

International J/22 Constitution

1. The IJ22CA The International J/22 Class Association shall be known and referred to as the IJ22CA.

2. OBJECT

2.1 The IJ22CA shall have sole authority worldwide for the conduct and management of all J/22 Class events.

2.2 The IJ22CA shall promote the building and racing of the J/22 Class of sailboat as a strictly one-design class throughout the world, without restricting owners' rights to participate in handicap racing.

2.3 The IJ22CA shall coordinate and manage the affairs and rules of the J/22 Class in cooperation with National Sailing Authorities (NA), and/ or the National J/22 Class Association (NJCA) and J Boats, Inc., the copyright holder and ISAF Holding, Ltd.

2.4 The IJ22CA shall endeavor to keep the building and maintenance costs of the boat as low as possible consistent with racing efficiency.

3. OTHER TERMS AND DEFINITIONS

3.1 ISAF shall mean the International Sailing Federation.

3.2 The Class shall mean the international class of sailing yachts designed by Rodney Johnstone and constructed in accordance with the building specifications and known under the name of J/22.

3.3 The Class Rules shall mean the rules relating to measurement equipment, racing condition of a J/22 and the practices of its crew, annexed hereto and incorporated herein as a By-Law of this Constitution.

3.4 The World Council shall mean the governing body of the IJ22CA, the composition of which is defined in Article 11.1.

3.5 The Executive Committee is defined in Article 13.

3.6 NA shall mean the National Authority recognized by the ISAF to control and organize yachting on a national basis in any country.

3.7 NJCA shall mean the National J/22 Class Association organized in side individual countries and officially recognized by the IJ22CA and its NA.

3.8 A District shall be a territorial unit comprised of three or more contiguous fleets and independent boat owners within a specific geographic area. Designation of districts shall be the responsibility of the executive officers of their respective NJCA. Each district shall be a vote of their fleet captains within the district, elect officers. The chief executive

officer of the district shall be known as the District Governor and shall have general supervision over J/22 activities within the district. Each governor shall represent his/her district to his/her NJCA.

3.9 A Fleet shall be a local territorial unit that is self governed in matters not conflicting with these by-laws and chartered by a NJCA upon application by three or more J/22 owners who are members in good standing of the NJCA and are not within the established territory of an existing fleet. A fleet shall elect its own officers from among boat owners which shall include a Fleet Captain and Fleet Secretary/Treasurer. An owner may maintain an independent membership without affiliation with a fleet.

3.10 The Measurement Certificate shall mean the certificate issued by the IJ22CA and forwarded to the NJCA or NA to register the yacht in a NJCA Class Register and to record hull and sail measurements. A copy of the Measurement Certificate is annexed hereto.

3.11 The Building Specifications shall mean the manufacturing processes, techniques, hardware and materials used in the construction of the J/22.

3.12 The Hull Numbers shall mean the Builders Code letters, the Hull Number allocated by J Boats, Inc., on a consecutive basis worldwide, and the date of Molding onto the transom. Example: TSP20949C989 Tillotson Pearson J/22 949 September 1989.

3.13 The sail number shall be the boat's hull number together with the national letters as required by the Racing Rules of Sailing. Until March 1, 2005, a boat may use sails bearing the number assigned to it before March 1, 2003. Each sail must have an IJ22CA royalty paid label.

3.14 The Emblem of the J/22 shall be as shown on the sail plan and Plan B of the J/22 Class Rules.

3.15 The IJ22CA Class Register of J/22s and their owners and associate or sponsoring members shall mean that register to be kept as hereinafter provided.

3.16 The Copyright Holder shall mean J Boats, Inc., with headquarters at P.O. Box 90, Newport, RI 02840, USA.

3.17 Licensed Builder shall mean a person or corporation holding a valid license issued by the copyright holder to build the J/22.

3.18 Class Sanctioned Event shall mean those regattas organized by IJ22CA, an NJCA, or a territorial unit thereof

4. JURISDICTION

The IJ22CA shall have jurisdiction over all J/22 activities worldwide. Its Class Rules shall govern all sanctioned J/22 events. The Constitution, By-laws and other regulations

are binding on all members. All registered J/22s must conform to the limitations imposed by the association.

5. OFFICES

5.1 The Principal Office of the IJ22CA shall be the address of its statutory agent for service of process.

5.2 The World Headquarters of the IJ22CA shall be located at the address determined by the Executive Committee from time to time.

5.3 Other offices may also be established at such places as the Executive committee may from time to time determine.

6. MEMBERSHIP

6.1 The following types of membership shall be recognized.

6.2 Active NJCA Members shall be NJCAs that have paid the prescribed annual subscription.

6.3 Full Members shall be owners, co-owners or helmsmen who have paid IJ22CA dues and are members of their NAs and NJCAs.

6.4 Associate Members shall be individuals who are not J/22 owners and wish to receive all publications of the Class. They may not vote, hold office or helm a J/22 in sanctioned races.

6.5 Sponsoring Members shall be those individuals, companies and corporations who provide products and/or services to the IJ22CA or its members. Sponsoring members may not vote nor are they eligible to hold office. The Executive Committee shall have the authority to grant this category of membership.

7. ANNUAL SUBSCRIPTIONS AND FEES

7.1 The IJ22CA shall be financed by annual subscriptions from the NJCAs, paid according to their number of members, by annual subscription from associate members and by collecting other fees from sponsoring members and other sources. The subscription shall be determined annually by the Executive Committee. All Active Members must register annually. All subscriptions and fees shall be made payable to the IJ22CA.

7.2 Subscriptions and fees for each calendar year are due and payable to the IJ22CA prior to March 1 and quarterly there after as new members are acquired.

7.3 Any NJCA which has not remitted its annual subscription and fees may cease to be officially recognized by the IJ22CA under these Rules. Reinstatement to the list of recognized NJCAs will be at the discretion of the Executive Committee after payment of due amount.

7.4 Assessments may be levied only when approved by the majority vote of the Council.

8. SUSPENSION, EXPULSION

8.1 The Executive Committee shall have the authority to suspend NJCA, Active, Associate, or Sponsoring Members for non-payment of dues, subscriptions and/or fees, gross violations of the Rules or after due notice, for willful disregard of ruling of the IJ22CA. The term of suspension is extended by the Council in the succeeding year. A suspension may be terminated if the issue is brought before a meeting of the Council and a majority of votes cast favor termination.

8.2 A member may be expelled only if the issue of his/her expulsion is brought before a meeting of the Council and three-fourths of the votes cast are in favor of expulsion.

9. MANAGEMENT OF THE IJ22CA

The affairs of the IJ22CA shall be managed by a World Council assisted by an Executive Committee and by a Technical Committee.

10. WORLD COUNCIL

10.1 The Council shall consist of one (1) member appointed by each officially recognized NJCA, one (1) member appointed by the Copyright Holder and Councilors of Honor appointed by the World Council.

10.1.1 Councilors of Honor shall be appointed by the World Council in recognition of service to the Class Association. The role is advisory to the World council and is non-voting.

10.2 A NJCA that applies for membership shall submit a copy of their constitution, a list of their class officers, a list of their active members who are members of the IJ22CA, and, where required, a letter of approval from their respective NA, as a prerequisite for their recognition by the World Council. Eligibility for a recognized NJCA to vote shall be contingent on their payment of Annual Subscriptions and Dues and the submission of a register of active members as required by Article 7 for a minimum of eight (8) members.

10.3 Each NJCA member, who is eligible to vote, shall have one vote. In addition, each member appointed by an NJCA shall have one vote for every complete multiple of 200 J/22s owned by members of the NJCA and registered in the IJ22CA Class Register.

10.4 No NJCA shall cast more than one third of the total number of votes represented at the start of any meeting

10.5 The Council shall have the power to select any person or entity to assist it whether a member or not, but such member shall have no vote on the Council

10.6 At meetings of the Council, three members shall form a quorum.

10.7 In the case of retirement or replacement of an NJCA appointed Council member, his NJCA may appoint a substitute provided that person is a member of that NJCA.

10.8 If a Council Member is unable to attend a meeting, his NJCA may appoint a substitute for that meeting only. Such designations shall be in writing and received by the Secretary of the IJ22CA prior to the meeting.

11. ELECTION OF OFFICERS

11.1 At its annual meeting the Council shall:

In even years, elect one of its NJCA appointed members to act as Chairman of the IJ22CA for a period of two years.

11.2 In odd years, elect one of its NJCA appointed members to act as Vice-Chairman for a period of two years. At the first annual meeting to be held in 1992, the Vice Chairman shall be elected for a period of one year only.

11.3 In even years, elect one of its NJCA appointed members to act as Chairman of the Technical Committee for a period of two years.

11.4 The term of office for elected officers shall commence May 1 and end April 30 of their respective term.

11.5 Appoint a Secretary who shall keep correct minutes of all Council meetings together with the IJ22CA Class Register and be responsible for communicating the decisions of the Council to all members. The Secretary shall not be a member of the Council.

11.6 Appoint a Treasurer who shall have charge of the funds of the IJ22CA, make disbursements as the Council may direct, keep an accurate record of the financial affairs of the IJ22CA, and present a financial statement at each annual meeting, or as requested by the Executive Committee. The Secretary may also be appointed the Treasurer.

11.7 Appoint a qualified auditor who shall examine the correctness of the accounts and certify the annual financial statement.

11.8 Appoint a Chief Measurer who shall supervise the measurement procedures of the Class and is responsible for the training of J/22 measurers worldwide. The Chairman of the Technical Committee may also serve as the Chief Measurer.

11.9 Establish the guidelines to be followed by the Executive Committee in selecting the location and dates for future World and Continental Championships.

12. VOTING, MOTIONS AND RESOLUTIONS

12.1 Decisions of the Council, with the exception of making changes to the constitution, shall be made by a simple majority of votes cast. A two-thirds majority of the council is required to make changes to the IJ22CA Constitution.

12.2 Substantive motions (other than amendments thereto) to be voted upon at a Council meeting must be received by the Secretary and the Executive Council at least 60 days before the date of the meeting.

13. EXECUTIVE COMMITTEE

13.1 The Executive Committee shall consist of the Chairman and Vice Chair man of the council, the Chairman of the Technical Committee and three other Council members, one of whom shall be the NJCA representative of the country hosting the next World Championship.

13.2 At meetings of the Executive Committee, three shall form a quorum.

13.3 The Executive Committee may fill any casual vacancies among the officers and any persons so appointed shall hold office until the next annual meeting of the Committee.

13.4 The Executive Committee may appoint such agents and attorneys with such powers and to perform such acts and duties on behalf of the Council as the Executive Committee may determine.

13.5 The Executive Committee shall have the power to appoint other committees which shall have and may exercise such authority of the Executive Committee as it shall prescribe.

13.6 ACCOUNTS

13.6.1 The Executive Committee shall appoint a Finance Committee Chairman, who shall cause accounts to be kept giving full particulars of:

13.6.1.1 All amounts of money, assets, and liabilities of the IJ22CA.

13.6.2 All amounts of money received and expended by the IJ22CA, and a detailed description of such receipts and expenditures.

13.6.3 Payments and receipts of money shall be validated by the signature of the Treasurer or his deputy as appointed by the Executive Committee.

13.6.4 A budget for the coming year shall be presented to the Council for approval at the annual meeting. Payments exceeding the budget adopted by the council require prior Executive Committee approval in writing. The Executive Committee may amend the budget as required to run the day-to-day affairs of the IJ22CA.

13.6.5 The fiscal year of the IJ22CA shall be January 1 through December 31.

14. TECHNICAL COMMITTEE

14.1 The Technical Committee shall consist of at least three members. One shall be the designer or his appointee. All members of this committee must be members in good standing of their NJCA.

14.2 This committee shall be responsible for making recommendations to the Executive Committee regarding Class rules, Building Specifications and Measurements, including suggested amendments or additions and interpretations.

14.3 The Technical Committee shall cooperate with the NJCA official measurers and the technical staffs of licensed builders to protect the one- design character of the J/22 Class worldwide.

14.4 The NJCAs shall, in cooperation with the NAs, be responsible for the appointment of official class measurers and the recording of information on Measurement Certificates and for the forwarding of same to the Class Office.

14.5 Names and addresses of such appointed measurers shall be reported to the Technical Committee of the IJ22CA.

15. PROTECTION OF ONE-DESIGN

15.1 Tight one-design control of the J/22 Class shall be maintained through out the world by:

15.1.1 Selecting licensed builders with the cooperation of NAs and potential owners.

15.1.2 Enlisting the aid of ISAF to arbitrate disputes between Copyright Holder and/or Licensed Builder and/or IJ22CA Members involving Class Rules, Building Specifications or Measurements.

15.1.3 Retaining the authority to make changes which might affect current or future yacht performance within the IJ22CA. Such factors are later outlined as Speed Producing Factors.

15.2 Except in case of emergency, Class Rules changes shall occur every two years.

16. CHANGES IN CLASS RULES (or MEASUREMENT CERTIFICATE).

16.1 Changes to Class Rules may be proposed to the Executive Committee by Full Members, by a Licensed Builder, or by the ISAF.

16.2 The proposed changes will be reviewed by the Technical Committee, which will formulate a resolution for review by the Executive Committee.

16.3 The Executive Committee may elect one of two methods of approval:

16.3.1 A vote of the Council at the Annual Meeting.

16.3.2 A vote of the Council in writing after presenting the resolution/motion in writing by mail or by facsimile.

16.4 If then approved by the ISAF, notification of such changes shall be communicated to the members by the Secretary within 7 days.

16.5 Approved changes shall apply to all International events occurring on or after March 1 of the year following approval by ISAF, or earlier if deemed appropriate by the Executive Committee.

17. CHANGES IN BUILDING SPECIFICATION

17.1 Changes in Building Specifications may be proposed to the Executive Committee by Full Members. If such changes are deemed by the Technical Committee and/or the Copyright Holder to affect the speed of the yacht, the approval process will be as in paragraph 16.

17.2 Those factors influencing the speed of the yacht are defined as Speed Producing Factors and are defined below:

17.2.1 The shape, dimensions, weight, distribution of weight, and rigidity of the hull, keel, rudder, mast and boom.

17.2.2 The weight and distribution of weight of the deck.

17.3 Changes to Building Specifications may be made by Licensed Builders with the prior written approval of the Copyright Holder, Designer, and ISAF, providing such changes relate to:

17.3.1 Improving the quality of finish or interior appointments.

17.3.2 Substitution of construction materials or hardware of equal or better quality and operation.

17.3.3 Relocation of fittings or hardware, not otherwise restricted by Class Rules, to improve or facilitate the durability or safety of the yacht.

17.3.4 Revision of the moulding techniques or methods of construction provided that no alteration is made in the Speed Producing Factors as defined in paragraph 17.2.

17.4 Interpretations of the Builders Specifications shall be made by J Boats, Inc., subject to the approval of the representative of the ISAF and IJ22CA.

18. AMENDMENTS

18.1 The Constitution and specifications may never be suspended but may be amended at an annual or special meeting by two-thirds of the votes present.

18.2 All proposed amendments at either annual meeting or a special meeting must be included in the notice thereof which shall be mailed or telefaxed to the Council members not less than 30 days prior to the date of the meeting.

18.3 Any amendments to the IJ22CA Constitution shall be subject to approval of the ISAF.