

San Juan 21 Class Association Constitution

~~1.0~~ CONSTITUTION

~~1.1~~ Article I: NAME

The name of this organization shall be the San Juan 21 Class Association hereinafter called Association or Class.

~~1.2~~ Article II: ~~OBJECT~~EMBLEM

~~The emblem of the Class shall be a square "S" with a square "J" under the bottom half and number "21" upper right as indicated on the official sail plan.~~

~~The object of the San Juan 21 Class Association shall be to promote San Juan 21 Class sailing and racing under uniform rules, governed by this Association, to maintain rigidly and without deviation the one-design features of the San Juan 21 sloop designed by Don Clark, and to foster communication within the Class.~~

~~1.3~~ Article III: EMBLEM PURPOSE

~~The emblem of the Class shall be a square "S" with a square "J" under the bottom half and number "21" upper right as indicated on the official sail plan.~~

The purpose of the Association shall be to:

1. Promote San Juan 21 boat ownership and sailing throughout North America.
2. Promote San Juan 21 Class racing under unifor rules and between boats of identical design
- 1.3. Exercise jurisdiction over all Class activities and to enforce its Constitution, By-laws, and Specifications upon all class members and fleets of the Association.

~~1.4~~ Article IV: POLICY

It is the policy of the Association:

1. To cooperate with other yachting organizations; and to demand in return observance of the San Juan 21 Class rules.
2. To keep the cost of acquisition and maintenance of the San Juan 21 sloops within modest limits without sacrificing high standards of performance, seaworthiness, safety, and convenience; rigidly maintain the one-design features of the San Juan 21 Class sloops, as designed by don Clark, to insure that all San Juan 21 Class racing shall be to determine the skill of the skipper and crew.
3. To promote a one-design class of San Juan 21 sloops, identical in all essential features, in which racing shall be to determine the skill of the skipper. The Constitution, By-laws, and Specifications shall be interpreted to insure competition between boats of identical design.
2. The Association encourages all dealers and Association members to include the first year's Association dues in the selling price of any San Juan 21 sold, and that this money, as well as names and addresses of new owners, be forwarded to the Association Secretary. To keep the cost of acquisition and maintenance of the San Juan 21 sloops within modest limits without sacrificing high standards of performance, seaworthiness, safety, and convenience.
- 4.3. To encourage current owners to include in the sale price of any San Juan 21 boat sold the Association dues for the new owner(s) and to forward said dues and the name(s) and address(es) of the new owner(s) to the Association Secretary/Treasurer.

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~~1.5~~—Article V: ORGANIZATION

1. ~~The Association shall consist of three (3) territorial Districts, East, Mid-west, and West~~
 1. ~~The Eastern District shall be the states east of the Mississippi River including the Canadian provinces of Ontario, Quebec, Nova Scotia, New Brunswick, Newfoundland, and Labrador.~~
 2. ~~The Western District shall be the states west of New Mexico, Colorado, Nebraska, and North & South Dakota and include the Canadian provinces of British Columbia, Alberta, and Saskatchewan.~~
 3. ~~The Mid-west District shall be the states and provinces in between the other two Districts.~~
2. ~~Units within each District shall be known as “Fleets”~~
3. ~~Any three or more owners of San Juan 21 sailboats, who are members of the Association, may be granted a Fleet Charter upon application to the Association and upon payment of such charges as may be fixed from time to time by the Executive Committee.~~
4. ~~The Executive Committee shall designate the geographical area included within each Fleet’s territory, and to increase or decrease said territory from time-to-time as may be required for the orderly growth and development of the Association.~~
5. ~~Each Fleet shall be self-governing in all matters not conflicting with the Association. Each Fleet shall elect officers and designate a “Fleet Captain” who shall be an **Active Member** of the Class as the official liaison between the Fleet and the Association.~~
6. ~~Fleet Charters may be suspended or revoked for due cause and Fleet jurisdiction may be re-designated at the discretion of the Executive Committee.~~
7. ~~Application for membership in the Association shall be made through a local Fleet. If Fleet membership is impracticable, application shall be made directly with the Association Secretary/Treasurer.~~
- ~~1-8. The powers of the Association shall be vested in the Governing Board.~~

~~1. — A San Juan 21 skipper shall apply for membership in the Association, whenever practicable, through a fleet in whose waters he normally sails. If an applicant is for any reason not admissible to Fleet membership, or if Fleet membership is impractical because of geographical location, he may apply directly to the Association for Unattached Membership. In either case, his application shall be subject to rejection for cause by the Executive Committee.~~

~~2. — The Fleet is a territorial unit open to all eligible persons within its area. It elects its own officers which must include a Fleet Captain, who must be a member of the Association, and a Fleet Secretary, who must be a member or the spouse of a member of the Association. The Fleet is self-governing in all local matters, so long as consistent with Association rules, and has the power to accept or reject applications for Fleet membership.~~

~~3. — The powers of the Association shall be vested in the Governing Board.~~

~~1.6~~—Article VI: JURISDICTION.

The Association has jurisdiction over all San Juan 21 activities. Its Constitution, By-Laws, Rulings, and Specifications are binding upon all members and Fleets, and govern all sanctioned San Juan 21 races regardless of the identity of the sanctioning organization. All registered boats shall conform to official plans and specifications.

~~1.7~~—Article VII: FLEET CHARTERS.

- ~~1. — A new fleet may be granted a charter upon application to the Secretary/Treasurer of the Association.~~

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~~and approval by the Executive Committee. Application shall be made by three or more owners (who must be members of the Association) of three or more San Juan 21 sloops not within the territory of an organized Fleet. The Executive Committee shall have the authority to designate the geographical area included within each Fleet's territory, and to enlarge or decrease the area from time to time as may be required for orderly growth and development of the San Juan 21 Class.~~

~~2. Fleet charters may be suspended by the Governing Board, but can be revoked only by a majority vote of the membership for failure to maintain in good standing a minimum membership and quota of San Juan 21 sloops as above required, or for other adequate cause.~~

~~1.8~~—Article VIII: DUES

~~Association dues, fees and royalties shall be fixed by the By-Laws. Fleet dues, if any, shall be fixed by the Fleet. The Association shall set forth the amount of the membership dues in the By-laws. Fleets may determine their own dues structures. All assessed dues shall be paid before a Member or Fleet can be in good standing with the Association.~~

~~1.9~~—Article IX: MEMBERSHIP

~~A member of the Association is a person who has paid the applicable dues, fees and royalties of the Association. He has the privileges of voting and holding office. He may command a San Juan 21 sloop in sanctioned races, in accordance with the By-Laws. He must be an owner or part owner of a San Juan 21 sloop. There are no age or sex limitations on eligibility for membership.~~

1. Membership in the Association shall consist of three (3) types: Active, Associate, and Junior as follows:

1. An **Active Member** shall be an owner or co-owner of a San Juan 21 boat. An Active Member is privileged to hold office, to vote, and to skipper a San Juan 21 boat in accordance with the By-laws.
2. An **Associate Member** shall not be an owner but an interested person, who may also crew occasionally on a specific San Juan 21 boat, may skipper in any sanctioned race or regatta but cannot vote or hold office. The immediate family of an **Active Member** shall be considered an Associate Member.

~~1.3.~~ A **Junior member** shall not have reached their 19th birthday before the end of the calendar year in which they are a **Junior Member**. Junior Members shall have all the privileges of an Associate Member.

~~1.10~~—Article X: OFFICERS

~~1.~~ The officers of the San Juan 21 Class Association and their respective duties shall be as follows:

1. ~~a. The **National COMMODORE**: The Commodore is the chief executive. He shall be the chief executive and~~ preside at meetings, serve as chairman of the Executive Committee and Governing Board, rule on procedure and jurisdiction, summarize decisions, appoint ~~special committees~~ members, authorize payment of expenses, and appoint ~~personnel~~ members to fill vacancies as needed.
2. ~~b. The **VICE COMMODORES**, EAST, MIDWEST and WEST: The three Vice Commodores shall be elected from the areas represented by their constituencies: EAST, east of the Mississippi river; WEST, west of New Mexico, Colorado, Nebraska, & the Dakotas; MIDWEST, states in between.~~ They shall serve on the Executive Committee, and shall assume

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such responsibilities as may be delegated them by the National Commodore or the Governing Board.

3. ~~_____ e. The~~ SECRETARY/TREASURER: ~~The Secretary/Treasurer~~ shall: record the minutes of the Association, the Governing Board and the Executive Committee; see that all notices are duly given in accordance with the Constitution and By-Laws; be custodian of the Association records, funds, and securities; keep a list of the ~~mailing~~-addresses and sail numbers of members, and receive and give receipts for money due and payable to the Association, and deposit such money in the name of the Association in such banks, trust companies or other depositories as the Executive Committee may select, ~~and report annually in the February JIBSHEET.~~
4. ~~4. The~~ CHIEF MEASURER (CM): ~~shall be the custodian of and interpret the Plans and Specifications of the Association in accordance with the intention of the Constitution and By-laws. When ruling on questions not specifically addressed in the Plans and Specifications the Executive Committee shall concur before the ruling becomes binding. Such rulings may be appealed to the Governing Board. The CM may issue measurement certificates and enforce eligibility of a boat to participate in a sanctioned race or regatta. Eligibility enforcement at regattas where the CM cannot attend shall be accomplished through a member in attendance appointed by the CM to act on such matters. Appeals on eligibility shall go first to the Executive Committee and finally to the Governing Board.~~ ~~The Chief Measurer shall be the chairman of the Measurement Committee and, as such, shall be a certified measurer, shall have authority to certify other measurers, shall be in charge of all certified measurers and have authority to review and accept or reject their findings, and shall answer questions about measurement rules. He shall interpret the rules and regulations concerning construction, sail plan, rigging and equipment; and shall make rulings on matters not specifically covered in the official plans and specifications. Such rulings shall be published in the Association newsletter. Rulings on matters not specifically covered in the official specifications will, upon a simple majority affirmation vote by one third of the Association membership, become an official part of the Class specifications. Rulings of the Chief Measurer may be appealed to the Executive Committee, whose majority action will be final, pending further action by the Governing Board. But unless and until any such ruling is disapproved by the Executive Committee, it shall be binding on all concerned. The Chief Measurer shall be the custodian of the official specifications and shall be responsible for keeping them current. A six-person Measurement Committee (two eastern, two midwest, and two western) shall be appointed annually by the National Commodore. The Committee functions shall be directed by the Chief Measurer. Their duties are to supervise and sanction sail, spar and hull measurements, and any other boat dimensions in question at sanctioned regattas.~~
5. ~~_____ e. The~~ EDITOR: ~~The editor shall have general responsibility for all matters concerning publicity and communications including print and electronic media, publish the JIBSHEET, the Association newsletter, and shall have general responsibility for all matters concerning publicity.~~
6. Other officers may be appointed by the National Commodore with the concurrence of the Executive Committee.
7. Officers shall serve a one year term beginning 1 January. The officers shall also serve as a

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- ~~nominating committee for their successors. Officers may serve more than one successive term.~~
- ~~8. The Nominating Committee shall propose a slate of officers each year no later than 15 November. The Editor shall make the slate known to the Class members via whatever means available to assure the membership has been notified.~~
 - ~~9. Any person may petition the Nominating Committee to have an Active Member considered for a Class Officer position. The Nominating Committee shall contact all nominees before placing them on a slate for consideration.~~
 - ~~10. The Vice Commodores shall poll the Governing Board for a vote on the proposed slate of candidates for office, reporting the results to the Secretary/Treasurer no later than 15 December.~~
 - ~~11. The National Commodore, and three Vice Commodores shall be elected. The other officers shall be appointed by and serve at the pleasure of the National Commodore. The amount of any compensation for these appointed positions shall be fixed by the Executive Committee.~~
 - ~~5-12. An Active Member may hold only one office (elected or appointed) at a time.~~

~~2. The Commodore, Vice Commodores, and Chief Measurer shall be elected on a ballot by mail and shall serve one year, from January 1 to December 31, or until their successors qualify. To be eligible, candidates must be Association members in good standing. A nomination Committee shall be appointed by the Commodore, and shall consist of at least three persons. The Nominating Committee shall propose a list of candidates, one for each office, which shall be publicized to the membership by August 15th.~~

~~3. Association members may petition the Nominating Committee in support of their candidates. In order to be valid, each petition shall list the names and sail numbers of at least ten Association members in good standing, their nominee, and the office sought. Petitions must be received by the Nominating Committee no later than Sept. 15th.~~

~~4. The ballot shall be distributed by October 15th. At least thirty days shall be provided from the date the ballot is mailed to the date by which the ballot must be returned. Election results shall be tabulated by the secretary and announced to the membership as soon as practicable.~~

~~5. If no candidate receives a majority of the votes cast for that office on the first ballot, then the two candidates receiving the greater number of votes shall be the only candidates voted upon in the second ballot, and the one receiving the greater number of votes shall be declared elected.~~

~~6. The Secretary/Treasurer and the Editor shall be selected by the Executive Committee and be responsible to the Commodore for the performance of their duties. The amount of their compensation, if any, shall be fixed by the Governing Board.~~

~~7. A member can hold no more than one office (either elected or appointed) at a time.~~

~~1.11~~ Article XI: GOVERNING BOARD and EXECUTIVE COMMITTEE

- ~~1. The Executive Committee shall conduct the day-to-day affairs of the Association including among other activities sanctioning races, granting and suspending Fleet Charters, and concurring with the appointments of the National Commodore.~~
- ~~2. The Executive Committee shall consist of the National commodore as Chair, the three Vice Commodores, and the immediate past Commodore no longer in office. The Secretary/Treasurer, Chief Measurer, Editor and~~

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others appointed by the National Commodore shall serve as *ex officio* members.

3. The Governing Board shall consist of the Executive Committee and the Fleet Captains for all the fleets in good standing.
4. The Governing Board shall determine the policy of the Association and serve as the last court of appeal in disputes involving Association rights. Its rulings shall be binding and final.
- ~~4.5. Fleet Captains shall cast Governing Board votes reflecting the majority view of their respective fleet members.~~

~~1. — The Governing Board shall serve one year, from January 1 to December 31, and shall consist of the Commodore, three Vice Commodores, Chief Measurer, immediate Past Commodore, a representative of San Juan Manufacturing, and all Fleet Captains. Fleet Captain members of the Governing Board are allowed to cast votes equal in number of bona fide national Association members in their respective fleets at the time of ballot presentation. Fleet Captain voting is expected to reflect the proportional voting preferences of their fleet membership. The Governing Board shall interpret the Constitution and By-Laws, and shall conduct all business and determine policy of the Association, and shall serve as the last court of appeal in disputes over constitutional rights. The Governing Board has the power to enforce its decisions by suspension of fleets or individual members. Its ruling shall be binding and final. The Governing Board may amend the By-Laws, but not the Constitution.~~

~~2. — The Executive Committee is a subcommittee of the Governing Board, empowered to act in the name of the Governing Board in matters requiring prompt action and personal attention. The Executive Committee shall consist of the Commodore, three Vice Commodores, Chief Measurer, and the immediate Past Commodore. The Commodore shall serve as chairman. The Executive Committee shall sanction races and other activities; shall grant charters; shall appoint persons to fill vacancies in office, subject to approval by the Governing Board in case such vacancies are being filled by a member or members of the Executive Committee; and, shall authorize special committees, including San Juan 21 race committees for sanctioned events, to be appointed by the Commodore.~~

~~1.12~~ Article XII: MEETINGS OF MEMBERS.

1. Time and Place of Meetings: The annual meetings of the members shall be held during the period of and in the vicinity of each District~~the three National Championship Regatta Series, those being the Western National Regatta, the Eastern National Regatta and the North Americans Championship.~~ The District Vice Commodore shall chair the meeting if in attendance or my any other national officer in attendance or by the hosting Fleet Captain. Only Active Members registered in the regatta and present at the meeting may vote.
2. Motions from the floor that receive a majority vote ~~of Association members present~~ shall be submitted to the ~~entire membership or to the Governing Board, whichever the~~ Executive Committee deems appropriate and in accordance with the Constitution and By-Laws, for a final decision by mail ballot by February 28 of ~~the following year for further action.~~
3. Special meetings may be called by the Governing Board or by demand in writing by fifty (50) percent of the fleets in good standing. Exact time and place of all meetings shall be established by the National Commodore. The purpose of a Special meeting shall be stated in the call for the meeting and shall be the only order of business at such meeting fixed by the Executive Committee.
4. Notice of Meetings: Notice of the time and place of the annual meetings shall be given in the NOR for the District Championship Regatta~~general announcement in the JIBSHEET.~~ In the case of a special meeting and for the purposes for which the meeting is called, a notice shall be mailed not less than 30 days, nor more than 60 days, before the meeting, to each member. For the purpose of determining members entitled to notice of, or to vote at any special meeting of members, membership books close 60 days before the

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~~meeting, or at such later date as may be ordered by the Executive Committee. Notice of Special meeting shall be posted on the official Class website at least 30 days prior to the scheduled time of the meeting.~~
~~3. The Purpose of a Special Meeting must be plainly stated in the notice, in such a form as to permit voting by mail, and no other business, other than that stated, can be transacted.~~

5. Voting: Each Active mMember shall be entitled to one vote, ~~except that in the case of co-owned San Juan 21 sloops, only one vote per boat shall be allowed.~~ A simple majority of votes cast shall decide all questions unless greater voting requirement is stipulated in the Constitution or By-Laws. The eChairman of the meeting shall cast one deciding vote in case of a tie, and may also fix a time limit on speakers and debate of motions. In the case of a special meeting, voting by mail or proxy authorized in writing shall be allowed. Mailed ballots are entitled to be recorded and counted only if received by the Secretary/Treasurer on or before the day preceding the date fixed for the special meeting. ~~Only members present in person may vote at an annual meeting.~~

~~6. Quorum: Three-fourths the number of members registered to participate in the concurrent National Championship Series shall constitute a quorum for the annual meeting. In the case of a special meeting, a quorum shall be deemed to exist as to any question on which the total number of ballots cast (whether by mail, by proxy, or in person) equals or exceeds one-half the number of members of the Association.~~

~~1. At an annual meeting shall be considered a majority of the Active Members registered for the championship regatta where the meeting is held.~~

~~2. In a Special Meeting shall be deemed to exist when the total ballots cast equals one half the number of Active Members at the time of the vote.~~

- ~~6.7. National m~~Meetings ~~may are to~~ be conducted by parliamentary procedure as outlined in Robert's Rules of Order at the discretion of the Chair of the meeting or by a majority vote of the Active Members present at the meeting.

~~1.13~~ Article XIII: AMENDMENTS.

1. The Constitution may be amended by two-thirds majority vote of the Governing Board. Votes to amend the constitution may be collected by any means that affords an auditable trail of the votes cast in a ballot by mail of the entire membership of the Association.

2. The By-Laws may be amended at any time by a simple majority vote of the Governing Board by a simple affirmative majority of votes cast. At least one-third of the Association members must cast their votes in order for the election to be validated.

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CHANGES

Added June 87 Article X, 7. A member can hold no more than one office (either elected or appointed) at a time.

Added Jan 88 Article IV, 4. The Association encourages all dealers and Association members to include the first year's Association dues in the selling price of any San Juan 21 sold, and that this money, as well as names and addresses of the new owners, be forwarded to the Association Secretary.

Added Jan 88 Article XII, 6. National meetings are to be conducted by parliamentary procedure as outlined in Robert's Rules of Order.

Added Jan 88 Article XI, Chief Measurer added as member of Executive Committee

Changed 1992 Article X, b. Vice Commodores.

Midwest Region officers and reference to Midwest Region added to all association documents.

Changed Dec 84 Article XIII, 2. The By-Laws may be amended at any time by the Governing Body, "by an affirmative vote of two-thirds of the eligible votes cast. At least half of the Governing Board members must cast their votes in order for the election to be validated" changed to "...by a simple affirmative majority of the votes cast. At least one-third of the Association membership must cast their votes in order for the election to be validated."

Changed Feb 86 Article II, Changed "Promote San Juan 21 Class racing...." to "Promote San Juan 21 Class sailing and racing...."

March 2012 A complete reorganization of the by-laws by section updating all sections to provide clearer meaning, easier governance and bring the language and communication methods into the 21 century.