

**PACIFIC INTERNATIONAL YACHTING ASSOCIATION
CONSTITUTION**

NAME

The name of this organization shall be the "PACIFIC INTERNATIONAL YACHTING ASSOCIATION".

OBJECT

The objectives of this Association shall be to encourage and promote yacht racing in the area generally referred to as the Pacific Northwest (USA and Canada) by:

- A. The sanctioning of Regattas as determined by the Council.
- B. Authorizing, scheduling or conducting of qualifying Regattas for Championship and other events.
- C. Acting as a central agency for members in the area, as an arbiter in the settlement of questions and disputes relating to racing which are referred to the Association for discussion.

BYLAWS

I - AFFILIATION

The Association shall be an Association Member of the United States Sailing Association (USSA) and the Canadian Yachting Association (CYA) and shall be guided by their policies, rules and bylaws.

II - MEMBERSHIP

The Membership shall be made up of any permanently organized *Boating organization* in Alberta, British Columbia, Oregon, Washington, Idaho or Alaska providing:

- A. It has a regular active membership of twenty-five or more devoting its attention, in whole or in part to the promotion of the sport of racing of boats or yachts.
- B. The club is not transitory.
- C. It shall conduct scheduled races for sailing yachts open to other Association members.
- D. An Application for Membership is submitted on a form approved by the Executive Committee, signed by the Officers of the Club applying, and submitted to the Council for acceptance or rejection. Two-thirds of the Council shall vote to admit the applicant.

There shall be four classes of membership: Active, Associate, Junior and Affiliate. A club applying for membership may elect the category of membership upon payment of dues applicable to that category.

A. Active Membership:

Each Member Club may appoint from its membership representatives to the Council, the number of such representatives to be proportionate to the number of each Club's sailing membership and to be determined as follows:

One representative for each seventy-five or fraction of seventy-five sailing members; provided however, that no Club shall have over five (5) representatives nor less than two (2) representatives. Each Club shall designate one (1) representative as Corresponding Secretary for that Club.

B. Associate Membership:

Each Associate Member Club may appoint from its membership one (1) representative as a Corresponding Secretary (with voting power).

C. Junior Sailing Association

Each Junior Sailing Association may appoint from its membership one representative as Corresponding Secretary (with voting power).

D. Affiliate Membership

Each Affiliate Club or Association shall appoint one observer from its membership to the Council; such observer shall not have voting power.

E. Corresponding Secretaries Designated:

The Designated Corresponding Secretaries shall be appointed with a view toward continuity, holding office until their successors are appointed.

III - POWERS

The powers of the Association are advisory and no Club is bound by the action of the Association until it has ratified such action, except in the settlement of questions and disputes relating to racing as hereinafter provided for by the Appeals Committee.

IV - TERMINATION OF MEMBERSHIP

The membership of any Club in arrears in dues shall terminate and such Club shall not be entitled to representation at any meetings of the Association or participation in any sanctioned events and such membership may only be restored upon payment of the delinquent dues. Thirty- (30) days written notice of termination shall be given.

The Council may suspend or expel Member Clubs provided that such expelled or suspended members shall have the right of appeal to the membership at a meeting of the Association.

V - PARTICIPATION

Participation in Association Sanctioned Events shall be open only to members of "Active" "Associate" and "Junior" members of the PIYA.

VI - OFFICERS

The Officers of the Association shall be a Commodore, a Vice-Commodore, the Executive Secretary and the Corresponding Secretaries of the "Active" Clubs. The Commodore, Vice-Commodore and Executive Secretary shall be elected at the Annual Meeting and shall hold office for a minimum period of one year. The Officers shall make up the Executive Committee.

VII - REMOVAL OF OFFICER

The Executive Committee shall have the right by a two-thirds majority vote to dismiss an Officer or Member of the Executive Committee for failure to carry out the duties of his/her office, and may by a majority vote fill any vacancy which may occur by the appointment of any delegate from an Active and or Associate Member Club who has been a member in good standing for a period of one year providing at least 3 days notice of such resolution is given.

VIII - DUTIES OF THE OFFICERS

The Commodore shall be Chief Executive Officer of the Association and shall preside at all Meetings and shall be Ex-Officio Chairman of the Executive Committee.

The Vice-Commodore shall assist the Commodore in the discharge of his duties and assume such duties in the absence or disability of the Commodore.

The Executive Secretary shall keep a full and complete record of the proceedings of all meetings and shall preserve all documents, reports and communications connected with the business of the Association, send out all notices, compile records of the Association, and sponsored Regattas, represent the Association to the US Sailing Council of Sailing Association and ensure there is proper representation from the Association at C.Y.A. and U.S. Sailing meetings and perform such duties as usually pertain to this position, and shall collect and receive all monies, keep correct account thereof and deposit same in the name of the Association in such bank as may be approved by the Executive Committee.

The governing body of the Association shall have and exercise all the powers of the Association except where limited by these bylaws or by resolution passed at a meeting of the Association. Without limiting the generality of the foregoing, the Council may: regulate, invest, control and disperse all funds belonging to the Association provided that the Directors shall not incur any liability in excess of the Association's revenue for the preceding fiscal year of the Association without the approval of the members by resolution passed at a meeting of the Association members.

The Executive Committee may engage, discharge and determine remuneration of all employees of the Association.

IX - AUDIT

At the Annual Meeting, the Executive Secretary shall submit a full report in writing of the financial condition of the Association, which *may* not have been audited, an audited statement will be presented at or before the Spring Council meeting.

X - COUNCIL & EXECUTIVE COMMITTEE

The affairs of the Association shall be managed by the Executive Committee, who shall meet from time to time, as required, and shall report to the Council.

The Council shall be made up of the Members of the Executive Committee, the Corresponding Secretaries of the Associate member Clubs and other representatives as provided in Bylaw IIA.

It shall be the duty of the Council to pass upon the eligibility of Clubs for representation in the Association, to formulate and adopt for the guidance of the Association rules for the measurement classification and rating of yachts and for the government of trials of speed and endurance between them; to determine and settle all questions or disputes relating to racing, (except interpretation of racing rules) which may be referred to them for decision, and which decision shall be final; to designate the date and location of all races held under the auspices of the Association, to appoint general committees, and generally take such steps as they may deem necessary and expedient to further the objectives of the Association.

The Council, at the Annual Meeting, shall appoint to the United States Sailing Association (USSA) and the Canadian Yachting Association (CYA) delegates as required by those organizations to represent the Association.

XI - MEETINGS

- A. The Annual Meeting of the Association shall be the Fall Council Meeting, and shall be held in November, at such time and place as the Council may determine - this meeting may be held in the USA or Canada; and a Council meeting *may* be held during February or March, at such time and place as the Council shall determine.
- B. The Council may call special meetings whenever deemed necessary and shall do so upon the written request of any three (3) Active Clubs in the Association.
- C. Notices for meetings of the Association or the Council shall be sent by the Executive Secretary to each member of the Association at least four weeks prior to the date of the meeting and shall endeavor to specify the business to be transacted.
- D. Representatives from a majority of the Active Clubs shall constitute a quorum at any Council meeting of the Association.

- E. At all meetings of the Council each Member Club or Association shall be entitled to the same number of votes as the number of representatives as determined by Bylaw II.

XII - DUES

Each Club shall pay to the Executive Secretary of the Association annual dues as shall be fixed by the Council. Dues shall be due and payable *January* 1st of that calendar year.

XIII - CUSTODY & USE OF SEAL

The Association shall have a corporate seal and the same seal shall be affixed to any documents requiring the same in such manner as shall be determined by resolution of the Executive Committee, and the affixing thereof shall be attested to by such officers or other persons as the resolution shall provide.

XIV - COMMITTEE

The appointment of Committees, Committee Chairmen and Members of the Committees shall be the responsibility of the Council.

1. Nominating Committee

The Executive Committee shall appoint a Nominating Committee of not less than three (3) and shall designate the Chairman thereof

The Nominating Committee shall nominate one or more candidates for the Office of Commodore, Vice-Commodore and Executive Secretary and shall notify the Association Secretary forty-five (45) days in advance of the election. The Executive Secretary shall notify the Member Clubs at least *four* weeks prior to the election at the Annual Meeting.

This provision shall not exclude independent nomination, in writing, from the floor.

In the event of a vacancy in the Officers, the Executive Committee shall be empowered to appoint a replacement to serve for the unexpired term of office.

2. Appeals Committee

There shall be an Appeals Committee, which shall consist of seven (7) members, with a quorum to consist of five (5) members at any hearing, one of whom shall be chosen by the group as a Chairman. The members shall be appointed for a three (3) year term to fill vacancies, at the Annual General Meeting of the Association, and shall be members of the *Association* Member Clubs.

Appeals shall be filed in accordance with the ***Racing Rules of Sailing appendix F***

It shall be the duty of the Appeals Committee to hear and decide in conformity with the Racing Rules all appeals herein provided for. A member of the Appeals Committee, who is

the owner, in whole or in part of a yacht, which is a party to an appeal, shall not act upon the Committee in connection with such appeal.

Appeals involving solely the interpretation of the Racing Rules may be taken to the Appeals Committee of the Association from the decision of the Race Committee of any club, fleet or association, which is a member of the Association.

All questions arising from any sailboat race sponsored by the Association or conducted by a Member Club or Clubs under the auspices of the Association, except those arising from the physical management control or supervision of any such races, unless such management control or supervision shall be in violation of the *USSA* or *CYA* Rules, or such other rules as the Association may adopt shall be originally referred to and heard by the Race Committee of the conducting club or clubs.

3. Measurer's Committee

There shall be a Measurer's Committee composed of *Measurers* in the PIYA area
This committee shall meet annually or as required.

4. Inspection & Technical Committee

Inspection of yachts, interpretation of category specifications and recommendation of future changes to the "SPECIAL REGULATIONS GOVERNING EQUIPMENT AND ACCOMMODATIONS STANDARDS" shall rest in a permanent Committee appointed by the Association for these purposes. This Committee shall be termed the Inspection and Technical Committee and shall be composed of one representative from each Active and Association Club, any one of whom shall be chosen as Chairman. A quorum shall consist of five (5) members.

The "Special Regulations Governing Minimum Equipment and Accommodations Standards" are in Appendix A, Item #3.

5. Youth Committee

There shall be a youth committee to ensure that the young sailors of the area are given their best chance to excel in the sport of sailing. This committee shall have a Chairman and members as required to fill this job.

6. Large Boat Committee

There shall be a Large Boat Committee whose duty shall be to coordinate the Large Boat (cruising class boats) activities, establish the annual schedule and look after the interests of the Large Boat sailors. The Association Championship Trophy Committee shall be sub-committee of the Large Boat Committee. This Committee shall be termed the Large Boat Committee and shall be composed of one representative from each Active and Association

Club, any one of whom shall be chosen as Chairman. A quorum shall consist of five (5) members.

7. Small Boat Committee

There shall be a Small Boat Committee (center board and keelboat) whose duty shall be to coordinate the Small Boat activities and to establish the annual schedule for the small boat circuit. Circuit events shall be run in accordance with the instructions in Appendix A, Item #2. This Committee shall be termed the Small Boat Committee and shall be composed of one representative from each Active and Associate Club, any one of who shall be chosen as Chairman. A quorum shall consist of five (5) members.

XV - North American CHAMPIONSHIPS

Area eliminations for these, such as Mallory, Adams, etc., as to site, shall be awarded by the Council at its winter meeting. Host clubs are authorized to charge an entry fee to these area elimination's to defray expenses.

XVI - AMMENDMENTS

Amendments to these bylaws may be adopted at the Annual Meeting of the Association by a two-thirds majority of the votes cast, provided due notice has been given in the call for the meeting.

XVII - INSPECTION OF BOOKS & RECORDS

The books and records of the Association may be inspected by any member upon written request to the Commodore, who shall designate the time and place for such inspection, which shall be within seven (7) days of the receipt by the Commodore of such written request.