

Constitution for INTERNATIONAL 2.4mR CLASS ASSOCIATION 10 FEBRUARY 2024

This Constitution operates within the World Sailing Regulations, and in particular Section 10.5 Regulations on Administering World Sailing Classes. Information about the International 2.4mR Class Association is found at www.inter24metre.org.

The International 2.4mR Class Association manages the 2.4mR Class (2.4mR) and by separate rules the 2.4 Norlin One Design Class (2.4 NOD).

Adopted by the ICA on February 10, 2024, and to be submitted to World Sailing as provided for in section 10.5 of the WS Regulation.

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1 General

1.1 Title

The full title of the Association shall be the International 2.4mR Class Association (ICA).

1.2 Insignia

The emblem of the International 2.4mR Class Association shall be 2.4.

1.3 Objectives

The objectives of the International 2.4mR Class Association are:

- a. The International 2.4mR Class Association pursues exclusively and directly charitable purposes as a notfor-profit organization supporting the International 2.4mR Class.
- b. Promote the construction and racing of 2.4mR boats.
- c. Foster an inclusive environment for all people interested in 2.4mR boats regardless of their age, ethnicity, disability, size or sexual identity.
- d. Coordinate and manage compliance with the 2.4mR Class Rules.
- e. Manage changes to the 2.4mR Class Rules and ensure they do not harm the integrity of the 2.4mR boat design.
- f. Coordinate any changes to, or interpretations of, the 2.4mR Class Rules with World Sailing.
- g. Encourage and coordinate club, national and international competition in the 2.4mR Class.
- h. Manage the business and rules of the 2.4mR Class in cooperation with World Sailing and Member National Authorities.
- i. Manage the 2.4 NOD Class in accordance with separate 2.4 NOD Class Rules.

1.4 Language

- a. The official language of the ICA is English.
- b. The word 'shall' is mandatory and the word 'may' is permissive.
- c. Other working languages may be used as and when appropriate.

1.5 Terms and Definitions

The following terms and definitions are used in this constitution.

- a. The ICA shall mean the International 2.4mR Class Association.
- b. The WS shall mean World Sailing.
- c. The Member National Authority (MNA) shall mean the organization recognized by WS to control and organize sailing in their country.
- d. The National Class Association (NCA) shall mean the association organized in individual countries and on basis of their constitutions officially recognized by the ICA, and corresponding MNA, to control and organize 2.4mR sailing in their country.
- e. Individual members of the ICA are all persons who are members of an NCA or Associate Members of the ICA.
- f. The 2.4mR Class Rules shall mean the rules and specifications relating to construction, measurement, and racing condition of a 2.4mR boat. WS is the only body with power to approve and make changes to the 2.4mR Class Rules upon proposal from the ICA.
- g. The Certificate shall mean the Certificate issued in accordance with the 2.4mR Class Rules.
- h. The Sail Number shall mean the national sail number allocated to the 2.4mR boat by the MNA or NCA.

- i. The ICA Class Register shall mean the NCAs and Associate Members who have paid their annual fee to the ICA.
- j. The World Council (WC) shall mean the World Council of the ICA as defined in this Constitution.
- k. The Executive Committee (EC) shall mean the Executive Committee of the ICA as defined in this Constitution.
- I. The Technical Committee (TC) shall mean the Technical Committee of the ICA as defined in this Constitution.
- m. Officers of Honor shall mean any person appointed by the World Council in recognition of their service to the ICA.
- n. The Webmaster shall mean the person appointed by the Executive Committee as the 2.4mR ICA Webmaster.
- o. The Financial Account Manager shall mean the person or organization appointed by the Executive Committee as the 2.4mR ICA Financial Account Manager.
- p. The Auditor shall mean the person or organization appointed by the Executive Committee as the 2.4mR ICA Auditor.

2 Members

2.1 Membership

- a. Members of the ICA are the NCAs and Associate Members who have paid their annual fee to the ICA.
- b. Individuals may become a member of any NCA provided they first become a member of the NCA of the country they represent.
- c. In the event that a person does not have a NCA in the country they represent and is not a member of an NCA, he/she may become an individual member of the ICA by making an application to the ICA Secretary and paying the prescribed fee. This person would then be referred to as an Associate Member.
- d. An application for individual membership implies that the applicant undertakes and agrees to be bound by the Constitution and bylaws of the ICA upon being accepted to membership.
- e. The World Council may grant honorary membership in the ICA, for such period as it determines, to any person who, through special contribution to the Class or through special relationship to the ICA, is considered meritorious.
- f. The World Council may grant an honorary life membership to any member who has achieved, in the opinion of the World Council, international stature as a result of their yachting achievements. An honorary life member is entitled to the full privileges of membership but is not required to pay the annual dues of the ICA.
- g. Membership in the ICA shall not be open to any company, partnership, group or other association unless specifically authorized in any case or class of cases by the World Council; and the World Council may impose such terms, conditions or qualifications to any such membership as it shall deem appropriate.

2.2 Obligations

- a. A member of the ICA is obligated to comply with the statutes, regulations, and other provisions and decisions of World Sailing and the ICA.
- b. A member who does not fulfill their obligations may be deprived of their rights by the ICA Executive Committee.

2.3 Suspension and Removal from Membership

- a. An individual member of an NCA may be suspended by the World Council, for gross violation of the 2.4mR Class Rules or bylaws, for committing an unlawful act in relation to the Association or one of its individual members, or for any unsportsmanlike conduct contrary to the interests of the members of the Association. The duration of the suspension shall be fixed by the World Council and a suspended member shall during such period be precluded from racing or enjoying any other rights of membership.
- b. An ICA member, an officer of the ICA, or other representatives of the ICA may be removed from office by the World Council for a willful and unjustifiable act of commission or omission, or derogatory or unprofessional behaviour or communications detrimental to the Association or to its members, employees or volunteers.
- c. Any action taken by the World Council under this clause requires a two-thirds majority vote of all NCA's.

3 NCA Annual Dues

The ICA shall be financed by annual dues from each the NCA paid according to their number of members and from each associate member. Dues amounts payable to the ICA based on NCA member numbers shall be determined annually by the World Council.

3.1 Due Date

Dues and fees for each fiscal year are due before the 1st of July.

3.2 Late Penalties

Any NCA which has not remitted to the ICA, its annual dues before 1st of July shall lose voting rights at the AGM.

3.3 Removal of Penalty

Removal of the penalty and reinstatement on the list of registered NCAs shall be at the discretion of the World Council by a two thirds majority vote at the AGM after the dues for the year in question have been paid.

4 Jurisdiction and Management

4.1 Jurisdiction

- a. The powers of the ICA shall be vested in and administered by its World Council.
- b. The ICA has jurisdiction over 2.4mR World Championships and 2.4mR Continental Championships.

4.2 Governance and Management

The ICA shall be governed by the World Council, and its affairs and assets shall be managed and administered on an ongoing basis by its Executive Committee in accordance with:

- a. The provisions of this Constitution and any Regulations passed under this Constitution,
- b. Any policies for the operation of the ICA determined by the World Council, and
- c. Any directives or guidelines established by the World Council.

5 World Council

- a. The World Council shall consist of the members of the Executive Committee, the Technical Committee, Officers of Honor, and one representative of each member NCA. The designation of NCA representatives shall be in written electronic communication and received by the ICA Secretary prior to any meeting.
- b. The Executive Committee, the Technical Committee and Officers of Honor roles are advisory to the World Council and are non-voting.
- c. The World Council shall have the power to select any person or entity to assist it whether a member or not, but such a person shall have no vote on the World Council.
- d. At meetings of the World Council, seven (7) NCA representatives shall form a quorum, of which three (3) NCA representatives shall be from different continents.
- e. Decisions of the World Council shall be taken by a majority of votes cast. Each member of the World Council may hold between 1 and 4 votes based on the NCA membership numbers outlined in this Constitution.
- f. In the case of retirement or replacement of an appointed World Council member, their NCA may appoint a substitute provided that person is a member of that NCA.
- g. If a World Council Member is unable to attend a meeting, their NCA may appoint a substitute for that meeting only. Such designations shall be in written electronic communication and received by the ICA Secretary prior to any meeting.
- h. At the Annual General Meeting, the World Council shall elect:
 - I. President, Vice President and Executive Committee officers
 - II. Technical Committee Chairperson and Technical Committee officers
 - III. Officers of Honor

6 Class Officers, Committees and Key Positions

6.1 Executive Committee

- a. The mission of the Executive Committee is to handle the operations of the ICA and execute decisions made by the World Council.
- b. The Executive Committee shall consist of the President, Vice President, two (2) Directors, and the Secretary. Decisions shall be made by a majority vote. If a vote becomes tied then an additional vote will be placed by the person in following order, President, Vice-President to break the tie.
- c. At an Executive Committee meeting, the Financial Account Manager and Chairperson of the Technical Committee may participate as required. The role is advisory and non-voting.
- d. At meetings of the Executive Committee, three (3) members shall form a quorum.
- e. The Executive Committee may co-opt other ICA members as necessary for particular duties such as championship organization. They may appoint other ICA subcommittees that shall have authority designated to them by the Executive Committee. The Executive Committee may appoint outside consultants from various fields to advise or act for them as necessary. Subcommittees and technical consultants, appointed by the Executive Committee, are advisory and non-voting.
- f. The Executive Committee may appoint a substitute Executive Committee member to carry out the duties of any member where the member is unable to perform their duties within required timelines.
- g. The Executive Committee shall appoint a Webmaster.
- h. The Executive Committee shall appoint a Financial Account Manager.
- i. The Executive Committee shall appoint an Auditor.
- j. Within the ICA budget the EC may appoint a financially compensated person to manage the certificates, registries and related work.

6.2 President

a. The President shall have the directing, managing, coordinating, and monitoring role to ensure that the overall work of the ICA is conducted smoothly, efficiently and to agreed target deadlines in an integrated manner.

6.3 Vice President

- a. Shall perform the duties of the President in their absence from a meeting of the Executive Committee or of the World Council and shall have such powers and responsibilities as the President.
- b. Shall be responsible for promoting 2.4mR sailing and assist with the establishment of NCA's.

6.4 Directors

- a. Director/Operations shall work with the Vice-President and be responsible for managing the 2.4mR sailing marketing program.
- b. Director/Operations shall be responsible for World and Continental Championship management in accordance with 2.4mR ICA guidelines.
- c. Director/Operations shall be responsible for the oversight of assets of the class such as Measurement Equipment, Revenue Creating Processes, Agreements and Trophies.
- d. Director/Finance shall work with the Financial Account Manager and be responsible for ensuring financial reports are in accordance with 2.4mR ICA requirements.
- e. Director/Finance shall work with the Financial Account Manager and be responsible for monitoring NCA dues payments in accordance with this Constitution.
- f. Director/Finance shall be responsible for managing the 2.4mR ICA budget and preparing the AGM budget for World Council approval.

6.5 Secretary

- a. Shall be responsible for the minutes at all official World Council and Executive Committee meetings and shall hold the official records.
- b. Shall coordinate the organization of the ICA including distributing and receiving official paperwork and shall work with the President in the day to day running of the ICA. The ICA Secretary shall be the first official point of contact with the ICA for WS and all other parties.
- c. Shall ensure prompt, timely, and effective communication and flow of information as is required to satisfy the needs of the ICA and the associated bodies including information to and from members, distribution of minutes, response to inquiries, adherence to deadlines of the ICA calendar, WS questionnaires, etc.
- d. Shall work with the Webmaster and be responsible for content, formatting, grammar, and layout to ensure that the purpose and objectives of the ICA are met.

6.6 Technical Committee

- a. Shall consist of a Chairperson and a maximum of four (4) members of which three (3) members shall form a quorum.
- b. The Technical Committee reports to the EC.
- c. The Technical Committee shall be responsible for:
 - I. Considering all technical matters concerning Class Rules,
 - II. Putting forward proposals for amendments to Class Rules, Building Specifications and Measurement Forms,
 - III. Prepare and make ICA submissions to WS on technical matters concerning Class Rules,
 - IV. Monitor any changes in WS measurement regulations or rules which may affect the ICA,
 - V. Maintain 2.4mR and 2.4 NOD measurement forms and manuals defining preferred measurement methods,
 - VI. Manage 2.4 NOD measurement templates,
 - VII. Provide guidance on equipment inspection at World and Continental Championships,
 - VIII. Maintain a current registry of the names and addresses of Official Measurers and Buoyancy Certifiers, and
 - IX. Review 2.4 NOD Accredited Builder Applications and Quality Control documentation in accordance with the 2.4 NOD Accredited Builder Agreement and 2.4 NOD Class Rule.

6.7 Webmaster

- a. Shall work with the EC to maintain an up-to-date working website.
- b. Shall work with the EC to maintain up-to-date working social media pages (Facebook, Instagram, X, etc.).

6.8 Financial Account Manager

- a. The Financial Account Manager shall manage the ICA bank accounts.
- b. The Financial Account Manager shall keep an accurate record of the financial affairs of the ICA.
- c. Shall be responsible for distributing the funds of the ICA.
- d. Shall make disbursements as the World Council or Executive Committee may direct.
- e. Shall ensure upon payment of NCA dues that a list of NCAs including membership numbers is provided to the ICA Secretary.
- f. Prepare Invoices and collection of debts.
- g. The Financial Account Manager shall report monthly to the EC.

6.9 Auditor

a. The Auditor shall examine the correctness of the ICA accounts and certify the annual statement.

7 Bank Account

7.1 Bank Account

The ICA bank account shall be at a bank approved by the Executive Committee. The account shall be in the name of the "International 2.4mR Class Association".

7.2 Fiscal Year

The fiscal year of the ICA shall be 1 January to 31 December each year.

8 Expenditure Control

The making of payments and receipts of monies shall be evidenced only by signature of the Financial Account Manager as appointed by the Executive Committee,

- a. Payments of monies less than the sum of €500 Euros shall require the separate approval of (2) two persons of the Executive Committee by written electronic communication.
- b. Payments of monies exceeding the sum of €500 Euros shall require the separate approval of the President or the Secretary and one other member of the Executive Committee by written electronic communication.
- c. Single expenditures of monies exceeding the sum of €2000 Euros shall require the pre-approval of the World Council by majority vote.

9 Annual General Meeting

9.1 Annual General Meeting

The Annual General Meeting (AGM) of the World Council shall be held in the first quarter of each calendar year by videoconference. The AGM will be held on the second Saturday of February each year unless otherwise advised. The date and time shall be as advised by the ICA Secretary.

9.2 AGM Chairman

The chairman at meetings of the World Council shall be the President, or in his absence, the Vice-President. If neither the President nor the Vice-President is present, the meeting shall elect a chairman.

9.3 AGM Key Dates

- a. AGM date minus 90 days ICA Secretary to request nominations, resolutions, and proposals to NCA's, EC, and TC.
- b. AGM date minus 60 days Last day for ICA Secretary to receive any nominations, resolutions, and proposals by NCA's, EC, and TC for AGM.
- c. AGM date minus 45 days Last day for ICA Secretary to distribute received nominations, resolutions, and proposals by NCA's, EC, and TC to World Council
- d. AGM date minus 30 days Last day for ICA Secretary to receive any amendments to nominations, resolutions, and proposals by NCA's, EC, and TC for AGM.
- e. AGM date minus 21 days Last day for ICA Secretary to distribute received amendments to nominations, resolutions, and proposals by NCA's, EC, and TC to World Council
- f. AGM Date of Meeting

9.4 AGM Agenda

The agenda for the AGM shall include the following items:

- 1. Roll Call and establish a quorum.
- 2. Election of a meeting minutes secretary.
- 3. Election of a two-person group to check and sign meeting minutes including votes.
- 4. Setting a time limit on speakers and debate.
- 5. Approval of the minutes from the preceding AGM and any subsequent Special General Meeting of the World Council.
- 6. Report of the President which shall include:
 - I. Summary of the work from the preceding year and major accomplishments,
 - II. Principal international regattas from the preceding year that includes total entries of 2.4mR boats and participating nations for each event,
 - III. Number of new WS plaques issued since the last AGM, and
 - IV. Total number of members as of 30 June in the preceding year.
- 6. Report from the Director/Finance and/or Financial Account Manager which shall include:
 - I. Summary of banking
 - II. Presentation of financial statements for the preceding fiscal year,
 - III. Proposed dues for the current year, and
 - IV. Proposed budget for the current year.
- 7. Report from the Chairman of the Technical Committee.
 - I. Summary of Technical Committee work from the preceding year.
- 8. Proposals from EC
- 9. Proposals from TC
- 10. Proposals from NCA's
- 11. Election of the following:
 - I. Members of the Executive Committee where vacancies exist,
 - II. Members of the Technical Committee where vacancies exist, and
 - III. Officers of Honor.
- 12. Plans for the current year's work and commissions from the Executive Committee.
- 13. Plans for the current year's work and commissions from the Technical Committee.
- 14. Budget and subscriptions for the current year.
- 15. Adjournment.

9.5 Notice of AGM Meeting

The ICA Secretary shall at least 90 days before the AGM, issue via written electronic communication to all NCAs and World Council Members a notice of the Annual General Meeting.

9.6 Submissions to the ICA Secretary

- a. All submissions must be made to the ICA Secretary, by written electronic communication.
- b. All submissions for the AGM regarding World Council nominations, ICA Officers, Officers of Honor, resolutions, and proposals for amending the Constitution or Class Rules must be received by the ICA Secretary a least 60 days before the AGM.

9.7 Distribution of Agenda via ICA Secretary

The ICA Secretary shall distribute an agenda of all motions, nominations, and relevant paperwork for the AGM to all NCAs and World Council Members, no later than 45 days before the date of the AGM.

9.8 Amendment of Motions

Amendments to the above motions shall be submitted to the ICA Secretary no later than 30 days before the date of the AGM.

9.9 Distribution of Amendments via ICA Secretary

The ICA Secretary shall distribute an attachment to the agenda of any such Amendments to all NCAs and World Council Members, no later than 21 days before the date of the AGM.

9.10 Voting Subjects

Only the motions, amendments, and nominations on the agenda and its attachment shall be voted upon.

9.11 Motions in their Original Form

The agenda shall contain all motions and amendments in their original form. However, the World Council shall have the discretion to produce composite motions for the agenda, drawing on any amendments submitted.

9.12 Acceptance of Amendments

The Chairman of the AGM may accept amendments from the floor of the AGM when, in their opinion, this will assist the resolution of issues on which the World Council has had an opportunity to express their views.

10 AGM Submissions

10.1 World Council Nominations

Submissions for ICA Officers and Officers of Honor shall only be submitted by an NCA.

10.2 Amending the Constitution

Resolutions and proposals for amending the Constitution shall be submitted only by World Sailing, an NCA, the EC, or the TC.

10.3 Amending the Class Rules

Resolutions and proposals for amending the Class Rules shall be submitted only by World Sailing, an NCA, the EC, or the TC.

10.4 Other Proposals

Resolutions and proposals for other items shall be submitted only by an NCA, the EC, or the TC.

11 Elections and Appointments

11.1 Nominations for ICA Officers

Nominations for the election ICA Officers must be received by the ICA Secretary, at least 60 days before the AGM. If there are no nominations for all the available posts, the Executive Committee or World Council members may make such additional nominations as are necessary in order to fill all available posts.

11.2 Eligibility

A candidate for any ICA office must be a member of a NCA and so recorded on the date when nominations for that ICA office close. A candidate for ICA office must certify in written electronic communication received by the ICA Secretary that he/ she is willing and able to serve if elected. A candidate for the office of President, Vice-President, Director or Secretary must be in a position to attend meetings of the World Council.

11.3 Elections

1. President

In odd years, a President shall be elected for a period of two (2) years.

- Vice President In even years, a Vice President shall be elected for a period of two (2) years.
- 3. Secretary

In even years, a Secretary shall be elected for a period of two (2) years.

4. Directors

The two (2) Directors of the Executive Committee shall be elected for a period of two (2) years.

5. Technical Committee

The Chairperson and four (4) Members of the Technical Committee shall be elected for a period of two (2) years.

11.4 Election Period

The period of an office shall run from one AGM to the following AGM unless otherwise stated.

11.5 Voting Procedure

a. All voting shall be by open call.

11.6 Voting Rights at AGM

- a. NCAs, upon payment of the prescribed annual dues shall be entitled to voting privileges at the AGM. NCA membership numbers will be based on the preceding fiscal year dues.
 - 1. 1–10 registered members: 1 vote
 - 2. 11-30 registered members: 2 votes
 - 3. 31-60 registered members: 3 votes
 - 4. 61 or more registered members: 4 votes
- b. Votes at the AGM are cast by the NCA representatives and substitutes only.
- c. No NCA shall cast more than one-third of the total number of votes represented at the AGM.
- d. Associate Members, upon payment of the prescribed annual dues shall be entitled to attend the AGM and are non-voting.

12 Special General Meeting

A Special General Meeting (SGM) of the World Council, may be called by the ICA Secretary upon receipt of a written request by email from not fewer than 3 NCAs or the EC. The SGM will be via video conference but will only deal with the resolutions or proposals submitted.

12.1 Chairman

The chairman at meetings of the World Council shall be the President, or in his absence, the Vice-President. If neither the President nor the Vice-President is present, the meeting shall elect a chairman.

12.2 SGM Key Dates

- a. SGM date minus 45 days ICA Secretary receives request for SGM resolutions or proposals.
- b. SGM date minus 30 days last day for the ICA Secretary to distribute received resolutions or proposals and a Notice of Special General Meeting to the World Council.
- c. SGM date minus 15 days last day for World Council member submission of comments on resolutions or proposals to the ICA Secretary.
- d. SGM date minus7 days last day for the ICA Secretary to distribute received World Council member comments on resolutions or proposals to the World Council.
- e. SGM Date of Meeting

12.3 SGM Agenda

The agenda for the SGM shall include the following items:

- 1. Roll Call and Establish a Quorum.
- 2. Setting a time limit on speakers and debate.
- 3. Resolutions or proposals from NCAs or EC.
- 4. Discussion, and or Amendments from the floor.
- 5. Vote.
- 6. Adjournment.

12.4 Notice of SGM Meeting

The ICA Secretary shall 30 days before the SGM, issue via written electronic communication that shall be given to all NCA Members and World Council Members a notice of a Special General Meeting.

12.5 SGM Submissions, Distribution and Meeting

In the event, that WC decisions may need to be made in between AGMs, the procedure shall be as follows:

- a. Resolutions or proposals shall be of time critical sensitivity.
- b. Resolutions or proposals require the agreement of 3 NCAs or the EC to move forward.
- c. Proposers shall email the ICA Secretary with a resolution or proposal submission including justification for handling the resolution or proposal by SGM procedure.
- d. Upon receipt and within 15 days the ICA Secretary and the EC shall confirm that it meets the threshold to hold a SGM and the ICA Secretary will email the resolution or proposal with appropriate background material to all WC members for a 15-day comment period.
- e. The ICA Secretary will then distribute all comments to WC members for further consideration prior to the meeting.
- f. A SGM shall be held by videoconference on the first Saturday following 30 days of the ICA Secretary distributing the resolution or proposal.

12.6 Motions in their Original Form

The agenda shall contain all resolutions or proposals in their original form. However, the World Council shall have the discretion to produce composite motions for the agenda, drawing on any amendments submitted.

12.7 Acceptance of Amendments

The Chairman of the SGM may accept amendments from the floor of the SGM when, in their opinion, this will assist the resolution of issues on which the World Council has had an opportunity to express their views.

12.8 Voting Procedure

a. All voting shall be by open call.

12.9 Voting Rights for Special General Meeting

- a. NCAs, upon payment of the prescribed annual dues shall be entitled to voting privileges at the SGM. If the SGM is held between 1 January and 30 June then NCA membership numbers will be based on the preceding fiscal year dues:
 - 1. 1-10 registered members: 1 vote
 - 2. 11–30 registered members: 2 votes
 - 3. 31-60 registered members: 3 votes
 - 4. 61 or more registered members: 4 votes
- b. Votes at the SGM are cast by the NCA representatives and substitutes only.
- c. No NCA shall cast more than one-third of the total number of votes represented at the SGM.
- d. At SGM meetings of the World Council, seven (7) NCA representatives shall form a quorum, of which three (3) NCA representatives shall be from different continents.
- e. Changes to Class Rules or ICA Constitution require a two thirds majority of all NCA votes.

13 Conditions of ICA Dissolution

Upon the dissolution of the ICA, the EC shall, after paying or making provision for the payment of the liabilities of the ICA, dispose of all assets of the ICA 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.