

CONSTITUTION OF THE PAN AMERICAN SAILING FEDERATION

ARTICLE

1. NAME

The name shall be Federacion Pan Americana de Vela (FEPAV) (as it is known in Spanish) or Pan American Sailing Federation (PASAF), a federation affiliated with the Pan American Sports Organization (PASO) or Organizacion Deportiva Panamericana (ODEPA) and to the Association of Pan American Sport Confederation.

2. OBJECTS

2.1 The Objective of the Federation shall be the promotion and development of the sport of sailing in all its forms throughout the Pan American countries.

2.2 FEPAV/PASAF shall be the ultimate authority for:

- I. The promotion of sailing regardless of race, religion or political affiliation.
- II. The selection, from the ISAF International Classes, of the yachts to participate in the sailing event of the Pan American Games.
- III. The selection of members of the International Jury, Umpires, Measurers, etc., which shall have final authority at the Pan American Games as prescribed by the International Sailing Federation.
- IV. To furnish leadership in the field of sailing to the National Sailing Federations, members of PASO.

3. ORGANIZATION

The Organization of FEPAV/PASAF shall consist of the Membership and an elected Executive Committee.

4. LANGUAGE

4.1 The official languages of FEPAV/PASAF is English. The Word "shall" is mandatory and the word "may" is permissive. Other working languages may be introduced when appropriate.

5. INCOME

5.1 For sources of income the FEPAV/PASAF will primarily rely upon the subscriptions of its members, voluntary contributions, and the sale of goods and service. It may also receive income from interest on money invested and from news media and sponsorship.

5.2 Nothing in Articles 5.1 shall be taken as inhibiting FEPAV/PASAF from obtaining additional income.

6. MEMBERSHIP

6.1 Membership shall be granted to National Authorities administering the sport of sailing in any Pan American country which is a Member National Authorities recognized by the ISAF.

6.2 Application for membership shall be made to the Executive Committee. Election to membership shall be by resolution of the Executive Committee.

6.3 (Reserved for future use).

6.4 Every member shall pay an annual subscription to the funds of the FEPAV/PASAF of such sum as in each individual case the Executive Committee may from time to time determine, and this shall be reviewed by the General Assembly except in respect of subscriptions already paid or due. All subscriptions shall be due on the first day of January for each ensuing calendar year.

6.5 The Executive Committee shall have the power to cancel, either in whole or in part, the payment by a Member of its subscription in any year, but this shall be reviewed by the General Assembly.

6.6 Subject to any cancellation by the Executive Committee no Member shall, in any year, be entitled to any of the rights or privileges of membership or to be represented at any meeting of the General Assembly until its subscription for the year has been paid.

6.7 The Executive Committee may, by two-thirds majority vote, at any time cancel the Membership of any Member but such Member may request that the General Assembly shall review such cancellation on the grounds that the discretion of the Executive Committee was not exercised for good cause.

6.8 Any Member desiring to retire from the FEPAV/PASAF shall give notice of its intention of retiring on or before 31st December, otherwise it shall be liable to pay the subscription for the next calendar year.

7. GENERAL ASSEMBLY

7.1 The General Assembly shall be the ultimate authority of the FEPAV/PASAF.

7.2 The General Assembly shall consist of:

I. The Executive Committee

II. One delegate appointed by each Member who shall be a national or resident of the country concerned.

Notice of such appointment shall be given in writing by the Member to the Secretary at least two weeks before the first meeting of the General Assembly at which such delegate is authorized to attend. Late appointments may be accepted by the President.

7.3 Any delegate so appointed shall remain in office until his retirement or until some delegate is duly appointed by the Member in his place.

7.4 Meetings of the General Assembly shall be held as follows:

I. Ordinary Meetings of the General Assembly shall be held every four (4) years in the country in which the Pan American Games are held during the sailing event at the Pan American Games.

II. Extraordinary Meetings of the General Assembly shall be convened by the Executive Committee, or by a group of not less than 15 members who will determine the time, place and agenda of such a meeting. The agenda shall be circulated to all Members at least two months prior to the meeting.

7.5 The Agenda for the Ordinary Meetings of the General Assembly shall include the following items:

I. Approval of the minutes of the last Ordinary Meeting of the General Assembly.

II. To receive:

a. The Executive Committee's Report

b. A financial Report

III. To review:

- a. Subscriptions
- b. Applications for membership since the last Ordinary Meeting of the General Assembly
- c. Any regulations made by the Executive Committee since the last Ordinary Meeting

IV. To debate and resolve any submission from the Executive Committee, or from an Officer or from a Delegate. Political matters shall not be debated unless of direct relevance to sailing. The decision of the President of the Executive Committee as to whether a matter is political shall be final.

V. To hold elections for 7 Vice Presidents who will be the Executive Committee of the PASAF until the next Ordinary Meeting of the General Assembly of the PASAF. An Executive Committee member who is not a delegate of his or her respective country shall not be entitled to vote.

VI. To hold an election for President from amongst the members of the newly elected Executive Committee of the PASAF (Article 7.5 V above) who will serve until the next Ordinary Meeting of the General Assembly of the PASAF. An Executive Committee member who is not a delegate of his or her respective country shall not be entitled to vote.

7.6 The newly elected Executive Committee shall choose from amongst its members a Secretary and a Treasurer.

Decision of the General Assembly shall be taken by a simple majority of votes of those delegates present except that no resolution for the amendment of the Constitution shall be carried unless two-thirds of the votes cast shall be in favour of such resolution. Voting on any resolution shall be by the show of hands unless the President or not less than five of the delegates present request a secret ballot. Any such secret ballot shall take place before the close of the meeting. Each delegate present, in person, shall be entitled to one vote only.

The President and Executive Officers present, in person, shall be entitled to one vote each except on any vote on the Executive Committee's report in which case neither the President nor the Executive Officers shall be entitled to vote. In the event of an equality of votes, the President shall have a casting vote except in the case of equality of votes related to elections, which shall be decided by the toss of a coin.

8. EXECUTIVE COMMITTEE

8.1 The Executive Committee shall be the managing authority of the FEPAV/PASAF under the guidance of the General Assembly.

8.2 The Executive Committee shall consist of one President and seven Vice-Presidents elected for a term of four years by the Delegates to the General Assembly. These shall be divided as follows:

I. Caribbean and Bermuda electing two members.

II. Central America, including Mexico electing one member.

III. South America electing two members.

IV. North America electing two members.

V. An eighth member at-large who shall be a permanent resident of the country hosting the next Pan American Games and shall be designated by such host country.

VI. Each such Vice President shall appoint a suitable member of his National Authority to act as his Delegate to the meetings the elected member

cannot attend.

This appointment shall be made prior to the second Executive Committee Meeting following the General Assembly.

An elected member unable to personally attend three Executive Committee Meetings in succession will be considered to have resigned. This resignation is to be ratified by a two third vote of the Executive Committee members present.

VII. Upon the resignation of an elected Executive Committee member the Executive Committee shall elect a new member, who may be the substitute of the member who resigned or someone else, by two third of the votes of the Executive Committee members present.

8.3 The Executive Committee shall apply the funds of FEPAV/PASAF for the objects of FEPAV/PASAF, or for such others purpose as it shall deem expedient in the interest of the FEPAV/PASAF.

8.4 The Executive Committee shall cause proper books of account to be kept for all income and expenditures and of all dealings with the assets of the FEPAV/PASAF and shall receive and circulate annually to Members an income and expenditure account.

8.5 The Executive Committee shall meet at least once in every calendar year, and at such other times as a meeting may be convened. There shall be a meeting of the Executive Committee at the conclusion of each Ordinary Meeting of the General Assembly.

The Executive Committee shall convene a meeting on the instructions of the President or three members of the Executive Committee.

8.6 Four members of the Executive Committee shall form a quorum for the conduct of business.

8.7 The President shall take the chair at meetings of the Executive Committee, but if he is not be present the members present shall choose one of the members to take the chair.

8.8 The Executive Committee may authorize the attendance at its meetings of Observers and Technical Advisers who shall not be entitled to vote. They may take part in the proceedings at the request of the President.

8.9 The Executive Committee shall have the power to make regulations, to carry out the purposes of the Constitution and/or amend any existing regulations provided that such regulations shall not be in conflict with the Constitution, and provided that the regulations shall be reported and reviewed by the next Ordinary Meeting of the General Assembly.

8.10 Political matters shall not be debated unless of direct relevance to sailing. The decision of the President as to whether a matter is political shall be final.

8.11 Decisions of the Executive Committee shall be taken by a simple majority of votes cast except that no resolution for election or expulsion of a Member shall be in favour of such resolution. Voting shall be by show of hands unless the President or three members present shall request the holding of a secret ballot. Any such secret ballot shall be held before the meeting is closed. The President and each member present, in person, shall be entitled to one vote. The President shall have a second or casting vote in the event of an equality of voted.

9. OFFICERS OF HONOUR

9.1 On a proposal made by the President, the General Assembly may, as mark of respect or of appreciation for past service to the FEPAV/PASAF elect any distinguished yachtsman to an Office of Honour. Office of Honour may include that of President of Honour, or Vice President of Honour, or such other title of Honour as the General Assembly may, at the time of election, prescribe.

9.2 Unless otherwise prescribed by the General Assembly at the time of election, a yachtsman elected to an Office of Honour shall hold such office for the remainder of his life.

9.3 An Office of Honour shall be entitled to attend and to participate in the deliberations of all meetings of the General Assembly, but he shall not be entitled to vote unless specifically appointed by a member.

9.4 On the election of the President or Executive Committee member, or of a delegate to the General Assembly, or a member of the Executive Committee to an Office of Honour, he shall be deemed to have retired from the office or position in the PASAF/FEPAVE previously held by him.

10. AMENDMENTS TO THE CONSTITUTION

10.1 This Constitution shall be amended only by resolution of the General Assembly carried by two-thirds majority of votes cast.