

1 ABBREVIATIONS

AGM Annual General Meeting
EGM Extraordinary General Meeting
IRSA International Radio Sailing Association
RYA Royal Yachting Association

2 DEFINITIONS

Except in a heading, a term used as stated below is shown with capitalised initial letters.

Regulations: MYA rules, class rules, regulations, codes, and policies as may be published by Council from time to time.

Good Standing: Accepted by Council into membership, paid all fees which are due, and not subject to suspension or any other disciplinary measure.

Club: A club in Good Standing.

Class Association: A class association recognised by Council.

Member: An individual in Good Standing who is a member of a Club.

Officer: An Executive Officer, a District Councillor, a Non - executive Officer, or an Honorary Officer.

Notification: Communication from Secretary to Council by postal or electronic means.

Submission: Communication received by Secretary to Council by postal or electronic means.

Postal Vote: Submission of the vote(s) of the Members of a Club not represented at an AGM.

Representative: A Member duly appointed by a Club, Class Association, District Committee, or Council.

3 NAME

3.1. The Association shall be called the Model Yachting Association, hereafter known as the MYA.

4 OBJECTS

4.1. The aims and objectives of the MYA are to:

- (a) promote the sport of radio and free sailing in the UK;
- (b) act as the governing body of radio and free sailing in the UK
- (c) act as the class association for radio and free sailing in the UK as recognised by the RYA;
- (d) act as the Delegated National Member of IRSA;
- (e) act as the class association for MYA National Classes;
- (f) encourage membership of the Association;
- (g) create and maintain a racing structure for its Members.

5 LANGUAGE

5.1. The word "shall" is mandatory and the word "may" is permissive.

6 AFFILIATIONS

6.1. The MYA shall affiliate to the

- (a) RYA;
- (b) IRSA.

6.2. The MYA may affiliate to other organisations as Council may require from time to time.

7 MEMBERSHIP

7.1. The MYA is an association of Clubs.

- 7.2. The membership comprises Clubs and Members.
- 7.3. The membership is subject to this Constitution and the Regulations.
- 7.4. Membership shall run from the 1st January to the 31st December each year.

8 OFFICERS

- 8.1. The Executive Officers shall be the
 - (a) Chair;
 - (b) Vice-Chair;
 - (c) Secretary to Council;
 - (d) Treasurer;
 - (e) Racing Officer;
 - (f) Technical Officer;
 - (g) International Officer;
 - (h) Digital Communications Officer;
 - (i) Publicity Officer.
- 8.2. Executive Officers shall be elected annually at the AGM.
- 8.3. Any Executive Officer vacancy may be filled through co- option by Council.
- 8.4. The Honorary Officers shall be
 - (a) the Patron, who shall be invited by Council;
 - (b) the President, who shall be appointed annually at the AGM;
 - (c) Vice Presidents, who shall be appointed upon AGM resolution;
 - (d) two Trustees, who shall be appointed upon AGM resolution.
- 8.5. Council may establish or remove non-executive positions in the MYA as may be considered necessary and shall appoint or arrange the election of the associated Non-executive Officers for terms of office as may be considered appropriate.
- 8.6. Honorary Officers shall remain in office for as long as they are willing to serve.
- 8.7. Except for the Patron, Officers shall be Members.
- 8.8. The President and Vice-Presidents while in office shall be granted membership of the Presidents Club, which shall be a Club established and managed by Council.
- 8.9. Officers shall serve in a voluntary and unpaid capacity.

9 ANNUAL GENERAL MEETING

- 9.1. The AGM shall be held on one of the two last Saturdays in November or on the first Saturday in December and shall be open to all Members.
- 9.2. Notifications and Submissions shall be made no less than the specified number of days in advance as follows:
 - (a) 120 days – Notification to the membership of the date, time, and venue;
 - (b) 90 days – Submission of motions by one or more Clubs;
 - (c) 60 days – Notification to the membership of motions proposed by
 - (i) one or two Clubs and accepted by Council;
 - (ii) three or more Clubs acting in unison;
 - (iii) Council;
 - (d) 30 days – Submission by Council and Clubs of:
 - (i) proposed amendments;
 - (ii) nominations for Executive Officers;
 - (iii) if any, nomination for President;
 - (iv) if any, nominations for Vice-Presidents;
 - (v) if any, nominations for Trustees.
 - (e) 23 days – Notification to the membership of the agenda;
 - (f) 7 days – Submission of Postal Votes.
- 9.3. The agenda shall comprise
 - (a) minutes of the previous AGM;
 - (b) matters arising from these minutes;

- (c) Chair's report;
 - (d) Treasurer's report;
 - (e) Motion to accept audited accounts;
 - (f) Racing Officer's report;
 - (g) Technical Officer's report;
 - (h) Digital Communications Officer's report;
 - (i) International Officer's report;
 - (j) Publicity Officer's report;
 - (k) reports from Non-executive Officers and Class Associations (if submitted);
 - (l) motions and proposed amendments;
 - (m) appointment of President, Vice Presidents, and up to two Trustees, if any;
 - (n) election of Executive Officers;
 - (o) any other business.
- 9.4. The quorum requirement shall be satisfied if:
- (a) postal votes under Article 9.2(f) represent at least 30% of the Members, or
 - (b) at least 40 Members are in attendance.
- 9.5. The Chair shall preside or, in his absence, the Vice-Chair. In the absence of both, a Chair shall be appointed from those present.
- 9.6. Any questions of procedure shall be determined by the Chair.
- 9.7. Except as provided in 9.8, only the motions, proposed amendments, and nominations for Executive Officers on the agenda shall be voted on.
- 9.8. The Chair may, in extraordinary circumstances, accept amendments from the floor when, in his opinion, this will assist the meeting to come to a resolution.
- 9.9. The Chair shall have the discretion to place additional or revised motions on the agenda by drawing on the proposed amendments, if any.
- 9.10. A Member shall have one vote.
- 9.11. A Member's vote shall be cast using the MYA online system, or post.
- 9.12. Where the MYA system is not available, a Members vote shall be cast using email or by post.
- 9.13. A Class Association Representative may speak on any agenda item affecting their class.
- 9.14. Except as provided in Article 14 Amendment to the Constitution, motions and proposed amendments shall be decided by a simple majority.
- 9.15. Elections shall be decided by First Past the Post. A tie shall be decided by the toss of a coin.
- 9.16. The MYA trustees shall act as scrutineers.
- 9.17. Agenda item 9.3(o) (Any other business), shall be chaired by the newly elected Chair, following the procedure of Article 9.5 if necessary.

10 EXTRAORDINARY GENERAL MEETINGS

- 10.1. Except for the provisions in this Article, an EGM shall conform to the requirements for an AGM as per Article 9.
- 10.2. An EGM may be called at any time by
- (a) resolution of Council;
 - (b) the Submission of a request by least five Clubs acting in unison.
- 10.3. Notifications and Submissions shall be made no less than the specified number of days in advance as follows:
- (a) 60 days – Notification to the membership of:
 - (i) the date, time, and venue;
 - (ii) the motion(s);
 - (b) 30 days – Submission by Council and Clubs of proposed amendments;
 - (c) 23 days – Notification to the membership of the agenda;

- (d) 7 days – Submission of Postal Votes.
- 10.4. The agenda shall comprise
 - (a) motions and proposed amendments.

11 COUNCIL and COUNCIL MEETINGS

- 11.1. The MYA shall be managed by a Council, whose members shall be the
 - (a) President;
 - (b) Executive Officers;
 - (c) District Councillors.
- 11.2. Council shall be responsible for the Regulations.
- 11.3. Council shall hold at least 3 meetings per year.
- 11.4. A meeting shall be convened by the
 - (a) Chair, or
 - (b) Secretary to Council.
- 11.5. The Notification of a meeting shall be sent to the membership at least 2 weeks in advance.
- 11.6. A Representative may attend and speak at a meeting
 - (a) upon Submission of their intention by their Club, Class Association, or District Committee;
 - (b) when appointed by Council.
- 11.7. A Member may attend a meeting upon Notification of an invitation.
- 11.8. The quorum for a meeting shall be:
 - (a) the majority of Council members which shall include
 - (b) the majority of Executive Officers.
- 11.9. A meeting shall be chaired:
 - (a) by the Chair;
 - (b) if the Chair is unavailable, by the Vice-Chair;
 - (c) if the Vice-Chair is unavailable, by an Executive Officer chosen from those present.
- 11.10. Executive Officers and District Councillors shall each have one vote.
- 11.11. Voting shall be decided by a simple majority of the votes cast.
- 11.12. A Representative of a Class Association may speak on any matter affecting their class.
- 11.13. As may be considered necessary, Council may appoint
 - (a) committees and sub-committees;
 - (b) advisers.
- 11.14. Council may delegate the administration of any of the radio and free sailing classes for which the MYA has authority.

12 DISTRICT COMMITTEES and DISTRICT COUNCILLORS

- 12.1. Geographical districts shall be established by Council.
- 12.2. Clubs within each district may establish a District Committee whose function is to coordinate racing and other activities within the district.
- 12.3. A Club situated near the border of two or more districts shall elect to affiliate to only one.
- 12.4. A District Committee shall operate in accordance with the Regulations and constitution.
- 12.5. A District Committee may appoint a District Councillor
 - (a) elected annually by the Members of its Clubs;
 - (b) who shall be a Member of one of its Clubs.
- 12.6. A District Committee may appoint an alternate conforming to Article 12.5(b) who shall act as the District Councillor at a Council meeting if it is anticipated that the District Councillor may be unable to attend.
- 12.7. In the event of a dispute between a Club and its District Committee
 - (a) the matter may be a Submission for consideration by Council;
 - (b) if Council agrees to consider the matter then:

- (i) it shall do so at a meeting convened under Article 11.4 and notified under Article 11.5;
- (ii) a representative of each party shall be invited by Notification to attend and speak at the meeting;
- (iii) Council's decision shall be final.

13 FINANCES

- 13.1. The financial year shall be from 1st October in any year to the 30th September in the year following.
- 13.2. The Treasurer shall be responsible for the finances.
- 13.3. The annual accounts
 - (a) shall be audited by professionally accredited auditors appointed by Council; and
 - (b) their statement shall be presented for acceptance under Article 9.3(e)(ii).
- 13.4. Monies shall be banked in an account held in the name of the Model Yachting Association.
- 13.5. The Treasurer shall authorise all payments in accordance with the regulations.
- 13.6. Membership fees shall be
 - (a) set in accordance with the Regulations;
 - (b) notified under the Treasurer's report of Article 9.3(d);
 - (c) paid (i) by the 1st January each year, or (ii) on joining the MYA;
- 13.7. Clubs and Members joining between 1st October and 31st December in any year shall have membership up to 31st December of the following year.

14 AMENDMENT TO THE CONSTITUTION

- 14.1. The Constitution may be amended only by resolution:
 - (a) at an AGM or EGM;
 - (b) with a two-thirds majority of the votes cast.

15 DISSOLUTION

- 15.1. The MYA may only be dissolved
 - (a) when fewer than 12 Clubs remain in membership;
 - (b) and by resolution
 - (i) at an AGM or EGM;
 - (ii) with a two-thirds majority in favour.
- 15.2. On dissolution the Trustees shall dispose of the MYA's assets
 - (a) between Clubs
 - (i) currently affiliated;
 - (ii) of at least two immediately preceding years continuous membership;
 - (iii) in proportion to their current affiliation fees;
 - (b) within 6 months.
- 15.3. Trustees shall be indemnified for any liability they may personally incur.

16 DISCIPLINE AND APPEALS

- 16.1. The MYA shall support the RYA Charter and encourage its use by the membership.
- 16.2. A complaint regarding the behaviour of any Officer or any of the membership, or an appeal against any disciplinary outcome, shall be:
 - (a) by making a Submission;
 - (b) dealt with in accordance with the Regulations.

17 APPLICABLE LAW AND LIMITATIONS

- 17.1. The proper law of the MYA shall be English law and this constitution shall be construed accordingly.

- 17.2. In the execution of their powers and duties under this constitution no Officer shall be liable for any loss to any of the membership or to the assets of the MYA by reason of any mistake or omission made in good faith by them or any other Officer or for any other matter other than wilful and individual wrongdoing omission or fraud on the part of the person who is sought to be made liable.