

# **AUSTRALIAN IMPULSE ASSOCIATION INC**

## **CONSTITUTION**

(June 2004)

### **1. NAME**

The name of the Association will be:

**AUSTRALIAN IMPULSE ASSOCIATION INCORPORATED.**

### **2. STRUCTURE**

The Australian Impulse Association Incorporated (AIA) shall consist of members who are affiliated through State branches where there are sufficient members to justify the formation of a branch. The State shall form its own branch when membership of the Association is greater than six. A member can only be affiliated with the State in which they live or directly with the AIA if there is no State branch.

### **3. OBJECTIVES**

The objectives of the Association shall be: -

- 3.1 To encourage the growth, racing and general popularity of the Impulse Class sailing dinghy.
- 3.2 To coordinate the provision of information, specifications and guidance as to the construction of the Impulse Class dinghy so as to achieve a One Design Class within the tolerances and freedoms laid down in the authorised Class Rules.
- 3.3 To provide a mechanism for the orderly consideration and adoption of amendments to this Constitution and the authorised Class Rules and supporting documents.
- 3.4 To ensure that all Impulse Class racing takes place in accordance within the rules and regulations of the Australian Impulse Association (AIA), Yachting Australia and its governing bodies.
- 3.5 To require an Australian Impulse Championship Regatta to be conducted by a nominated State branch.
- 3.6 To do all other lawful things as may be incidental to or deemed to be conducive to the attainment of or execution of these objectives.

### **4. POWERS**

The Association shall have all the powers conferred by Section 25 of the Associations Incorporation Act (SA).

### **5. MEMBERSHIP**

- 5.1 The Impulse Association membership year shall be from 1 September to 31 August the following year. A person who agrees to abide by the Constitution of the Association may be invited to become a member of the Association in the following categories.
  - 5.1.1 **Senior Member**  
A person 21 or more years of age at the commencement of the current membership year.
  - 5.1.2 **Junior Member**  
A person less than 21 years of age at the commencement of the current membership year.

- 5.1.3 **Student Member (Full Time)**  
A person less than 25 years of age at the commencement of the current membership year and studying full time at a recognised institution.
- 5.1.4 **Associate Member**  
A person 21 or more years of age at the commencement of the current membership year who does not own or sail an Impulse but otherwise wishes to participate in the affairs of the Association.
- 5.1.5 **Honorary Life Member**  
A person nominated by the Committee and elected to honorary life membership by a majority of the National Committee.
- 5.1.6 **Register**  
A Register of all current members shall be maintained by the Registrar.
- 5.2 Rights of a Member**
- 5.2.1 **To Vote**  
Each financial and honorary member shall be entitled to vote (one vote per member) at a meeting.
- 5.2.2 **To Hold Office**  
Any member who is entitled to vote may hold an Office of the Association.
- 5.3 Election of a Member**
- 5.3.1 An application for membership shall be made on the official form and delivered to the Secretary.
- 5.3.2 An application for membership shall be considered by the State committee, or in its absence, the Committee, within 30 days of its receipt.
- 5.4 Discipline**
- 5.4.1 Any member flagrantly infringing this Constitution or the Class Rules, or conducting themselves in a manner derogatory to the interests of the Association, may be disciplined in a manner deemed appropriate, which may include expulsion, by the Committee of the Association.
- 5.4.2 A written complaint from a member under section 5.4.1 must be delivered to the Secretary who shall promptly deliver a copy to the alleged offender. The complaint shall be considered by the Committee within 30 days of its receipt by the Secretary. The findings of the Committee shall be supplied in writing to both the complainant and alleged offender.
- 5.4.3 A member against whom a complaint has been lodged is entitled to be heard.
- 5.4.4 A member subject to discipline by the Committee may appeal to a panel of AIA and all State executive members.
- 5.5 Annual Subscription**
- 5.5.1 The membership year shall be from 1 September to 31 August the following year. Subscriptions shall be due on 1 September.
- 5.5.2 Any member whose subscription is outstanding for more than three months after the due date shall cease to be a member of the Association.
- 5.5.3 The annual subscription shall be set at the Annual General Meeting.

## 6. ADMINISTRATION

### 6.1 Officers

The Officers of the Association shall be the National President, Registrar, Secretary, Treasurer, Measurer, Editor and the current President of each State branch.

### 6.2 Election of Officers

6.2.1 The President of the State branch responsible for hosting the next Australian Impulse Championship regatta shall assume the position of National President until replaced by a new nominee (usually one year).

6.2.2 All nominated positions shall be by election at an Annual General Meeting and will hold office for two years.

The Registrar and Treasurer shall be elected in even numbered years.

The Secretary, Measurer and Editor shall be elected in odd numbered years.

6.2.3 All positions commence on the 1st day of February each year.

### 6.3 Committee

6.3.1 The Committee of the Association shall consist of the Officers of the Association. The Committee shall be responsible for the affairs and management of the Association.

6.3.2 The Committee may appoint a member to fill an Office that becomes vacant for any reason. The member may hold office for the remainder of the outstanding term.

6.3.3 The Committee may co-opt any member for any purpose consistent with the objectives of the Association.

### 6.4 Finance

#### 6.4.1 Distribution

The income and property of the Association shall be applied solely to the promotion of the objectives of the Association. No dividend, bonus or other benefit shall be distributed other than as payment in good faith for goods supplied or services rendered to the Association.

#### 6.4.2 Cheque Signatories

Any two of the Treasurer, President, Secretary or State President of the treasurer shall sign each cheque.

#### 6.4.3 Banker

All monies received shall be paid into the Association Account.

#### 6.4.4 Indemnity

The members of the Committee of the Association shall be indemnified and saved harmless out of the funds of the Association from and against all charges, costs, losses, damages and expenses which they or any of them shall or may incur or sustain in or about any contracts or agreements made by them for or on behalf of the Association or in furtherance of objectives of the Association except such charges or expenses as shall be incurred or sustained by or through their own default.

## **7. MEETING REQUIREMENTS**

### **7.1 Committee Meetings**

- 7.1.1 Committee meetings may be convened as often as deemed necessary by the President or any other two members of the committee.
- 7.1.2 Business may be conducted by telephone, mail, e-mail or other electronic means.
- 7.1.3 All individual members of the committee, except the National President, shall have one vote. The National President may have a casting vote.
- 7.1.4 Failure of a committee member to respond due to non receipt of a notice or otherwise, shall not invalidate a decision.

### **7.2 General Meetings**

#### **7.2.1 Annual General Meetings**

- 7.2.1.1 The Annual General Meeting shall be held at the venue nominated for the Australian Impulse Championship regatta.  
If an Australian Impulse regatta is not held within 15 months of the previous one, then a Special General Meeting shall be held at this time to conduct the annual business matters normally conducted at the AGM.
- 7.2.1.2 A Quorum shall exist when at least 50 percent of members entered for the Australian Championship are present.
- 7.2.1.3 Each member shall be entitled to one vote. Proxy votes shall be allowed on motions that have been published with the agenda.
- 7.2.1.4 Voting shall be by simple majority. The Chairman shall not have a deliberative vote.
- 7.2.1.5 A notice calling the Annual General Meeting shall be forwarded to each member in the December issue of the Association magazine 'On Impulse'. Failure to receive such a notice shall not invalidate the proceedings of an Annual General Meeting. The notice shall include any motion on notice, which must be lodged with the Secretary no later than 30 November.
- 7.2.1.6 Proxy votes on Notices of Motions included in the Agenda of the meeting must be registered with the Secretary before the meeting commences.

#### **7.2.2 Special General Meetings**

- 7.2.2.1 A Special General Meeting may be called by the Secretary to consider a specific key issue.
- 7.2.2.2 A notice calling the Special General Meeting shall be forwarded to all members in the Association magazine 'On Impulse' or by letter mailed to them. Failure to receive such a notice shall not invalidate the proceedings of a Special General Meeting unless more than 20 percent of members do not receive the notice.  
The notice shall specify the purpose of the meeting and shall be the initiating or opening statement for the Special General Meeting.  
The meeting shall be conducted by correspondence with each member supplied with information and able to participate fully with the matter being dealt with by the meeting.  
Special issues of 'On Impulse' may be sent to achieve the required communication.

7.2.2.3 This Constitution may only be altered by a ballot of all members at a Special General Meeting called for that purpose. A written Notice of Motion to alter the Constitution signed by the proposer and another member shall be lodged with the Secretary. With the consent of the proposer and seconder, the Committee may, without changing the intent, redraft the motion to avoid conflict within the Constitution.

The Secretary shall issue a Notice of Special General Meeting within 60 days of receiving the Notice of Motion to alter the Constitution.

7.2.2.4 Voting will be by mailed response, requiring a two-thirds majority of votes cast to be passed.

## **8. Wind Up**

The Association may be wound up in the manner provided for in the Associations Incorporation Act.

Surplus assets shall vest equally to any State branch and in their absence, to Yachting Australia to be used at its discretion.

### **APPENDIX: Duties of Officers**

1. **PRESIDENT:** Shall preside as chairman at Committee and General Meetings and rule on Constitutional matters. In the absence of the President at a meeting, his nominee, or if there is none, those present shall elect a chairman for the meeting.
2. **SECRETARY:** Shall maintain the Association's records and accurate minutes of all meetings of the Association. Perform such duties as pertain to the office, including maintaining the Master copy of the Constitution.
3. **REGISTRAR:** Shall maintain a database of information and particulars of all members of the Association, owners of Impulse boats, and a register of approved Emblems (sail). The Registrar shall issue Sail Numbers, Pattern Sets, Building Instructions, Class Rules, and Hull Measurement Plates (as authorised by State Measurers).
4. **TREASURER:** Shall maintain records of all income and expenditure of the Association and carry out banking of Association funds. Prepare financial reports as required of balance sheet, income and expenditure.
5. **MEASURER:** Shall maintain the Class Rules and Building Instructions and provide Interpretations to State Measurers and builders to ensure full compliance with the Rules. Refer measurement issues to AIA executive for determination and ruling.
6. **EDITOR:** Shall compile a periodic Newsletter, "On Impulse" and publish the newsletter at least 4 times each year. Arrange for the printing and distribution of each edition to all members. Seek possible advertising.