

CATALINA 380 INTERNATIONAL ASSOCIATION

CONSTITUTION & BYLAWS

CONSTITUTION

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CONSTITUTION

ARTICLE I - NAME

This organization shall be known as the **Catalina 380 International Association**, hereinafter called the **Association**.

ARTICLE II - OBJECTIVES

The **Association** is a non-profit organization dedicated to furthering the enjoyment of ownership of the Catalina 380-series yachts, comprising the 380, 387, and 390, and any other model so deemed by Catalina Yachts to fit in this series, and to promote comradeship among their owners. In particular the **Association** will:

- A. Coordinate and promote racing, cruising and social activities on local fleet, national, and international levels.
- B. Promote and maintain the Catalina 380-series yachts for both class and cruiser racing.
- C. Provide a central information source for the maintenance and care of the Catalina 380-series.
- D. Cooperate with other yachting organizations as appropriate.
- E. Promote education and safe boating.
- F. Provide a subscription to the Catalina owner's magazine *Mainsheet*.

The **Association** may, at its discretion, dispense its funds as necessary to accomplish these objectives.

ARTICLE III - JURISDICTION

- A. The **Association** has jurisdiction over all Catalina 380-series class activities. Its Constitution and Bylaws are binding upon all members and Fleets.
- B. Prior to the eliminating or deviating from any of the requirements set forth in this document, written permission must be obtained from the **Association**.
- C. The governing body of the **Association** shall resolve all disputes concerning the interpretation of the contents of this document, and all such decisions shall be final.
- D. The **Association** reserves the right to declare ineligible any member who does not conform to the spirit, as well as the letter of this document.
- E. The **Association** shall not be liable for any debt contracted by its officers, Fleet Officers, or members other than the expenditures authorized by budget, by the Governing Board, or upon the written order of the Commodore.

ARTICLE IV - MEMBERSHIP

- A. A Catalina 380-series owner may join the **Association** as follows:
 - 1. As a buyer of a new yacht--Catalina pays the first year's membership dues;
 - 2. Buyers of pre-owned yachts must apply for membership, by mail, on the form provided in Mainsheet Magazine or through the **Association** web site;
 - 3. Thereafter, renewal notices shall be mailed to members by the **Association** Secretary/Treasurer each year.

There shall be only one membership afforded to each yacht.

B. Membership Types

1. **Regular Member** - A Regular Member is an owner or part owner of a Catalina 380-series yacht. He/she has the following privileges: holding office, voting, racing, membership in a Catalina 380-series Fleet, and receiving *Mainsheet*.
2. **Associate Member** - An Associate Member is a person who does not own a Catalina 380-series yacht. This person does not have voting privileges, cannot hold office, but can command a Catalina 380-series in sanctioned races and will receive *Mainsheet*.
3. **Honorary Member** - An Honorary member is a person selected by the **Association** who has an active interest in the welfare of the class. Honorary members will not hold office, vote, or pay dues.
4. **Life Member**-Life membership may be bestowed on an Association officer who has served continually for five (5) or more years by a majority vote of the officers. Life members enjoy all the privileges of membership for as long as they own a Catalina 380-series yacht, but are exempt from paying dues.

ARTICLE V - FLEET CHARTERS

- A. The purpose of a Fleet is to foster and promote Catalina 380-series class activities at the local level and to encourage participation by the individual members of a Fleet.
- B. A new Fleet, consisting of three or more Catalina 380-series owners may be chartered upon application to the Commodore of the **Association**. These owners must be members of the **Association** and not within the territory of any organized and chartered Catalina 380-series Fleet. To simplify its formation and operation, a Fleet may be formed within an All Catalina Association.
- C. Fleet Charters may be granted, suspended or revoked by the **Association** Governing Board. It shall take a two-thirds (2/3) vote of the Governing Board to suspend or revoke a charter. Charters can be suspended or revoked for:
 - Failure to maintain, in good standing as members of the **Association**, a membership of at least three Catalina 380-series owners.
 - Failure to file an annual report of Fleet members.
 - Failure to comply with the **Association** Constitution and Bylaws.
- D. Members in good standing of fleets suspended for failure to maintain minimum membership shall continue to be **Association** members and enjoy the rights and privileges thereof.

ARTICLE VI - GOVERNING BOARD

- A. **Nominations** – Any **Association** member in good standing may submit a nomination for a position on the Governing Board, if the nomination is seconded by another member in good standing. Nominations for Board members shall be submitted to the Governing Board before October 1st. If a nomination is no contest, it may be approved by a majority vote of the Board, otherwise Board members shall be elected by a majority vote of those member yachts responding to a written ballot mailed to their address of record by November 1st. The Secretary/Treasurer will count all ballots received on December 1st and notify the Governing Board and elected officers by December 15th.
- B. **Term of Office** - Officers shall assume their duties January 1st and shall serve for 12 months. Terms may be repeated, subject to majority approval of the Governing Board or until a competing nomination is presented to the Board (see above). Unexpected vacancies shall be filled by appointment by the Governing Board.
- C. **Governing Board** - shall have the authority to decide all things for the **Association** except as otherwise specified by this document. Board members must be **Association** members

in good standing and shall perform the following duties (other duties may be assigned on as needed basis):

- **Commodore** - Functions as CEO and has overall responsibility for the growth and wellbeing of the **Association**. The Commodore shall preside at meetings, serve as Chairman of the Governing Board and appoint special committees as required. The Commodore shall be responsible for formation and maintenance of Fleets, and for notification to the membership of all special events.
 - **Vice Commodore** - The Vice Commodore shall perform the duties of the Commodore in his absence, and shall serve as Commodore for the unexpired term, should the office of Commodore be vacated for any reason.
 - **Secretary /Treasurer**- The Secretary/Treasurer shall maintain the database of members, the roster of fleets and the Fleet Officers and the *Mainsheet* mailing list. He/she shall maintain the financial records of the **Association**; collect and deposit funds; and disburse funds based upon the budget or approval of the Governing Board. He/she shall be responsible for distributing and counting ballots for Association elections and for maintaining the history of the **Association**.
 - **Webmaster** – The Webmaster shall be responsible for maintaining the Association web site including renewing domain name registrations and Internet Service Provider contracts.
 - **Mainsheet Editors** - shall write and edit articles for the *Mainsheet* and provide information of use and interest to members.
 - **Alliance Board of Governors Representative** – shall represent the **Association** on the Catalina Alliance Board of Governors.
 - **Fleet Captains** – Captains of all fleets in good standing shall be voting members of the Governing Board.
- D. **Enforcement** - The Governing Board shall have the authority to enforce its decisions by suspensions of entire Fleets or individual members. Each Governing Board member is entitled to one vote.
- E. **Multiple Board Positions** – Members of the Governing Board who hold more than one position qualifying for Board membership will have only one vote on Board business.

ARTICLE VII - MEETINGS

- A. **Annual Meeting** - An annual meeting is desirable but, because of the distribution of members, optional. If held, it will be at some significant event such as the National Regatta, Catalina Rendezvous or Sail Expo where a significant number of members may already be attending. The Governing Board may, at its option, conduct the annual meeting on the Internet or by any means that technology permits.
- B. **Quorum** - For purposes of conducting an **Association** meeting, 20 members shall constitute a quorum.

ARTICLE VIII - VOTING

- A. In the event that a general vote is required on an amendment, special assessment, or special expenditure, the Governing Board shall decide and announce the vote and the voting procedures. This announcement will appear in *Mainsheet* and on the web site at least one month prior to the vote
- B. Each Catalina 380-series member yacht shall be entitled to cast one (1) vote, regardless of how many members share in the ownership.
- C. Voting by Mail or Email will be permitted, with a maximum time of 30 days to return the ballots, but no proxies shall be allowed.

ARTICLE IX - AMENDMENTS

A proposed amendment to the Constitution must be approved by a majority of the Governing Board or be presented in writing by a minimum of five members. To be adopted, amendments, special assessments and special expenditures must be approved by a majority of the votes cast by Catalina 380-series member yachts either in person or by mail. Mailed ballots must be returned within 30 days of the mailing of the ballot.

Amendments to the Bylaws or Racing Rules must be approved by a majority vote of the Governing Board to be adopted.

ARTICLE X - SUSPENSION

Any officer or member may be suspended or expelled by a two-thirds vote of the Board of Governors for conduct or action deemed prejudicial or injurious to the **Association**.

ARTICLE XI - SAFETY

- A. **Safety** - Members and guests attending **Association and Fleet activities** shall agree to operate their yachts in a safe manner at all times. The decision of whether or not to participate in an event and the decision whether or not to start or continue in an activity is the sole responsibility of the member and not that of any person sponsoring or undertaking such activity. Members should inform all crew members and guests of their responsibility to sail safely. The **Association** mandates that members and their guests consuming alcoholic beverages should refrain from operating a yacht or motor vehicle.
- B. **Annual Inspection** - All members agree to inspect their yachts annually to insure that they meet or exceed the United States Coast Guard safety standards.

ARTICLE XII - NATIONAL REGATTA

Each year the **Association** will attempt to schedule an event on each US coast for the purpose of getting members together for racing, social activities and conducting **Association** business. The **Association** annual meeting, if held in conjunction with a regatta, shall be alternated between coasts annually, if possible. The sites and dates of the regattas shall be selected by the Governing Board. The various Fleets will be given the opportunity to host and sail in the event.

ARTICLE XIII - GOVERNING RULES

This Constitution and Bylaws, and the Racing Rules shall be governing rules of this **Association**.

ARTICLE XIV – DISSOLUTION OF THE ASSOCIATION

If it becomes necessary for the Association to dissolve, the assets of the Association will be donated to the United States Sailing Association.

BYLAWS

ARTICLE I - FLEET ELECTIONS

- A. **Annual Election** - The annual election of Fleet Officers shall be held by November 30th. Alternatively, Fleet Officers may continue in their positions unless challenged by a nominee. The Fleet Secretary/Treasurer shall file the results with the **Association** Secretary/Treasurer not later than December 10.
- B. **Minimum Number of Officers** - Each Fleet shall have as a minimum a Fleet Captain, and a Fleet Secretary/Treasurer.

ARTICLE II - FLEET REPORTS

- A. **Fleet Secretary/Treasurer** - shall file with the **Association** Secretary/Treasurer a corrected fleet roster of members showing name, address, phone number, hull number, and yacht name by December 30.
- B. **Fleet Captain** - shall file an annual fleet report with the Commodore of the **Association** each year by December 10. The Fleet Report shall consist of the names, addresses, phone numbers, and e-mail addresses of Fleet Officers.

ARTICLE III - DUES

- A. **Association Dues** - shall be due on receipt of invoice each year. Regular and Associate members will be invoiced annually in the first quarter following their anniversary date, in February, May, August, or November. **Association** dues for United States residents will be \$25 for one year, or \$48 for two years. Dues for members residing outside the United States shall be \$35 (US) for one year, or \$65 (US) for two years.
- B. **Fleet Dues** - shall be determined by each Fleet and retained for use by the Fleet.
- C. **Collection of Dues** - The **Association** and Fleet dues shall be collected by the **Association** and Fleet Secretary/Treasurers, respectively.

ARTICLE IV - FINANCES

- A. **Fiscal Year** – The **Association** and Fleet shall use a December 1 through November 31 fiscal year.
- B. **Financial Reports** – The **Association** and Fleet Secretary/Treasurers shall prepare annual financial statements for submission to the Governing Board and Fleet Captains, respectively, by December 5. Copies of the annual financial statements shall be available to any member on request and may be published in *Mainsheet* at the Commodore's request.

ARTICLE V – FLEET NEWSLETTERS

All Fleets publishing a newsletter shall send a copy of their newsletters to the Commodore for inclusion in *Mainsheet*, quarterly by March 5, June 5, September 5, and December 5. Ideally the newsletter should include a summary of meetings, racing, cruising and social programs and general interest items such as championship or special awards, articles, and pictures.

ARTICLE VI – RACING RULES

The **Association** shall use ISAF rules as modified in the "Notice to Race" of the regatta.