

Day Sailer Association CONSTITUTION

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NAME

- 1.1 The name of this Association shall be the Day Sailer Association (the "Association"), abbreviated DSA. The abbreviation for the Day Sailer class yacht shall be DS. The Association is a non-profit corporation incorporated under the laws of the state of Texas.

EMBLEM

- 2.1 The emblem of the Day Sailer and the Association shall consist of the capital letters DS set with vertical offset and touching, in font and configuration as shown in the Class Handbook. When used on sails, the emblem color shall contrast sharply with the sail color.

OBJECTIVES

- 3.1 The objectives of the Association are
 - i. to promote the Day Sailer class yacht,
 - ii. to develop, regulate and promote one-design racing in the Day Sailer class yacht under a uniform set of rules,
 - iii. to retain the family-oriented characteristics of the class, and
 - iv. to promote the sport of sailing among Day Sailers.
- 3.2 The purposes of the Association shall be charitable and educational, and it is formed and shall operate exclusively to foster national amateur sports competition (specifically in the area of sailing in the Day Sailer class sloop) with no part of its activities involving the provision of athletic facilities and equipment, all as provided within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954 as amended.

JURISDICTION and POLICY

- 4.1 The Association has jurisdiction over all sanctioned DS activities, and the Constitution and By-Laws bind all Members and Fleets. The powers of the Association shall be vested in and carried out by the Governing Board, Regional officers, and Fleets as provided in the class Constitution and By-Laws. DS class yachts that compete in regional or class championships and other sanctioned regattas shall conform to the DS class Specifications.
- 4.2 Policies of the Association are:
 - i. To cooperate with other yachting organizations and, in return, to insist on strict observance of the rules of the Association.
 - ii. To maintain the Day Sailer class yacht appropriately for one-design racing, assuring competition in boats of identical hull shapes, sail plans, blades, and standing rigging, in which winning shall be determined by the skill of competitors.
 - iii. To keep the cost of owning and racing a Day Sailer within modest limits by restricting equipment, while maintaining high standards of seaworthiness and performance.
 - iv. To prevent premature obsolescence of older boats, by eliminating new boat design modifications made solely to increase racing performance.
 - v. To foster growth of the class, the Association, and the sport of one-design racing by making every effort to attract new sailors to Association activities and to help them develop sailing and racing skills.
 - vi. To sponsor, regulate, and publicize one-design sailing events, as well as other sailing and social events, in accordance

with the Objectives of the Association.

ORGANIZATION

Governing Board and Class Officers

- 5.1 The Association shall be governed by the Governing Board which shall consist of the Class Officers and the Regional Vice Presidents. The Class Officers shall be nominated and elected at the annual Class Meeting and shall be the following: President, Past President, Executive Vice President, Secretary, Treasurer, Assistant Treasurer, Class Measurer, and Vice President for Independents. An additional Class Officer shall be the Day Sailer Editor, who shall have the same status as other Officers except that the Editor shall be appointed by the President, not elected.
- 5.2 Of the President, Past President, Executive Vice President, and Secretary, no more than two may be from the same Region. Only the previous class President may be nominated or elected as Past President.
No employee or paid representative of any current builder of the DS may occupy a position on the Governing Board other than Regional Vice President.
- 5.3 Governing Board decisions shall be made by majority vote of those present at a scheduled annual Governing Board Meeting, if and only if a quorum of 8 is present. At other times, Governing Board decisions may be made by mail. In this case written questions shall be sent to all Governing Board members, and a quorum shall be constituted by mailed or electronic responses from 10 members, in which case the majority of votes cast within 45 days of the date of mailing the written questions shall decide the issue. In all cases, each Governing Board member shall have one Vote. This paragraph does not apply to Amendments to the By-Laws, which can only be made through the procedures of Section 12.
- 5.4 The term of office for all Class Officers except the Editor shall be from their election at an annual Class Meeting to the subsequent election at the next annual Class Meeting. In the event the annual Class Meeting is not held in a particular year, the term of the Officers shall be extended to the next Class Meeting (Annual or Special). The President shall appoint a replacement for any Class Officer position which becomes vacant during the President's term.
- 5.5 The **President** is the chief executive officer and shall preside at Class Meetings, shall be the leader of the Governing Board and honorary member of all other committees, shall appoint special committees and DSA representatives to other organizations such as USSA, shall rule on procedure and jurisdiction, shall authorize payment of bills, shall chair the Design Committee, and shall in general provide leadership for the Association.
- 5.6 The **Past President** shall provide advice and perspective on all issues based on experience obtained as prior President, shall chair the Nominating Committee, and shall perform other duties as assigned by the President.
- 5.7 The **Executive Vice President** shall lead the Association in the absence of the President, shall recommend to the Governing Board the location and time of the annual North American Championship Regatta (NACR), shall chair the Class Race Committee and the Promotion Committee, shall have authority to sanction class events, and shall perform other duties as assigned by the President.
- 5.8 The **Secretary** shall record the minutes of meetings of the Association and of the Governing Board, shall be responsible for accepting and responding to membership correspondence and dues, shall be responsible for production of the annual Membership Directory, shall keep the roster of fleet and independent members of the Association, shall provide membership information to current and prospective members, shall keep general Association records, shall oversee fleet charters, shall manage the assignment and recording of hull/sail numbers, and shall perform other duties as assigned by the

- President.
- 5.9 The **Treasurer** shall collect, deposit, disburse, and otherwise manage the funds of the Association, shall maintain the Association in a non-profit incorporated status, shall keep up-to-date records of Association finances, and shall handle all tax and audit problems and financial questions for the Association.
- 5.10 The **Assistant Treasurer** shall perform duties as assigned by the Treasurer to help maintain the Association as a viable non-profit corporation.
- 5.11 The **Day Sailer Editor** shall oversee the production of the Day Sailer Quarterly, the official publication of the Association, in close cooperation with the Secretary.
- 5.12 The **Class Measurer** shall interpret the measurement rules, shall be responsible for keeping current the class Specifications and Measurements to maintain the one-design integrity of the class, shall chair the Measurement Committee, shall be ultimately responsible for measuring yachts entered in sanctioned events and for deciding on measurement waivers, shall keep written records of measurement decisions, and shall supervise the activities of Fleet Measurers.
- 5.13 The **Vice President for Independents** shall represent independent members without Regional representation on the Governing Board.
- 5.14 The **Regional Vice Presidents** shall lead activities within their Regions, shall serve on the Governing Board, shall have authority to sanction regattas within their Regions, shall preside over Regional Meetings, shall have charge of promotion and other activities to foster the health and formation of Fleets in the Region, and shall compile and distribute to Fleet Captains and to the Editor schedules for Regional events.

Regions

- 5.15 Regions shall be established or changed by the Governing Board. Fleets shall be assigned to Regions by the President. Each Region may hold annually a regional championship regatta open to all eligible members of the Region. Annual interregional championships may also be held by the Regions and must be properly sanctioned by the Association. Each Region shall be responsible for electing a Regional Vice President, who must be a DSA Member from within that Region.

Fleets

- 5.16 Fleets are the local units of the Association and shall each be composed of at least three Members in Voting Status. Fleets shall be self-governing concerning local matters not conflicting with the Association or its actions. Each Fleet shall elect its own officers, to include, but not be limited to, a Fleet Captain and Fleet Secretary. The Fleet Captain shall be responsible to the Regional Vice President for the organization of the Fleet and compliance with the provisions of the Association Constitution and By-Laws.
- 5.17 A Fleet may be formed by applying to the Association Secretary for grant of a fleet charter. Fleet charters and numbers are granted by the Governing Board and signed by the Secretary, and may be revoked by the Governing Board for failure to maintain three Members in Voting Status or for serious breach of the Constitution or By-Laws. Organizers of new Fleets are encouraged to contact the Regional Vice President of the Region in which the Fleet will be situated.
- 5.18 Each Fleet is encouraged to elect a Fleet Measurer to assist in all aspects of yacht measurement, specifications, and eligibility at the local level.
- 5.19 **Obligations:** The Association shall not be liable for any debts of its Fleets or Officers.

MEMBERSHIP

- 6.1 Membership in the Association shall be open to all persons of good character interested in promoting the Objectives of the Association, subject to payment of dues and to the conditions set forth below.
- 6.2 Individuals may apply for Membership in the Association by

contacting the Secretary. Application for Membership denotes that the applicant accepts and agrees to be bound by the Constitution and By-Laws of the Association upon being accepted as a Member.

- 6.3 Members of the Association shall be either Fleet Members or Independent Members. For official Association purposes, Members shall normally belong to the Fleet closest to their normal sailing waters, unless the intervening distance exceeds 50 miles, in which case they may, at their option, be Independent Members. For other than official Association purposes, such as simple fellowship. Members may belong to any Fleets or Regions.
- 6.4 Members may change their Fleet status by notifying the Secretary and affected Fleet Captains, but are then ineligible to receive awards in Regional, InterRegional, or Class championships within 90 days, unless the change was made because of a change of permanent residence.
- 6.5 Membership ceases when a Member's dues become delinquent. The privileges of Membership may also be withdrawn by majority vote of the Governing Board for serious violation of the Association Constitution or By-Laws.
- 6.6 Membership in the Association shall not be available to any company, partnership, group, or other association (excepting families) unless specifically authorized by the Governing Board and under any conditions the Board may set.
- 6.7 **Family Members:** Family Members are the spouses of Members currently in Voting Status, and their children under age 18 (age 25 if full time students), and must belong to the same Fleet as the Member in Voting Status. Family Members are accorded the privileges of Membership except for receiving mailings, and except that they may only be in Voting Status via Section 6.8(v).
- 6.8 Members may Vote on Association matters only if they hold Voting Status, which is intended to be associated with the possession of a DS class yacht (one boat/one Vote), and is granted to (and only to) the following who are Members of DSA for at least 30 days before Voting:
- i. the sole owner of a DS class yacht, or
 - ii. a co-owner solely designated to Vote, or
 - iii. a charterer, continuously for the prior thirteen months, of a DS yacht associated with no other Member, in Voting Status, or
 - iv. members of the' Governing Board, or
 - v. a Family Member representing a Member in Voting Status who is unavailable to Vote, with that Member's permission.

Despite owning more than one boat, no individual may exercise more than one Vote.

- 6.9 **Member on board:** Every DS yacht shall have on board a DSA Member recognized by the Association to be in charge of the yacht as owner or owner's representative while participating in any sanctioned event.
- 6.10 **Honorary Membership** may be extended to any person by election by the Governing Board. Members choosing to accept this status are exempt from the requirement to pay dues to the Association; they also relinquish their right to hold Voting Status, except that members of the Governing Board always hold Voting Status. In addition, any who were Honorary Members with Voting privileges as of 1 January 1994 also retain their right to hold Voting Status.
- 6.11 Members agree to report all sales of DS class yachts to the Secretary.

DUES

- 7.1 The amount of yearly dues shall be set annually by decision of the Governing Board, normally at the annual Governing Board Meeting. Changes in the amount of dues shall be made broadly known as soon as possible, including via Association publications such as

the Day Sailer Quarterly. Dues shall be payable starting 1 January of the year they cover, and shall be delinquent if unpaid after 30 March.

- 7.2 Fleet dues, if any, shall be levied, collected, and used by each Fleet individually. Mandatory annual Fleet dues shall not exceed the amount of annual Association dues. No Region shall charge mandatory dues.

COMMITTEES

- 8.1 Committees shall normally be appointed at the annual Class Meeting, and shall serve until the next Class Meeting. The Governing Board may at any time modify the term or objectives of any Committee. Committees may be formed from time to time as the Governing Board determines, but the following Committees shall always be maintained: the Nominating Committee, the Measurement Committee, the Class Race Committee, the Design Committee, and the Promotion Committee. Except for the Nominating Committee, committee members not specified herein shall be proposed by the committee Chair and approved by the Governing Board. Committee members shall normally be DSA Members, but non-Members may be selected if they have particular relevant expertise.
- 8.2 The **Nominating Committee** shall consist of the Past President (Chair), and two other Voting Members, not current Class Officers, whom the Governing Board shall appoint. Members of this Committee may not serve more than two consecutive years and, excluding the Chair, must all be from different Regions. This Committee shall be responsible for nominating a full slate of Association Officers for election at the next annual Class Meeting. That slate shall be made known to the Governing Board at least one day prior to the annual Governing Board Meeting (Section 9.5).
- 8.3 The **Measurement Committee** shall be chaired by the Class Measurer and shall prescribe methods of measurement and decide any disputes as to measurement, including sails, hulls, and equipment, subject to Governing Board review.
- 8.4 The **Class Race Committee** shall be chaired by the Executive Vice President and shall maintain class Guidelines for racing, which shall be made available to any Fleets conducting championship regattas at the Regional level or higher; and shall act as a resource to improve the quality of racing sanctioned by the Association.
- 8.5 The **Design Committee** shall be chaired by the President and shall include the Past President, Executive Vice President, Class Measurer, and one representative from each current builder of the DS class yacht. This Committee shall evaluate proposed changes to the Specifications of the DS yacht, and shall make recommendations concerning such changes to the Governing Board for action.
- 8.6 The **Promotion Committee** shall be chaired by the Executive Vice President and shall include the Secretary, Past President, Day Sailer Editor, and one representative from each current builder of the DS. This Committee shall oversee advertising and promotion for the Association, and shall coordinate closely with related builder efforts.

MEETINGS

Annual Meetings

- 9.1 The Association shall hold an annual **Class Meeting** in conjunction with the Class Championship regatta, normally the North American Championship Regatta (NACR). Any business may be raised or conducted at this meeting, subject to the limitations of this Constitution.
- 9.2 The Secretary shall send notice of the annual Class Meeting to all Members no less than forty-five (45) days prior to the scheduled date of the Meeting. Notice shall include Meeting

location, time, and as complete an agenda as is known. Notice given in the Day Sailer Quarterly publication shall normally satisfy this requirement.

- 9.3 Only persons in Voting Status may Vote. The Governing Board shall oversee the determination of Membership rosters for purposes of Voting, which shall occur fifteen days prior to the scheduled date of the Meeting. Those persons in Voting Status present shall constitute a quorum, and issues shall be decided by majority vote, except that no single Fleet shall cast more than 25% of any vote. If any single Fleet possesses more than 25% of the quorum, that Fleet shall be responsible for determining how to cast a reduced set of votes to meet the 25% requirement. The President shall have the authority to break tie votes.
- 9.4 The order of business at the annual Class Meeting shall be:
Call to order
Roll call of Fleets and Independent Members
Minutes of last annual Class Meeting
Reports of Class Officers
Announcements of ratified and revoked Charters
Old business
New business
Election of Class Officers
Adjournment.
- 9.5 The Governing Board shall hold a meeting within seven days prior to the annual Class Meeting. The Board shall decide who else may attend its meeting. Those Board Members present shall constitute a quorum for purposes of deciding any issues within the jurisdiction of the Board. Annual class Awards will normally be decided at this meeting, for formal award at the conclusion of the NACR.

Special Meetings

- 9.6 A **Special Meeting** of the Membership may be called in either of two ways:
- by Governing Board decision (including detailed Agenda), or
 - by written petition (including detailed Agenda) signed by at least 20% or 30 (whichever is less) of all Members in Voting Status, except that the number of signers must also be at least 10 greater than the Membership of the largest Fleet.
- In either case, within 30 days the Secretary shall send notice of the Special Meeting to all Members of the Class not less than forty-five (45) days prior to the scheduled date of the Meeting, to include the location and time of the Meeting, and the detailed Agenda for the Meeting. No business may be transacted at the Meeting which was not clearly stated in the Agenda. Voting procedures shall be the same as for the annual Class Meeting.

Regional Meetings

- 9.7 Each Region shall hold an annual Regional meeting, normally in conjunction with the Regional championship regatta, to decide issues relevant to the Region and to elect a Regional Vice President and any other officers the Region may decide to create. Issues shall be decided by majority vote of Voting Members, with the Regional Vice President authorized to break ties.

Fleet Meetings

- 9.8 Each Fleet shall endeavor to hold regular meetings to conduct Fleet business, and to socialize and have *fun*. Meetings should include at minimum an annual meeting to elect a Fleet Captain and Fleet Secretary. Issues shall be decided by majority vote of Voting Members, with the Fleet Captain authorized to break ties.

SANCTIONED EVENTS

- 10.1 Sanctioned events are one-design racing events for the DS class which are recognized by the Association in accordance with the procedures in the By-Laws. Recognition requires assurance that the event meets Association requirements intended to maintain the one-design integrity of the class, and obligates the Association to support the event to the extent reasonably

possible, including publication of results in the Day Sailer Quarterly.

- 10.2 For use in sanctioned events, every DS class yacht shall possess a unique official number, the Sail Number. The DSA Secretary shall maintain lists of existing Sail Numbers, and shall be responsible for assigning Sail Numbers to new boats and supplying them to the builders. The Sail Number shall be affixed permanently to every DS class yacht and its mainsails and spinnakers as specified in the By-Laws.
- 10.3 DSA Members and event organizers are encouraged to see that every DS yacht has a currently valid Measurement Certificate, ensuring that the yacht meets DSA Specifications.
- 10.4 Enforcement of class rules is essential to the protection of all members of a one-design class. Members are required to report to the Association any sanctioned event wherein Class rules are not respected and enforced, or where entries of ineligible yachts are accepted.

BOATS AND BUILDERS

- 11.1 DS class yachts may only be constructed by professional yacht builders who possess a License Agreement with the Association. No DS class yacht may be made or assembled by an amateur builder, or by any builder without a License Agreement.
- 11.2 Licensed DS builders shall assign Sail Numbers to new boats as instructed and supplied by the class Secretary.

BY-LAWS

- 12.1 The By-Laws regulate specific aspects of the activities of the Association and are subject to and subordinate to the provisions of this Constitution.
- 12.2 **By-Law Amendments:** The By-Laws may be amended by Governing Board action alone, although the Board shall normally make all Members aware, usually via the Day Sailer Quarterly, of any Amendment under consideration. Any proposed Amendment to the By-Laws shall be sent in writing to all members of the Governing Board along with a ballot. The Amendment shall be accepted if and only if more than two-thirds of the ballots sent are returned and voted in favor of the Amendment before 60 days have passed from the date all ballots are mailed. Any By-Law Amendment which is so accepted shall take effect only upon publication, usually in the Day Sailer Quarterly, to all Association Members.
- 12.3 **By-Law Amendment override:** If the Governing Board amends any By-Law according to the previous section, that Amendment may be overridden by the general Association membership as follows. A petition to suspend the Amendment must be signed by at least 20% or 30 (whichever is less) of the Members in Voting Status, except that the number of signers must also be at least 10 greater than the Membership of the largest Fleet; and delivered to the Association Secretary within 60 days of the date all Amendment publications are mailed. In this case and if the petition so requests, the Amendment must be suspended immediately. Any subsequent Amendment proposed by the Board which implements substantially the same measures as the suspended Amendment, must be approved using the same procedures used for an Amendment to the Constitution.

AMENDMENTS TO THE CONSTITUTION

- 13.1 An Amendment to this Constitution may be proposed by the following:
 - i. Membership Vote at a Special Meeting or annual Class Meeting,
or
 - ii. Governing Board decision.Having been proposed, the Amendment shall be sent in writing by mail to all Members at their current address of record.

Members in Voting Status shall also be sent a ballot. The ballot shall bear a date by which the returned ballot must be postmarked in order to be valid, and that date shall be forty-five to sixty (45-60) days from the date on which all the ballots have been mailed. The Amendment shall be accepted or rejected based on a majority of valid Votes received in writing by the aforementioned date. In case of a tie, the Amendment shall be rejected.

DISSOLUTION

- 14.1 In the event of Dissolution of the Association, the Governing Board upon paying all liabilities, shall dispose of all the remaining assets to such an organization(s) organized and operated exclusively for charitable or educational purposes as shall at the time qualify as an exempt organization(s) under Section 501(c)(3) of the IRS code as amended, as the Board shall determine.

SUBJECTS NOT OTHERWISE COVERED

- 15.1 Rules, however complete, cannot anticipate every possible situation. Common sense in keeping with the purposes of this Association shall be applied to subjects not covered explicitly by the Constitution or By-Laws, and the Governing Board shall rule on questions not otherwise resolved.