ballot.

The Trustees may either by themselves or their solicitor or other agent require production of the Minutes of the Committee and take extracts therefrom.

All the property of the Association, including land and investments, shall be held by the Trustees for the time being, in their own names so far as it is necessary and practicable on trust for the use and benefit of the Association.

The Trustees shall in all respects act, in regard to any property of the Association held by them, in accordance with the directions of the Committee and shall have the power to sell, lease, mortgage or pledge any Association property so held for the purpose of raising or borrowing money for the benefit of the Association in compliance with the Committee's direction (which shall be duly recorded in the Minutes of the proceedings of the Committee) but no purchaser, lessee or mortgagee shall be concerned to enquire whether any such direction has been given.

The Committee of the Association shall review the financial position annually not later than the Regular Meeting held in May and shall determine what portion of the cash balance held by the Treasurer is available for investment and such sum shall be placed at the disposal of the Trustees.

In pursuance of the authority vested in the Trustees by the members of the Association, the Trustees shall be indemnified by Members of the Association out of the assets of the Association from and against any liability, costs, expenses or payments whatsoever which may be properly incurred or made by them or any one of them in the exercise of their duties or in relation to any property of the Association vested in them, or in relation to any legal proceedings, or which otherwise relate directly or indirectly to the performance of the functions of a Trustee of the Association.

Should the assets of the Association be insufficient to satisfy such liability, costs, expenses or payments the Trustees shall be entitled to a personal indemnity from the individual Members of the Association. The limit of any individual Member's liability in this respect shall be a sum equal to one year's subscription at the current rate of that category of Membership unless the Trustees have been authorised to exceed such limit by a General Meeting of the Association.

The Trustees shall hold office for a period of up to 5 years, renewable by resolution of a meeting of the General Committee of the Association. The Trustees shall hold office until death, resignation, the expiry of their term of office or by removal from office by a resolution of an Annual General Meeting of the Association.

When the number of Trustees falls below five the Committee shall by resolution nominate person or persons to be appointed as new Trustee or Trustees. For the purpose of giving effect to any such nomination, the President for the time being is hereby nominated as the person to appoint new Trustees of the Association within the meaning of Section 36 of the Trustees Act 1925 and he/she shall duly appoint the person or persons so nominated by the Committee.

11. Subscription—

(i) There shall be paid to the Association such fees and such Annual Subscriptions together with such appropriate payments

of VAT as shall be decided by a simple majority at each Annual General Meeting.

(ii) The Committee of the International Association shall consider annually Fees and Subscriptions and shall make recommendations in this respect which recommendations after due publicity shall, without any prior notice, form the motion for consideration at the subsequent Annual General Meeting.

12. Annual General Meeting— An Annual General Meeting shall be held every year. Unless the Committee otherwise determines, it shall be held at the venue appointed for the UK Annual National Championship not earlier than 6 pm on the eve of the first race nor later than 6 pm on the day of the last race. If so held no notice need be given thereof but if held at any other time or place 14 days' notice shall be given to each Member. The business to be transacted thereat shall be:

- (a) to receive the Secretary's Report.
- (b) to receive the Annual Report and Accounts.
- (c) to elect officers.
- (d) to elect Reviewers of the Accounts
- (e) any other business competent to the meeting.

13. Extra-ordinary General Meeting—The Secretary shall call an Extraordinary General Meeting on the direction of the Committee or on receipt of a written request signed by the owners of at least twelve boats stating the purpose for which such meeting is to be called. Such meeting shall be held as soon as practicable. The venue thereof shall be decided by the Committee and fourteen days' notice thereof shall be given. Only that business may be transacted for which the meeting has been called. The Committee may at its discretion substitute a Ballot of the Members (see Article 16) for an Extraordinary General Meeting, if in its opinion the business for which the Extraordinary meeting was requested can be disposed of by such means and shall give at least twenty-one days' notice of its intention to those members requesting the Extraordinary General Meeting before putting the machinery of Article 16 in motion.

14. Alteration of Constitution— Any alteration of these articles shall be passed at an Annual General Meeting by a majority of two thirds at least of those members present and voting. Notice of motion of any alteration of these articles shall be given in writing to the Secretary not later than 1 st May prior to any Annual General Meeting and notice thereof shall be posted on the website and given in writing by the Secretary to each member by post or email at least fourteen days before such meeting.

15. Dissolution—It shall be necessary to give notice of motion as aforesaid of any motion to dissolve the Association and such motion must be passed by a majority of at least three-fourths of those present and voting. The Association is a non-profit-making unincorporated body and, on such dissolution, the assets of the Association shall be paid to the members.

16. Ballot of Members—The Committee or the Association in General Meeting may refer any question to the decision of the Members by a Ballot of the Members subject to the following conditions:

- (a) The Committee shall decide the format of voting papers, by post or by email communication, for each Ballot of the Members
- (b) Voting papers shall be dispatched at least twenty-one days before they are due to be returned.
- (c) Each question submitted shall be susceptible of answer by 'Yes 'or 'No'.
- (d) When a Postal Ballot is held in substitution of an Extraordinary General Meeting, in accordance with Article 13 the Secretary shall send with the voting papers by those Members who had requested the Extraordinary General Meeting, any memorandum which may have been previously supplied in sufficient quantity together with any memorandum directed by the Committee.
- (e) The Secretary shall certify the result of the ballot and publish the result on the members page of the website.

Any questions as aforesaid shall be deemed to have been decided at an Annual General Meeting or an Extraordinary General Meeting as the case may be subject to their having been decided by an appropriate majority of those actually returning ballot papers.

17. Notices—Notices shall be deemed to have been duly served if posted by email and on the members page of the website to the last known address of a Member. In the case of joint owners of boats notice need be sent only to the one named first in the records of the Association. The accidental omission to give notice of a meeting or ballot to, or the non-receipt of notice of a meeting or ballot to, or the non-receipt of notice of a meeting or ballot by, any person entitled to receive notice shall not invalidate that ballot or the proceedings at that meeting.

Appendix to Int GP14 Class Association Constitution

Branches of the International Association outside Great Britain at January 2024

Ireland

Sri Lanka

Australia

United States of America