



THE INTERNATIONAL EIGHT METRE ASSOCIATION

CONSTITUTION

Article 1 NAME, DOMICILE AND MANAGEMENT

- 1.1 The name of the organization shall be the INTERNATIONAL EIGHT METRE ASSOCIATION (IEMA).
- 1.2 The domicile of IEMA shall be located at the residence of the Executive Secretary.
- 1.3 The language of the Constitution and Bye-laws of IEMA shall be in the English language.
- 1.4 The accounts of the Association shall be reported in Euro.
- 1.5 The financial year-end of the Association shall be 31 December.

Article 2 OBJECTS

The objects of IEMA shall be:

- 2.1 To promote international interest in the Class and the building and sailing of 8 Metres.
- 2.2 To control and manage the affairs of the Class.
- 2.3 To promote development in the Class in co-operation with ISAF and other International Class Associations.
- 2.4 To ensure compliance with the current Class Rules.
- 2.5 To promote national and international regattas for the Class.

Article 3 MEMBERSHIP AND VOTING

The Classes of Membership shall be:

- 3.1 Owner Members. Open to any owner of an 8M yacht. Owner Members shall be entitled to one vote for every 8-Metre yacht owned for which the appropriate dues have been paid to IEMA.
- 3.2 Associate Members. Open to any friend of the Class. Associate Members shall not have voting rights. Associate Members are eligible to serve on the Executive Committee where they shall have the same voting rights as other committee members.
- 3.3 Honorary Life Member. Any owner or former owner who has made special long-term contributions to the 8 Metre Class. This honour may only be awarded if recommended by the Executive Committee and approved unanimously by the membership at an Annual General Meeting. Honorary Life Members shall not be required to pay dues but are entitled to the appropriate voting rights.

All members shall be entitled to receive notices of Annual General Meetings and shall be entitled to attend and to speak.



THE INTERNATIONAL EIGHT METRE ASSOCIATION

CONSTITUTION

Article 4 **MEMBERSHIP DUES**

- 4.1 Each Fleet, in co-operation with the Executive Treasurer, shall ensure the collection from Owner Members and Associate Members the dues that are fixed by IEMA as agreed at the Annual General Meeting and shall ensure the forwarding of them to the Executive Treasurer prior to the Association's Annual General Meeting.
- 4.2 Where there is no local Fleet, Members shall pay their dues to the Association's Executive Treasurer prior to the Association's Annual General Meeting.

Article 5 **FLEETS' OBLIGATIONS**

- 5.1 Each National Fleet or Area Fleet shall be self-governing as regards its own constitution and activities that must not be in conflict with those of IEMA.
- 5.2 Each Fleet or Area shall nominate a person to be its Regional Representative to IEMA to liaise with the Executive Committee. Such nominations shall be submitted to the Executive Committee by 31 March.

Article 6 **EXECUTIVE COMMITTEE**

- 6.1 The Executive Committee shall consist of an elected President, Executive Secretary, Executive Treasurer and Technical Committee Chairman. In addition, a minimum of four, and a maximum of eight, other committee members shall be co-opted by the Executive Committee, including any number of Area Vice Presidents, who will be appointed from the designated Regional Representatives. Ideally the Committee should have an appropriate geographical mix, and also have representation from the different ages of yachts in the Class.
- 6.2 The Committee shall be empowered to conduct all affairs of the Association in accordance with the Constitution and implement such directions as are given at general meetings. The Executive Committee shall also be empowered to make interim and urgent decisions to sustain operations. Members of the Executive Committee shall be elected at each Annual General Meeting to hold office until the next Annual General Meeting.
- 6.3 Other committees or positions of the organization shall be appointed by the Executive Committee as required and shall include a Technical Committee and a Marketing and Sponsorship Committee. The Technical Committee shall be responsible to the Technical Committee Chairman and the Marketing and Sponsorship Committee to the President. A Webmaster, responsible for keeping the Class website up



THE INTERNATIONAL EIGHT METRE ASSOCIATION

CONSTITUTION

- to date, should also be appointed and be accountable to the Executive Treasurer.
- 6.4 In the event of a vacancy on the Executive Committee, the remaining members of the Committee may appoint an IEMA member in good standing, to fill the vacancy until the next Annual General Meeting.
- 6.5 To constitute a quorum at any meeting, a minimum of six members of the Committee, present in person or by proxy, shall be necessary except when the Executive Committee act under Article 6.2.

Article 7 EXECUTIVE RESPONSIBILITIES

- 7.1 The President (and in his absence the Executive Secretary) shall be the Chief Executive Officer of the Association and shall supervise the management of the affairs and business of the Association. He shall be the official representative of the Association to all other bodies, including ISAF, relating to the Association's business. He shall call all meetings of the Association including Annual General Meetings and meetings of the Executive and shall carry out instructions as determined by the vote of the members. The Executive Secretary shall take over the duties of the President in his absence.
- 7.2 The Executive Secretary (or in his absence any committee member) shall keep the Minutes of all meetings of the Association and shall conduct all ordinary correspondence. He shall provide information and prepare annual reports to the members on the status and activities of IEMA and its Fleets. He shall be the IEMA delegate at the ISAF Annual Conference and on the International Classes Committee and shall also submit and defend necessary class rule changes to the ISAF Keelboat Committee when deemed necessary. He shall maintain a current list of members of the Association and the names of the yachts with which the members are associated as owner members. In addition he will serve on the Technical Committee.
- 7.3 The Executive Treasurer shall be the custodian of the financial assets of the Association. He shall send out subscription notices to all Owner Members and Associate Members in the first quarter of each year and shall receive all monies for the Association, including annual membership fees and hull royalties and shall keep an accurate record thereof.



THE INTERNATIONAL EIGHT METRE ASSOCIATION

CONSTITUTION

He shall pay all bills of the Association after approval by the President or Executive Secretary and shall require written approval for payments exceeding €1,000. He shall provide the Executive Committee with annual accounts for the preceding year no later than 1 March and he shall submit the Association's accounts and provide a budget for the coming year at the Annual General Meeting.

- 7.4 Area Vice Presidents shall be co-opted to the executive Committee from the Regional Representatives whose names are submitted to the Executive Committee in terms of 5.2. The co-opted Area Vice Presidents shall, where reasonably possible, attend all regional and international meetings. They will be required to assist in technical questions and provide open communications with IEMA liaising with the Regional Representatives in their continent and reporting any change of ownership, restoration or building of 8 Metre yachts to the Executive Secretary. In addition, they will be required to act as an active member on the Organising Committee for any World Cup or Continental Championship held in their continent. They will be responsible for assisting the Executive Treasurer in the collection of subscriptions and hull royalties from their fleets.
- 7.5 The Technical Committee shall consist of a minimum of the Chairman, the Executive Secretary and at least one of the Class Measurers. Other people, who need not be IEMA members, with relevant knowledge of technical matters relating to the 8 Metre Class may be co-opted to the Technical Committee. The Technical Committee shall be responsible for:
- Promotion of uniform application of, and compliance with, the Class Rules and Measurement Instructions.
 - Providing Technical support to IEMA members engaged in restoration, modification and/or reconstruction of classic 8-Metres.
 - Providing technical support to IEMA members engaged in new construction of modern, classic and spirit of tradition 8-Metres by means of providing the information required to have such new yachts built to the class rules as well as the Lloyd's scantling rules.
 - Maintaining the class rules in close co-operation with the International Sailing Federation.
 - Providing guidance and maintenance to the rules of the 8-Metre World Cup, The Sira Cup, The Neptune Trophy and other international trophies for which the 8-Metres race.



THE INTERNATIONAL EIGHT METRE ASSOCIATION

CONSTITUTION

Article 8 ELECTION PROCEDURE

- 8.1 The Executive Committee shall be elected at the Annual General Meeting and hold office until successors are elected.
- 8.2 At the Annual General Meeting each Owner Member shall be entitled to one vote for each 8 Metre yacht enrolled and for which the annual dues have been paid and similarly for any mail vote. Proxy votes shall be valid if in writing and the annual dues have been paid.

Article 9 NOMINATING COMMITTEE

- 9.1 The Nominating Committee shall consist of the Immediate Past President or an Honorary Life Member, the President, the Executive Secretary and the Technical Committee Chairman. The Past President or Honorary Life Member shall act as Chairman of this Committee.
- 9.2 The Nominating Committee shall provide a slate of candidates for each of the positions to be elected at the Annual General Meeting. Any candidates for nomination from the membership shall be forwarded to the Executive secretary at least 30 days prior to the Annual General Meeting. Such nominations will require a proposer and seconder who are members in good standing of IEMA. Such nominations, with the names of the proposer and seconder, shall immediately be forwarded to the members by the Executive Secretary.

Article 10 GENERAL MEETINGS

- 10.1 The Annual General Meeting shall be held annually, and where practical, at the time and place of the major Class Regatta for that year.
- 10.2 The Association members must be notified sixty days in advance of the Annual General Meeting, with a detailed agenda, accounts made up to the previous 31 December, resolutions to be proposed and committee reports and other necessary supporting information. Any Resolutions, duly proposed and seconded by members in good standing, shall be intimated to the Executive Secretary at least 30 days prior to the Annual General Meeting. Such resolutions, with the names of the proposer and seconder shall immediately be forwarded to the members by the Executive Secretary.
- 10.3 The Annual General Meeting shall elect the Executive of IEMA in accordance with the nominating procedure. It is also the responsibility of the Annual General Meeting to approve any suggested amendments to this Constitution and the Class Rules, to establish the membership dues, to



THE INTERNATIONAL EIGHT METRE ASSOCIATION

CONSTITUTION

- approve the annual accounts, and attend to all current business that is submitted by the President, his deputy or the Executive Secretary.
- 10.4 Forty percent of the votes of IEMA Owner Members shall constitute a quorum at any meeting. Representation of one yacht by another by means of a written proxy is admitted. A majority vote shall decide all matters (except as provided in 13.1) with the Chairman of the meeting having a casting vote if necessary. However, no individual Country is allowed to exercise more than 40 percent of the voting power present at the meeting or in a mail vote.
- 10.5 An alternative to an Annual General Meeting is an email vote. In this case, the Owner Members must be granted a period of thirty days for voting. A majority vote shall be decisive in all matters (except as provided in 13.1) with the President having a casting vote if necessary.
- 10.6 The President may call such other meetings of the members as are deemed appropriate, giving at least thirty days advance notice with a detailed agenda and including any proposed resolutions.
- 10.7 All notifications shall be by email. It is the sole responsibility of each member to ensure IEMA has their current email address.

Article 11 CLASS RULES

- 11.1 Notice of any proposed changes to the Class Rules, together with the proposer's reasons, shall be lodged in writing with the Executive Secretary who shall immediately forward the proposal to the Executive Committee and to the Chairman of the Technical Committee. Before the proposal is put to the membership the proposer shall be invited to consider, within a fixed consultation period, any recommendations made by the Executive Committee. On the expiry of the consultation period, the proposal, incorporating any agreed modifications, shall be put to the next Annual General Meeting. It should be accompanied by comments and a recommendation from the Executive Committee. At least one year notice is required for any proposed change to the Class Rules.

Article 12 AUDITOR

- 12.1 If so desired by a simple majority at the Annual general meeting, an auditor may be appointed at the Annual General Meeting and be requested to file a report at the next Annual General Meeting.



THE INTERNATIONAL EIGHT METRE ASSOCIATION

CONSTITUTION

Article 13 **DISSOLUTION OF THE ASSOCIATION**

- 13.1 The Association shall be dissolved if it is so resolved by a majority of not less than 75% of Owner Members, present in person or by proxy, and voting at any General Meeting of the Association called for such purpose.
- 13.2 Notwithstanding the above, should the number of Owner Members fall to 20 or less, the Executive Secretary shall be bound to call a General Meeting to consider a Resolution to dissolve the Association. In this case a simple majority of votes shall decide the Resolution.
- 13.3 Should the number of Owner Members fall to 10 or less the Executive Committee shall be bound to take steps to dissolve the Association. In this case, or in the event of a Resolution to dissolve the Association being duly passed, all available assets, after the discharge of all liabilities, shall be transferred to the International Sailing Association or its successor body.

Article 14 **INTERPRETATION**

- 14.1 Throughout this document where the masculine is used, the feminine is equally applicable and singular shall include plural if applicable.
- 14.2 The decision of the Executive Committee on any question of the interpretation of this Constitution shall be final and binding.