



**Constitution Last amended August 1998**

**Article 1 NAME**

This organization of sailors of International Optimist Dinghies, their parents, and other interested persons shall be known as the Canadian Optimist Dinghy Association (C.O.D.A./ A.C.V.O.), hereafter referred to as the Association. Where applicable throughout this constitution, the word may be replaced by the word She, according to the case at hand.

**Article 2 OBJECTS**

The objects of the Association are:

- a. To promote the building, sailing and racing of International Dinghies in Canada, in full compliance with the current Class Rules, specifications and the spirit of the same.
- b. To maintain affiliation with the International Optimist Dinghy Association (I.O.D.A.) and to support its aims.
- c. To maintain affiliation with the Canadian Yachting Association (C.Y.A.), and to be the sole authority in Canada for the registration, measurement and certification of International Optimist Dinghies in Canada.
- d. To act as the parent organization for the Regional and Provincial Optimist Dinghy Associations in Canada, and through them or independently, to maintain affiliation with the respective Regional and Provincial Sailing Associations.
- e. To serve as the Canadian Authority responsible for the sanctioning of National, Provincial, and Regional regattas, individual and team racing, for the cooperation with I.O.D.A. in the organization of World Championship Regattas and for the cooperation with the United States Optimist Dinghy Association (U.S.O.D.A.), in the organization of North American Championship Regattas.
- f. To serve as the Canadian Authority for the selection of national representatives to international events.
- g. To take any other action as shall be in the interest of the boat owners and sailors of the International Optimist Class.

**Article 3 MEMBERSHIP**

- a. Junior Membership will consist of children who are 15 years of age or less in the year for which membership is granted, and who, by virtue of their membership, receive all the benefits of participation in Association sanctioned regattas, events, and publications, and whose parent or guardian is entitled to one vote per Junior Membership at a general meeting of the association.
- b. Sustaining membership will consist of any persons who support the objectives of the Association, who by virtue of their membership receive all the benefits of participation in Association sanctioned events and publications, as well as a vote at the general meetings of the Association.



c. Honorary membership will consist of any person elected by a majority vote of the members present at any general meeting of the Association who, by virtue of their membership, receive all the privileges of sustaining Membership including a vote at general meetings of the Association. No membership fee will be payable by an Honorary Member.

d. Membership may be denied or revoked by the Executive Committee for due cause. If this is protested, such protests will be heard at the next general meeting of the Association.

#### **Article 4 DUES**

Dues, if any, shall be determined by the Annual General Meeting, and set out in the By-Laws of the Association.

#### **Article 5 MANAGEMENT AND ORGANIZATION**

a. The affairs of the Association shall be conducted on behalf of the membership by the Officers, executive and other committees who shall be responsible for the spirit of Article 2, and who shall make a full report of their actions and the state of the Association at the Annual General Meeting.

b. The officers of the Association shall form the executive committee. The committee will have full authority to conduct the business of the Association between general meetings. It may accept the memberships or resignations of members or officers, and replace vacancies among the officers until the next Annual General Meeting.

c. The executive committee shall receive the reports of all standing and special committees it may appoint from time to time.

#### **Article 6 THE EXECUTIVE COMMITTEE**

a. The executive committee of the Association shall consist of a President, Provincial Vice-Presidents, a Secretary/Treasurer, a National Measurer and a Publicity Officer.

b. The President, Secretary/Treasurer, National Measurer and Publicity Officer of the Association shall be elected by simple majority vote at the Annual General Meeting of the Association.

c. Provincial Vice-Presidents shall be elected at Provincial Optimist Meetings, or, if none are held, by the Annual General Meeting of the Association. The number and representation of Vice-Presidents shall be set out in the By-Laws of the Association.

d. All officers of the executive committee must be voting members of the Association and shall be elected for a term set out in the By-Laws of the Association.

e. No officer of the executive may hold the same position for a term longer than that specified by the By-Laws of the Association.

f. A quorum of officers of the executive committee shall be determined by the By-Laws of the Association. Votes may be cast by correspondence, telephone, fax or other communication device, and will be counted toward the quorum set out in the Bylaws.



g. Notice of an executive meeting shall be made in advance according to the By-Laws of the Association.

#### **Article 7 DUTIES OF THE OFFICERS**

a. The *President* of the Association shall preside at Executive and General Association meetings, be ex-officio, a member of all committees and generally perform the duties of a president and chairman of the organization.

b. The *Secretary/Treasurer* shall have charge of all books, papers and records of the Association. He shall collect all monies due or payable to the Association and shall deposit the same in a safe place. He shall make any payments required for the purposes of the Association and shall keep adequate records of all transactions. At the Annual General Meeting, he shall present a statement of the Association's finances. He shall keep minutes of all executive and general meetings, he shall give notices, and conduct the correspondence.

c. The *Provincial Vice-President* shall serve as chairman of a regional executive under the same constitution, and shall serve as the liaison between sailors in their areas and the executive committee, promote the objects of the Association, arrange regional regattas, and perform other duties as may be of value to the Association.

d. The *National Measurer* shall maintain the principle of the one-design class and to this end maintain a liaison with national and international organizations of this class. He shall appoint authorized provincial measurers, duly registered measured dinghies, consider complaints relating to the infraction of measurement rules of the classes in Canada, and consider new rules as they may apply to this class in Canada, and if approved, inform the membership.

e. The *Publicity Officer* shall be responsible for the yearbook and/or newsletters to be circulated to members and other interested parties, arrange for the widest publicity for the class directed in the spirit of Article 2.

#### **Article 8 STANDING AND SPECIAL COMMITTEES**

a. Nomination and Discipline Committee.

This committee shall normally consist of the three most recent past presidents. It shall:

- i. Bring forward to the Annual General Meeting a slate of officers for the Association.
- ii. Review, consider and render opinion in writing of any matters involving discipline within the Association.

b. Fund-Raising Committee

This committee may be appointed by the executive. The duties of this committee will be to raise funds at the discretion of the executive for special projects which fulfill the objects of the Association according to Article 2.

c. Regatta Committee

This committee may be appointed by the executive. The duties of this committee shall be:

- i. To be responsible for the organization of the C.O.D.A. National Championship,
- ii. To determine the sailing instructions, eligibility of competitors, fleet categories according to age, and scoring system for the C.O.D.A. National Championship,
- iii. To establish and maintain perpetual trophies for the C.O.D.A. National Championship



iv. To consider and recommend venues and dates for the C.O.D.A. National Championships and to present these for approval at the Annual General Meeting of the Association.

d. Other special committees which the executive may appoint from time to time.

#### **Article 9 MEETINGS**

An Annual General Meeting of the members shall be called by the Secretary upon written notice to the members of the agenda and notice of motions as set out in the By-Laws.

A general meeting may be called either by the Executive Committee, or by a quorum of the membership, in accordance with the By-Laws.

A general meeting may appoint its own committees reporting directly,

A quorum of members of a general meeting shall be set out in the By-Laws.

Proxy voting rights on items specified by the executive or the membership calling the general meeting of which written notice of motion was made on the agenda may be granted in writing by an absent member.

#### **Article 10 AMENDMENTS TO THE CONSTITUTION**

No part of this constitution shall be amended or annulled except by the affirmative vote of a two-thirds majority vote at a general meeting of the Association.

#### **Article 11 OBLIGATIONS**

All members of the Association shall, by accepting membership therein, agree and have determined to agree to this constitution and all of the provisions thereof and to the rules and regulations made thereunder including the By-Laws and shall be bound thereby.

#### **Article 12 TERMINATION**



Termination of the Association must be by a two-thirds majority vote. In the event that the Association terminates, the funds and other assets thereof shall be distributed to the Youth Committee of the Canadian Yachting Association or to the International Optimist Dinghy Association.

**Article 13 BY-LAWS**

By-Laws, providing that they do not contravene the provisions of Articles 1 to 13 inclusive of this constitution, may be established or amended by a simple majority vote at any general meeting of the Association.