

## INTERNATIONAL J/70 CLASS ASSOCIATION CONSTITUTION



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12900 Lake Ave #2001 Lakewood, Ohio 44107 216-226-4411

### 1. NAME

- 1.1. The name of the Association shall be the International J/70 Class Association (IJ70CA).

### 2. OBJECTS

- 2.1. The objects of the Class are:
  - 2.1.1. To promote the building and racing of the J/70 as a strict "Closed Class Rule" Class throughout the world.
  - 2.1.2. To preserve the J/70's recreational features, including ease of handling, low cost of ownership, safety and comfort.
  - 2.1.3. To organize and promote regional, national and international Class events and championships for the benefit of J/70 Class members.
  - 2.1.4. To maintain the worldwide "Closed Class Rule" integrity and equality of performance of the J/70.

### 3. LANGUAGE

- 3.1. The official language of the Association shall be English, and in case of any dispute over the translation the English Text shall prevail.
- 3.2. The word "shall" is mandatory, and the word "may" is permissive.

### 4. OFFICES

- 4.1. The Official Office of the Class shall be the address of its statutory agent for service of process.
- 4.2. Other offices may also be established at such places as the Executive Committee may from time to time determine.

### 5. MEMBERSHIP

- 5.1. The Class shall consist collectively of the Executive Committee of the Class and the National J/70 Class Associations (the "NCAs") that are officially recognized by the Executive Committee of the Class.
- 5.2. Full Membership in a NCA is open to all J/70 owners, co-owners or drivers upon payment of the annual membership dues prescribed by the NCA. These members may vote, attend meetings and hold office in the NCA.
- 5.3. Associate Membership in a NCA is open to individuals upon payment of the prescribed annual membership dues. These members may receive all publications of the Class. Associate members may not vote or hold office in the NCA.
- 5.4. Sponsoring Membership in a NCA is open to individuals, companies and corporations who provide products and/or services to the Class, a NCA or its members. Sponsoring members may not vote or hold office in a NCA. The Executive Committee shall have the authority to grant this category of membership.
- 5.5. All Members in a NCA shall be bound by this Constitution, and any properly made amendments thereto.
- 5.6. A Member shall cease to be a Member during any period in respect of which he/she has not paid his/her NCA membership dues or other monies due a NCA.

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- 5.7. The Executive Committee shall officially recognize a NCA when, and as long as, the following criteria are met:
  - 5.7.1. Membership of a minimum of ten (10) registered boats whose owners are active Members of the NCA.
  - 5.7.2. Presentation by the NCA and acceptance by the Executive Committee of the NCA's By-laws or Constitution.
  - 5.7.3. Election of Class Officers by Members of the NCA.
  - 5.7.4. Scheduling of at least one national or continental Class championship per year.

### 6. MEMBER SUSPENSION

- 6.1. A Member may be suspended or removed from the Class by the Executive Committee for:
  - 6.1.1. Committing an unlawful act involving the Class or one of its members.
  - 6.1.2. Any unsportsmanlike conduct contrary to the interest of the members of the Class; or
  - 6.1.3. Intentional violation of the Class Rules.
- 6.2. No Member shall be suspended or removed without first being able to be heard by the Executive Committee. Such hearing shall not take place with less than 30 days notice to the Member.
- 6.3. A Member shall not be entitled to the return of any part of his/her subscription in respect of any period for which he/she has been suspended or removed from membership.
- 6.4. The period of suspension shall be determined by the Executive Committee.

### 7. WORLD COUNCIL and EXECUTIVE COMMITTEE

- 7.1. The international authority of the Class is the World Council, which shall be responsible for the administration of the Class. The Executive Committee shall manage the affairs of the Class in accordance with the objectives of the World Council and with assistance from a Technical Committee.
- 7.2. The Executive Committee may delegate to any one or more of its representatives such powers and duties as it shall determine.
- 7.3. The World Council shall consist of one representative appointed by each NCA and the Executive Committee.
- 7.4. The World Council shall elect annually a President, Vice President, Secretary, Treasurer and Technical Chair ("**Class Officers**") who are not required to be NCA Representatives. These officers, with the Past President, Copyright Holder and Executive Director (non-voting), form the "**Executive Committee.**" A term limit of two years is imposed on the office of President. No Officer may serve in any one position for more than 4 terms.
- 7.5. All members of the World Council and Executive Committee (other than the representative of the Copyright Holder and Executive Director) shall be Active Members.
- 7.6. Each Council Representative and Executive Committee member shall have one vote. In addition, each NCA shall carry one additional vote for every complete multiple of 50 boats whose owners are active Members in excess of the first 50 represented.
- 7.7. For purposes of any action taken by the World Council, the status of a NCA and the number of votes held by the NCA shall be determined by the Executive Director.
- 7.8. The President is the chief executive officer of the Class and presides at meetings, rules on

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- procedures, and is the chief ambassador for the IJ70CA at sailing related meetings and activities.
- 7.9. The Vice President, in the absence of the President, shall preside at meetings and perform other duties as reasonably required by the Executive Committee.
- 7.10. The Secretary is responsible for oversight of annual and special meeting minutes and distribution of same to World Council.
- 7.11. The Treasurer is responsible for oversight of a bank account and the financial records of the Class and for submitting an annual financial report and budget for World Council approval.
- 7.12. The Technical Chair shall be the liaison to the Technical Committee.
- 7.13. The Past President shall be the Chair of the Nominating Committee as long as he or she is in office. The President in any year who retires or is not reelected at the Annual Meeting shall be the Past President for the immediately succeeding year or years until the succeeding President retires or is not reelected at an Annual Meeting, in which case the successor shall be the next Past President.
- 7.14. The Executive Director is a non-voting member of the Executive Committee and handles all correspondence, records of information regarding NCAs, membership, yachts and sail numbers; receives and distributes funds in accordance with a budget approved by the World Council; keeps books for the Association and arranges for an audit by a qualified C.P.A when requested by the Executive Committee. The Executive Director will receive annual payment for satisfactory fulfillment of the above duties at the discretion of the Executive Committee.
- 7.15. In the event of an Executive Committee vacancy prior to the Annual Meeting, the Executive Committee may, in accordance with Section 8, appoint one a Council Representatives to fill the vacancy.
- 7.16. The Executive Committee shall have the power to appoint other committees that shall have and may exercise such authority of the Executive Committee as it shall prescribe. The Executive Committee shall have the power to select any person or entity to assist the Executive Committee in the exercise of their powers and duties. Any such person or entity may be paid, is not required to be a Member, but shall have no vote on the World Council.

### 8. WORLD COUNCIL and EXECUTIVE COMMITTEE MEETINGS

- 8.1. The Executive Committee shall meet on such occasions and at such places as appropriate to efficiently carry out the business of the Association and as called by the President or as decided by a previous meeting of the Executive Committee.
- 8.2. The Executive Director shall give at least seven (7) days written notice of such meetings. Notice may be given in the form of email.
- 8.3. Two-thirds of voting members of the Executive Committee or World Council shall form a quorum.
- 8.4. Each Council Representative and Executive Committee member shall have one vote. In addition, each NCA shall carry one additional vote for every complete multiple of 50 boats whose owners are active Members in excess of the first 50 represented.
- 8.5. The President shall have a second and casting vote in the event of a tie.
- 8.6. The World Council shall meet at least once per year at the Annual Meeting.
- 8.7. Taking into consideration Section 8.4, resolutions shall be passed by a simple majority of the voting members of the World Council present or represented by properly executed proxy.
- 8.8. Meetings of the World Council or Executive Committee may also take place by tele-conference.

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### 9. THE TECHNICAL COMMITTEE

- 9.1. A Technical Committee shall be appointed by, and operate as a sub-committee of, the Executive Committee. This committee shall be responsible for control and enforcement of the J/70 Class Rules and for making recommendations to the Executive Committee regarding Class Rules and Building Specification and Measurements, including suggested amendments or additions and interpretations.
- 9.2. The Technical Chair shall be responsible for the operation of the Technical Committee. The Technical Committee shall consist of at least three members, including a Class Measurer and one representative from the Copyright Holder.
- 9.3. The Technical Committee shall cooperate with NCA official measurers and the technical staff of licensed builders to protect the “Closed Class Rule” character of the J/70.
- 9.4. The Technical Chair shall report to the Executive Committee on no less than an annual basis.

### 10. CLASS MEASURERS

- 10.1. The NCAs shall, in cooperation with their National Authorities, be responsible for the appointment of official Class Measurers.
- 10.2. Names and addresses of such appointed Class Measurers shall be reported to the Technical Committee.
- 10.3. Class Measurers, under the guidance of the Technical Committee, shall be responsible for rule compliance prior to the delivery of each yacht, for measurement prior to and during events, and for the re-measurement of yachts when they have been outside Class Rule configuration.

### 11. CHANGES TO CLASS RULES

- 11.1. Changes to Class Rules may be proposed to the Executive Committee by an NCA, by the Technical Committee, by the Copyright Holder, or by ISAF.
- 11.2. The proposed changes will be reviewed by the Technical Committee, which will formulate a resolution for review by the Executive Committee.
- 11.3. After presenting the resolution/motion in writing, and allowing a minimum 60-day review period, the World Council may approve the changes in accordance with Section 8.
- 11.4. If then approved by ISAF, notification of such changes shall be communicated to the members by the Executive Director within 7 days.
- 11.5. Following ISAF approval, changes shall become effective January 1, of the following year, or earlier if deemed appropriate by the World Council.

### 12. SUBSCRIPTIONS, MEMBERSHIP DUES AND OTHER FEES

- 12.1. The Class shall be funded by:
  - 12.1.1. NCA Membership dues.
  - 12.1.2. Revenue from royalty labels that shall be paid by sailmakers upon manufacture of each Class sail.
  - 12.1.3. Other sources of revenue as accepted by the Executive Committee.
- 12.2. The NCA’s subscription year for membership dues shall run from January 1 to December 31.
- 12.3. The membership dues shall be determined separately by the NCAs.

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### 13. FUNDS, ACCOUNTS AND EXPENSES

- 13.1. The funds of the Class shall be kept in a manner approved by the Executive Committee.
- 13.2. Books shall be kept that show assets and liabilities in addition to receipt and expenditure of monies by each of the NCA's and the Executive Committee.
- 13.3. The reasonable expenses of the Executive Committee members in exercising their powers under these rules shall be payable out of the funds of the Class.

### 14. AMENDMENTS

- 14.1. This Constitution shall only be amended by a resolution of which notice has been duly given (per Section 8) and which is duly proposed and passed by two thirds of votes present or represented by properly executed proxy at a World Council Meeting.

### 15. LIMITATIONS

- 15.1. In the execution of their powers and duties under this Constitution or under the Closed Class Rules, no officer or other member of the World Council shall be liable for any loss to any of the members or former members of the Association or to the Assets of the Association by reason of any mistake or omission made in good faith by him/her or any other officer or member or from any other matter other than willful and individual wrongdoing, wrongful omission or fraud on the part of the person who is sought to be made liable.