

By-Laws
(Revised November 22, 2015)

ARTICLE I - Powers of the Board of Directors

1. The Board of Directors of the Association shall consist of elected representatives from each Chartered Fleet in good standing with the Association and the Executive Officers. Each member (or their designate) shall have one vote which must be cast by personal attendance at meetings of the Board of Directors.
2. Each Chartered Fleet shall be entitled to be represented by elected representatives in accordance with the following schedule:

Fleet Membership

At least 3 members but less than 250 members and:

- (i) less than either 25 senior members or 25 junior members.
One:
- (ii) at least 25 senior members and 25 junior members
Two:
One representing senior members one representing junior members.

250 Members or more and:

- (i) less than either 25 senior members or 25 junior members.
Two:
- (ii) at least 25 senior members and 25 junior members but less than either 50 senior members or 50 junior members.
Three:
Two representing the category (senior members or junior members) that has at least 50 members and one representing the other category.
- (ii) at least 50 senior members and 50 junior
Four:
Two representing senior members and two members representing junior members.

The membership used to determine the number of elected representatives for which a Fleet qualifies is the total Association membership on July 10th of the year prior to that in which the representatives are to take office.

3. They shall fill vacancies occurring among the Executive Officers.
4. They shall remove from office by a 2/3 vote any member of the Board of Directors or any Executive officer found to be remiss in his duties.
5. They shall suspend Fleets or members found guilty of violations of the rules of the Association or of unsportsmanlike conduct, for a period not to exceed the remainder of the Board's term of office.
6. They may refuse membership to an applicant for cause.
7. Ten members of the Board of Directors shall constitute a quorum at any regular or special meeting.
8. The Executive and Measurement Committees may submit proposals to the members of the Board of Directors for vote by e-mail (or phone, if e-mail is unavailable).

ARTICLE II – Meetings

The regular Annual Meeting of the membership of the Association will be held at the Junior Championship Regatta at the facilities of the host club. Special membership meetings may be held by order of the Board of Directors or upon written request of three Fleet Captains. Fifteen days' notice for voting on motions outside of a meeting via e-mail, US First Class Mail or Fax. Five days' notice of the Annual Meeting and special meetings shall be sent to all members by the Secretary. Report of action taken shall be given to all members.

ARTICLE III – Board Voting

The Board of Directors may not make or sustain a policy or motion that is in direct conflict with the intent of the INSA rules, requirements or procedure

Section 1. Ballots:

- A. Voting on motions other than during a meeting shall be by written uniform mail ballot sent by US first class mail or e-mail or fax to all Members of the International Naples Sabot Association Board of Directors (voting & non-voting) at the direction of the Commodore. A ballot shall include a provision to vote for, against, abstain, to table, and to amend each motion as well as a date by which it must be returned and received in the International Naples Sabot Association Office and then forwarded to the Commodore in order to be considered validly cast.
- B. Any voting member of the International Naples Sabot Association Board of Director unable to either physically or electronically attend a meeting in which a specific motion is scheduled for a vote may request an individual mail ballot on that motion in advance of the meeting. Any ballot not received back by the time of the meeting vote on that motion shall be considered invalid.

Section 2. Proxies

- A. The Commodore may accept the assignment of an International Naples Sabot Association Board of Directors' Member proxy for voting at a meeting if it is received prior to the commencement of that meeting. A proxy may only be accepted for the purpose of voting on a motion placed on the table for which there was no mail ballot received and for voting a ballot motion that has been amended.
- B. The assignment of a proxy and its accompanying restrictions (if any) shall be reported by the Commodore or his designee at the commencement of the meeting.

Section 3. Motions

- A. Passage of a motion made exclusively by mail (US first class or e-mail, or fax) ballot, shall require the affirmative vote of a simple majority of all votes validly cast. However, no motion that is made exclusively by mail ballot will be considered to have been validly voted if less than ten (10) ballots are filed.
- B. Passage of a motion made at a meeting shall require the affirmative vote of a simple majority of all votes cast by those voting members in physical or electronic attendance in combination with absentee ballots provided a quorum is present.
- C. A written motion under the signature of three or more International Naples Sabot Association Fleet National Directors may be made to the Commodore and scheduled for a vote at a meeting.

ARTICLE IV – Dues

1. Fleets

The annual dues for each Fleet shall be \$25.00 except that, for any Fleet having more than one director, the annual dues shall be \$25.00 for each director.

2. Members

The annual Boat Registration Fee shall be \$30.00, which shall include the membership dues of the primary skipper. Membership dues for skippers without a boat will be \$30.00 as well, and allow the skipper to sail any INSA registered sabot. Annual dues are \$50.00 if received after April 30th for renewing members.

3. The Fleets' annual dues to the Association, Annual Boat Registration, and Individual Membership dues are payable for the fiscal year beginning January 1. All dues shall be paid to the Secretary.
4. Assessments may be made on fleets or members on a uniform basis at a general or special meeting of the Association membership, if voted by majority of the members present, provided, however, that the proposition is approved by a 2/3 majority of the Board of Directors present at a prior Board of Directors meeting. Assessment notices shall be sent to all members and shall be payable thirty days from the date of the approval.
5. Both the Association and the Fleet dues and assessments, if any, must be paid in full before a member can be in good standing in either the Association or the Fleet.

ARTICLE V - Fleet Charters

1. *New Fleets*

A new and eligible Fleet will be granted a charter by the Secretary if its application is approved by the Board of Directors.

2. Each Fleet shall submit a report by January 10th in order to renew its rights and privileges under its charter. The report shall contain the following information:
 1. List of officers.
 2. Calendar of racing events for the year.

3. *Suspension*

Failure to submit annual reports and dues on time will result in automatic suspension of Fleet Charters. Suspended Fleets and their members will be barred from all Association events, and will not be reinstated until all Association requirements have been met and application for reinstatement approved by the Board of Directors.

ARTICLE VI - Eligibility

1. *Fleets*

A Fleet is eligible for membership in the Association, and may submit an application for charter, when it has completed its organization and elected its officers in accordance with the Association's Constitution.

2. *Members*

There will be three classes of membership in the Association:

1. Regular member
2. Member-at-Large
3. Supporting member

An individual is eligible for Regular membership in the Association if he owns or charters an eligible yacht, is a member of a recognized yacht club as determined by the Association, and is in good standing in his Club and Fleet. Any member of the immediate family of an eligible yacht owner shall be considered eligible for

membership in the Association, if he is a member of a yacht club recognized by the Association, and is in good standing in his Club and Fleet.

Regular members are entitled to the following privileges:

(1) to vote, (2) to hold office, and (3) to skipper a Naples Sabot yacht in races.

An individual is eligible to be a Member-at-Large if he does not meet all the requirements for regular membership, but is interested in, and wishes to support the Association. Members-at- Large are entitled to all the privileges of Regular Members, except that they shall not be eligible to vote or hold office. To race in Association sponsored events, they shall be members of a recognized yacht club as determined by the Association.

An individual is eligible to be a Supporting member of the Association if he is interested in, and wishes to support the Association, is a member of a recognized yacht club as determined by the Association, and is in good standing in his Club and Fleet, but does not own or charter an eligible yacht. Supporting members shall be eligible to vote and hold office.

Classes of membership shall be determined from time to time by the Board of Directors.

3. Yachts

A yacht is eligible for Association events and considered in the Naples Sabot class only if it: has been certified by a recognized measurer; is properly registered; and has a current boat sticker, located on the upper right corner of the transom, indicating that the measurement certificate is valid and that the annual registration fee is paid.

ARTICLE VII - Yacht Registration

1. Number

A new yacht which presumably has been built or will be built in accordance with the Association's specifications will be assigned by the Secretary, a permanent number which will identify that yacht and that yacht only, and which cannot be reassigned, even though that yacht eventually is completely destroyed.

As a practical matter, yacht numbers may be issued in blocks to boat builders who will assign them to Naples Sabot yachts individually upon completion. The number shall be engraved in a clearly visible location on the hull.

ARTICLE VIII - Yacht Measurement

- 1.** No yacht shall be recognized as a Naples Sabot unless its owner holds a valid measurement certificate issued by the Association, and no yacht shall enter any race sanctioned by the Association unless it is so recognized. Annual registration fees must be paid to maintain a valid measurement certificate.
- 2.** Measurement certificates will be granted by the Chief Measurer and issued by the Secretary. As Chairman of the Measurement Committee, the Chief Measurer has the final responsibility for measurement compliance. No member of the Measurement Committee, including the Chairman, will measure his own yacht. If it becomes necessary to avoid a conflict of interest, the Staff Commodore will act as Chief Measurer.

3. Change of Ownership - When a Naples Sabot yacht changes ownership, the racing number and certificate of measurement shall go with the yacht to the new owner. The date of change of ownership and signatures of the former and new owner shall be entered on the measurement certificate. The above information shall be furnished to the Secretary within 30 days from the transfer date for recording. There is no fee for transfer, except that the new owner, if not an Association member, must join the Association in order to have the transfer recorded, and the certificate remains valid. Should notification of a change or transfer of ownership not be properly provided to the Secretary within the 30-day period, the yacht is subject to re-measurement and all associated fees.
4. The Association's measurement certificate will be binding upon all organizations conducting Naples Sabot races. No yacht holding such a valid certificate shall be subject to re-measurement or protest unless reasonable grounds are submitted in support of alleged non-compliance, except any certified yacht is subject to re-measurement at any time by order and sole discretion of the Board of Directors, the Executive Committee, or the Measurement Committee.
5. In order to be heard, a measurement protest against a yacht holding a valid measurement certificate must be filed with the Secretary and accompanied by a deposit of \$10.00, which is returnable only if such protest is sustained, in which case the measurement certificate will be revoked.

Such a protest will be heard by the Measurement Committee, and the majority vote of that Committee will be final. The vote of the Chairman of the Measurement Committee will be permissive except that he must vote if a tie occurs without his vote. If a tie occurs with his vote, his vote shall prevail.

ARTICLE IX - Regatta Rules

All races and regattas sponsored by the Association will be subject to the applicable provisions of these By-Laws and of the Association's rules as promulgated from time to time by the Rules Committee.

ARTICLE X - Racing Rules

All Fleet races and all races sponsored by the Association shall be governed by the racing rules of the International Sailing Federation as adopted by the national authority of the nation in which the race is held. Fleet and local instructions not in conflict with such rules must be observed, but shall not necessarily apply in inter-fleet events. Verbal instructions or rules are not official.

ARTICLE XI - Audit

The financial records of the Association shall be audited annually.

ARTICLE XII - Amendments

1. Constitution and By-laws

The Constitution and By-Laws may be amended by a two-thirds majority vote of the Board of Directors.

2. Specifications and Rules

Official specifications of the Naples Sabot yacht design and dimensions, and rules of the Association, may be amended by a two-thirds vote of the Board of Directors.