

INTERNATIONAL TOPPER CLASS ASSOCIATION CONSTITUTION

1 TITLE

1.1 The full title shall be the International Topper Class Association (World).

2 DEFINITIONS AND ROLES

- 2.1 **World Sailing** (WS) shall mean the world governing body for the sport of sailing, officially recognised by the International Olympic Committee (IOC).
- 2.2 **ITCA (World)** shall mean the International Association of the various member National Associations of the International Topper Class worldwide (NAITCs).
- 2.3 **NAITC** shall mean a National Association of the International Topper Class, which shall be any association of International Topper owners organised on a national or recognised regional basis and which has been formally recognised by ITCA (World).
- 2.4 **IC** shall mean the International Committee of ITCA (World).
- 2.5 **AGM** shall mean an annual gathering of members of NAITCs to be held at one International Event.
- 2.6 **IS** shall mean the International Secretariat comprising the Commodore, the Designer, the Licensed Builder the International General Secretary and the International Regatta Secretary.
- 2.7 **The Class** shall mean the class of sailboats known as the **INTERNATIONAL TOPPER** designed by Ian Proctor and made in accordance with his drawings and specifications.
- 2.8 The **Class Rules** shall mean the Rules for the time being approved by World Sailing for the INTERNATIONAL TOPPER and governing its use as a boat for class racing purposes.
- 2.9 The **Commodore** shall mean the Commodore of the International Topper Class (World) who is appointed from time to time by the Designer and Licensed Builder for a maximum period of three years in any one term. The Commodore acts as the chair of the international meetings, monitoring and ensuring that the Constitution is adhered to by the IC.
- 2.10 The **President** shall mean the President of the International Topper Class (World) and is appointed annually by the IC. The President is responsible for the organisation and running of any International Events together with the International Regatta Secretary, as well as working with the Vice-Presidents in the delivery of their roles.
- 2.11 The **Designer** shall mean Ian Proctor Designs Limited and their representative.
- 2.12 The **Copyright Holders** shall mean the person or persons at that time owning the drawings and specifications of the INTERNATIONAL TOPPER and any Copyright therein.
- 2.13 **Licensed Builder** shall mean a manufacturer holding a License Agreement from the Designer or Copyright Holders and approved by World Sailing to produce or have produced to his or their order INTERNATIONAL TOPPERS and to market them.

- 2.14 The **Technical Adviser** shall mean a representative of the Licensed Builder in the United Kingdom.
- 2.15 The **International Secretary General** shall mean a Secretary appointed by the Commodore and the Designer's Representative and acting for the ITCA (World).
- 2.16 The **International Regatta Secretary** shall mean a secretary elected or appointed by the ITCA (World) IC who shall assist the President in the operation of all International Events.
- 2.17 The **International Treasurer** shall mean a Treasurer elected or appointed by the IC at the annual international meeting and acting for the ITCA (World). They are responsible to the Commodore for the finances and the reporting thereof for ITCA (World).
- 2.18 **Vice-President Training** shall mean a sail training expert, elected or appointed by the IC at the annual international meeting and acting for the ITCA (World) with respect to all matters concerning Topper training internationally.
- 2.19 **Vice-President Racing** shall mean a suitably experienced person elected or appointed by the IC at the annual international meeting and acting for the ITCA (World) with respect to all matters concerning International Topper racing rules and event management.
- 2.20 **Vice-President Safety** shall mean a suitably experienced person elected or appointed by the IC at the annual international meeting and acting for the ITCA (World) with respect to all matters concerning Topper event and training safety internationally.
- 2.21 **Vice-President Technical** shall mean a suitably experienced person appointed by the IC at the annual international meeting and acting as Chair to the Technical Committee with respect to all matters concerning International Topper technical matters and Class Rules.
- 2.22 **Vice-President Youth Development** shall mean a shall mean a suitably experienced person elected or appointed by the IC at the annual international meeting and acting for the ITCA (World) with respect to all matters concerning Youth Development and raising the visibility of the International Topper as a recognised pathway class internationally.
- 2.23 **Regional Directors** shall mean representatives from WS Regional Committees who are able to assist ITCA (World) in developing the Class.
- 2.24 **Honorary Member** shall mean any person who is determined by the IC to have made a significant contribution to the ITCA (World) and is so publicly recognised.
- 2.25 A suitable experienced person shall mean a person who fulfils the requirements of a job description prepared by the IC prior to the appointment of such a person. The IC shall appoint a selection team made from the Commodore, the Designer's Representative, the President and the Vice Presidents.
- 2.26 **International Event** shall mean a World or Continental race championship or a rally, whether competitive or otherwise.

3 OBJECTS

- 3.1 To promote and further the interests of the INTERNATIONAL TOPPER, INTERNATIONAL TOPPER SAILING and ITCA (World) throughout the world.
- 3.2 To assist in the maintenance of the one-design character of the INTERNATIONAL TOPPER and preserve the original concept of the design which is:
 - a) boats shall be as alike as possible in all aspects affecting speed and ease of handling;
 - b) simplicity of rig;
 - c) safety;
 - d) suitability for racing by helmsmen of moderate weight, strength and athletic ability;
 - e) suitability for sailing by inexperienced helmsmen;
 - f) ease of maintenance; and
 - g) moderate cost.
- 3.3 To work with the Licenced Builder and the Copyright Holder in the developments of design variations so as to expand the International Topper range.
- 3.4 To assist owners of INTERNATIONAL TOPPERS in all countries in the organisation and establishment of NAITCs and to approve the Constitutions of prospective NAITCs.
- 3.5 To advise NAITCs on the interpretation and application of the Class Rules.
- 3.6 To consider any proposals from NAITCs for amending or adding to the Class Rules or this Constitution.
- 3.7 To recommend any amendments or additions to the Class Rules or this Constitution to World Sailing.
- 3.8 To publish and distribute to all NAITCs the Class Rules and this Constitution and any amendments or additions to either approved by World Sailing.
- 3.9 To explore and initiate the organisation of International Events and to make recommendations to NAITCs on the running of such events.
- 3.10 To officially approve, endorse and award licences for International Topper events organised and run by NAITCs, national, regional, world sailing or commercial bodies.
- 3.11 To set and charge Licence Fees for officially approved International Topper events organised and run by NAITCs, national, regional, World Sailing or commercial bodies.

4 COMPOSITION AND ROLES OF THE ITCA (World) and THE IC

- 4.1 The ITCA (World) is the organising authority of International Events and the promotion and development of the International Topper Class (World) worldwide.

4.2 The International Committee (IC) for ITCA (World) shall comprise:

- a) Commodore
- b) The President
- c) The Designer's representative
- d) The Licenced Builder's representative
- e) The International Secretary General
- f) The International Regatta Secretary
- g) The Vice-Presidents that may exist at the relevant time
- h) Regional Directors that may exist at the relevant time
- i) The International Treasurer
- j) Representative NAITC members (no more than 3) elected at the previous AGM

The International Committee is responsible for:

- i. Setting the Policy of the ITCA (World)
- ii. Maintaining the International Class Rules
- iii. Maintaining the Constitution
- iv. Overseeing the various sub-committees
- v. Approving decisions of the various sub-committees as necessary
- vi. Setting publicity, advertising and organisational policies
- vii. Appointing the President
- viii. Appointing Vice-Presidents
- ix. Approving and reapproving the appointment of the International Regatta Secretary and any other paid members of the International Secretariat.
- x. Appointing the International Treasurer
- xi. Appointing Honorary Members
- xii. Ensuring the financial stability of the ITCA (World)

4.3 The Regatta Committee (RC) shall comprise:

- a) The President
- b) The International Regatta Secretary
- c) The Vice-President Safety
- d) The Vice-President Racing
- e) Class recognised International Judge
- f) Any co-opted person, who may also be an Honorary Member

The RC is responsible for:

- i. The selection of and negotiation of the Hosting Agreement with venues for International Events
- ii. The management and budgets for forthcoming and current International Events
- iii. The successful delivery of International Events delivered by the ITCA (World)

4.4 The Technical Committee (TC) shall comprise:

- a) Vice-President Technical (Chair)
- b) International or National Measurers recognised by ITCA (World)
- c) International Ambassador
- d) Members of the IS as required

- e) Any co-opted person, who may also be an Honorary Member

The TC is responsible for:

- i. The development of the Class Rules
- ii. Interpretation of the Class Rules
- iii. Compliance of Class Rules at International Events
- iv. Compliance with WS requirements for an International Class

4.5 The Training and Development Committee (TDC) shall comprise:

- a) Vice-President Training
- b) Vice-President Development
- c) Vice-President Safety
- d) Regional Directors
- e) Members of the IS
- f) Any co-opted person, who may also be an Honorary Member

The TDC is responsible for:

- i. The development of Class training programmes
- ii. Assisting NAITCs to set up local training programmes
- iii. Maintaining a list of Class recognised coaches and trainers
- iv. Developing programmes to promote the Class as a recognised pathway Class

4.6 The IC and / or the sub-committees shall have power to co-opt any person or Honorary Member to serve on it, whether a full member of any NAITC or not, but such person shall have no voting rights.

5 INTERNATIONAL SECRETARIAT

5.1 The IS of the ITCA (World) shall comprise:

- a) the International Secretary General
- b) the International Regatta Secretary
- c) the Commodore
- d) the Designer's representative
- e) the Licensed Builder's representative
- f) Technical Adviser

5.2 The IS shall initiate, organise and process the work of the ITCA (World) and of the IC.

5.3 The IS shall issue sail numbers and plaques to Licensed Builders and keep a register showing to which Builder the numbers have been issued and the date of issue.

5.4 The IS shall prepare an international electronic newsletter and distribute it, at cost, to NAITCs and individually to ITCA country members if agreed with relevant NAITCs. The newsletter shall be the main medium of news of all technical, competitive and social activities of the ITCA (World) on an international basis. The IS will also provide and maintain the ITCA (World) website.

5.5 The IS shall be financed as provided by Article 10 below.

6 VOTING RIGHTS

6.1 At the AGM each NAITC representative shall have voting power related to the number of entries to their relevant National Championship in the year preceding, as notified by the NAITC to the International Secretary General in writing as follows:

10 - 25	Competitors	1	vote
26 - 100	competitors	2	votes
101 - 250	competitors	3	votes
251 - 500	competitors	4	votes

and so on.

6.2 The Designer and the Technical Adviser shall each have voting rights based on the aggregate competitors at all of the relevant National Championships of all of the NAITCs as follows:

0 -	1000	competitors	1	vote
1001 -	2000	competitors	2	votes
2001 -	3000	competitors	3	votes

and so on.

6.3 The President, Vice-Presidents, International Measurer and International Treasurer shall each have one vote. The Commodore shall only have a casting vote in the case of an equal vote on a matter at the IC meeting. Should any one person hold more than one position on the IC, they shall have one vote only. If the Commodore shall also hold an additional role on the IC, then they can only vote as Commodore and make a casting vote. If they shall also hold another role on the IC, then they can only vote as per that role, not as Commodore.

7 AUTHORITY OF DESIGNER AND COPYRIGHT HOLDERS

7.1 Notwithstanding anything which appears to the contrary in the Class Rules or this Constitution, any decision of the ITCA (World) which may in any way be connected with the official drawings and/or the specifications of the INTERNATIONAL TOPPER shall be subject to the approval of both the Designer, the Copyright Holders and also World Sailing.

8 MANAGEMENT

8.1 During the course of each annual international event initiated by the ITCA (World), the IC will meet at the venue and may then take decisions on any matter, other than on proposals for changes in the Class Rules or the Constitution of the ITCA (World). At least 60% of the constituted IC must attend the meeting for it to be quorate.

8.2 At least 3 weeks' notice of the proposed time and date of the IC meeting and of the business proposed to be conducted at the meeting shall be given by the IS to all the ITCA (World) and IC members. That business annually shall include the election from amongst the members of the IC of a President and any roles defined as such for the time being by the IC. The IC may also elect from its membership or co-opt for a role defined as such for the time being by the IC, an International Treasurer.

- 8.3 The IC may, in place of the election of an International Regatta Secretary and International Treasurer, appoint at such remuneration and on such other terms as it may decide an International Regatta Secretary and / or delegate the International Treasurer's role to a member of the International Secretariat.
- 8.4 The IC shall at its meeting appoint an auditor.
- 8.5 All those who are elected or, other than an International Secretary General and International Regatta Secretary, who are appointed shall hold office from the conclusion of the meeting for a period of two years. A casual vacancy occurring between meetings shall be filled by the IC in such manner as it may decide.
- 8.6 The International Secretary General shall be immediately notified in writing of any change in representation on the IC made by an NAITC or by the Designer, Technical Adviser and Copyright Holders.
- 8.7 The business of the IC shall normally be conducted by email which shall be directly addressed to the International Secretary General. Copies of all correspondence between the IC members on the business of the ITCA (World), IC or shall be sent to the International Secretary General.
- 8.8 The International Secretary General may convene virtual meetings of the IC or the RC to discuss matters related to the running of the Class or an International Event as required. For meetings of the Virtual IC either the Commodore or the Copyright holder must attend.

9 AGM

- 9.1 No later than the end of the International Event at which the annual IC meeting is held, the International Secretary General shall, on behalf of the IC, convene a general meeting of the members of the NAITCs.
- 9.2 The IC shall take into consideration any views of the ITCA (World) members not attending the meeting that have been sent in writing to the International Secretary General [at least 1 week prior to the date of the IC].
- 9.3 Representatives of NAITCs will be invited to give a report of their activities for the last year.
- 9.4 The International Secretary General shall report of actions and agreements made at the IC.
- 9.5 The members of the NAITCs attending the AGM shall elect from their number at least one and no more than three members to participate in the meetings of the IC. Voting at such meetings will be on the basis laid down in Article 6 hereof.

10 AMENDMENTS TO CLASS RULES OR CONSTITUTION

- 10.1 A proposal to amend the Class Rules or this Constitution may be initiated by the IC or by an NAITC. The IC may accept, amend or reject such a proposal.
- 10.2 Any amendment of either document shall require the prior approval of the IC.
- 10.3 The Class Rules will need the approval of World Sailing.
- 10.4 After approval by the IC the Constitution it will be submitted to WS for consideration and comment.
- 10.5 Before any final proposal is submitted to World Sailing for approval, the IC shall be consulted on the proposal and their views shall be seen as final and binding.

- 10.6 In the event of a significant difference of opinion about the proposal emerging as a result of this consultation, the proposal shall not be submitted to World Sailing unless it has first been approved by a majority vote of the IC.
- 10.7 The IC may amend a proposal at any time prior to its submission to a formal vote and abandon a proposal at any time prior to its submission to World Sailing.
- 10.8 It shall be the sole responsibility of each NAITC to undertake such consultation with its members as it deems appropriate in the circumstances before responding to the IC on a consultation or vote.
- 10.9 Any NAITC representative who does not respond within 3 weeks of the date on which the consultation or vote was initiated by the IC shall be deemed to have abstained.
- 10.10 An amendment to this Constitution shall come into operation on 1st January immediately following its formal approval by the IC. An amendment to the Class Rules shall, in relation to International events, come into force on that date but in relation to all other events on such date as each NAITC shall decide not being more than 12 months from the date of the World Sailing approval.
- 10.11 The official wording of the Class Rules and this Constitution or amendments to either shall be the English language. Any translation shall be the responsibility of each NAITC.

11 FINANCE

- 11.1 The IC shall authorise the expenditure of the Secretariat.
- 11.2 The Secretariat shall normally be financed by a Registration Fee payable to the ITCA (World) by the Licensed Builder on each Topper sold. Statements of Registration Fees due shall be prepared by the Licensed Builder for the six-monthly periods ending 31st March and 30th September in each year and shall be submitted to the International Secretary by the next following 30th April or 31st October as the case may be. Each statement submitted shall be accompanied by the payments due.
- 11.3 The rate of the Registration Fee shall be determined by the IC annually and Licensed Builders shall be notified in October of the Registration Fee to be charged from the following 1st April. The Registration Fee shall not exceed 1% of the retail ex-works ex-tax price of the boat in the country of origin of which 1/2% shall be remitted by the International Secretary to World Sailing for so long as the INTERNATIONAL TOPPER continues to have International Status.
- 11.4 In the event of Registration Fees at any time failing to provide sufficient funds to permit the Secretariat to function efficiently, the IC shall be empowered to levy a contribution from each NAITC to supplement the financing of its operation. Such contributions shall be in proportion to the paid-up membership of each NAITC as at 1st July in each year and shall become due on 1st July in each year. The rate of contribution per paid-up member shall be determined by the ITCA (World) and notice of such levy shall be given by October of the year prior to the raising of the levy. Any NAITC failing to pay its contribution within three months of the due date shall lose the rights of membership of the ITCA (World) unless such failure can be shown to be due to inadvertence or to circumstances outside the control of the NAITC.

- 11.5 In addition, ITCA (World) may run events and charge entrance fees in order to pay for those events and the ongoing administration and running of the ITCA (World). These events may also be used to raise funds from other sources such as sponsorship, clothing, auctions and other commercial activities for the benefit of the ITCA (World).
- 11.6 In addition, the ITCA (World) may charge an official License Fee to any NAITC, national, regional, World Sailing or commercial body that intends to run an International Topper event. This fee is to be negotiated on a case by case basis.
- 11.7 The IC will from time to time produce expenses and payment policies to ensure that an individual is not able to claim significant expenses or make significant payments without the approval of other members of the IC or IS involvement.
- 11.8 The International Treasurer shall, as the IC directs, have charge of all of the funds of the ITCA (World) and shall make disbursements, record in proper books of account all assets, goods, and monies received and expended and shall prepare annually accounts for the year 31st October.
- 11.9 The International Secretary General at the international meeting annually shall circulate audited accounts ending the previous 31st October to each IC member and NAITC.

12 DISSOLUTION

- 12.1 The ITCA (World) may at any time be dissolved by its members by a two thirds majority vote in favour of such dissolution.
- 12.2 If upon the dissolution of the ITCA (World) there remains, after the satisfaction of all its debts and liabilities, any monies or property whatsoever, the same shall not be paid to or distributed among the members of the ITCA (World) International Committee, but shall be given or transferred equally to remaining NAITCs, at or before the time of dissolution; and if this cannot be done, then to World Sailing.

January 1st 2020