

J/111 Fleet #5, Articles of Association

Article I. Association Name

The name of the association is the J/111 Class Association, Fleet Five, Northern California ("Fleet").

Article II. Purpose of the Association

2.1. These Articles of Association ("Fleet Articles") are to preserve J/111 recreational features, including ease of handling, low cost of ownership, comfort, and equality of performance while maximizing participation at J/111 events. The Association is intended to provide a forum for racing, class promotion, and social activities among the members.

2.2. The Fleet and its members are governed by these Fleet Articles and, unless contrary to the Fleet Articles, the J/111 International Class Rules ("Class Rules") as amended from time to time.

2.3. Aside from determining local Class Rules for the purpose of determining eligibility for participation in Fleet racing events, the Association and its officers hold no authority over the individual racing events in which the Fleet participates.

Article III. Membership

3.1. For purposes of clarification of the Class Rules Section C3.2(a)(i), an "Owner" is a person who (i) legally owns or is the beneficial owner of 100% of the yacht or (ii) is a Group 1 competitor (as determined by ISAF) who is at least a one-third partner in terms of financial investment in the purchase of the complete yacht and the cost of its operations.

3.1.1. If a J/111 is owned by more than one Owner, the Owners shall prove ownership to the satisfaction of the J/111 Fleet 5 Captain by providing any related documents including, but not limited to, a DMV Title or Certificate of Documentation, a partnership agreement, a written and signed contract stating percentages of ownership and ongoing financial contribution.

3.2. Membership and dues.

3.2.1. An “Active Member” of the Fleet shall be an Owner who complies with the rules prescribed in the Fleet Articles, whose annual Fleet dues have been paid and who sign these Fleet Articles and agree to be bound thereby.

3.2.2. If a J/111 that is berthed or usually stored within 60 miles of San Francisco Bay competes in a Season Championship event; all of its Owners shall be Active Members of the Fleet. “Season Championship” events shall be those events indicated as such on the Fleet web site.

3.2.3. A proposal for the forthcoming year’s annual Fleet dues for each membership class shall be prepared by the Fleet Captain and Treasurer based on the projected Fleet expenses for the ensuing year. Such proposal shall be adopted by a majority vote of the Active Members.

3.2.4. In the event that there are two or more Owners of a boat, the annual dues for the first owner shall be as provided for above and for each subsequent owner the annual dues shall be \$25.

Article IV. Season Championships

4.1 At the Annual Meeting, The fleet’s Active Owners shall propose and vote on a set of regattas (Season Championship Events), number of races, types of races, numbers of throw-outs and any other participation requirements for determination of the next year’s season champion.

4.2. Unless otherwise specified in the applicable Notice of Race and/or Sailing Instructions, for one-design class races that are not Season Championship Events (e.g., “B” Season events, midwinter races, YRA events and other special races and regattas) a) the ISAF registered sailor requirement and b) the crew weight restrictions of the national Class Rules shall not apply.

4.3. A person may charter a J/111 for one or more regattas, provided such person (the “Charterer”): (a) has joined the Fleet by agreeing to these Fleet Articles and paying dues and/or (b) is otherwise an Owner of a J/111. In the case of a chartered J/111, all references in the Class Rules and these Fleet Articles to “Owner” shall be interpreted to refer to the Charterer and references to “Owner” shall be interpreted to refer to a Charterer.

4.4 The Class Rules C3.3 “Weights” are in effect. For the purposes of the Season Championship Events, formal crew weigh-ins and ISAF registration checking may happen on or before the first day of one of the multi-day regattas as chosen by the Fleet at the Annual Meeting. The weigh-in and ISAF registration check shall be administered by an appointee of the Fleet Captain, or the appointee's designee, in a manner approved by the Fleet Captain.

Article V. Officers of the Association

5.1. The officers of the association shall be:

- Fleet Captain
- Secretary
- Treasurer

5.2. Each officer shall be elected for a term of approximately one year (with the exception of the Secretary and Treasurer whose terms shall be approximately two years) at the Annual Meeting and shall immediately take and hold office until a successor is elected or appointed as provided in Article 5.7. The Fleet Captain shall be an Active Member in good standing. The other officers may be either Active Members in good standing and in special cases, appointed by the Active Owners.

5.3. The Fleet Captain is the chief executive officer of the Association and presides at meetings, rules on procedures, appoints special committees, and represents the Fleet at J/111 related meetings and activities.

5.4. The Secretary is responsible for the sending of notices of annual and special meetings, for preparing minutes of each meeting and distributing copies to Fleet members, and for maintaining the minute book.

5.5. The Treasurer is responsible for maintaining a bank account and the financial records of the Association, and for ensuring that all Fleet members' dues payments are current, and for maintaining a current and accurate roster of Active and Associate members with their mailing addresses, phone numbers, and other relevant data.

5.6. An officer may delegate his duties and/or responsibilities as prescribed in Articles 5.3, 5.4, and 5.5 in whole or in part to another officer or Executive Committee member on an interim basis.

5.9. In the event a vacancy occurs in the Fleet Captain position, the Active Owners shall immediately hold a meeting where action shall be taken to appoint a new Fleet Captain for the unexpired term. In the event of a vacancy in any other position, the Fleet Captain shall appoint a replacement to the vacated office for the remaining unexpired term.

Article VI. Meetings

6.1. The Fleet shall meet at least once annually (the "Annual Meeting") with such meeting to be held at a convenient time following the conclusion of the last race counting for the Fleet season championship but no later than December 1st of each calendar year. The Fleet Officers for the ensuing year shall be elected at the Annual Meeting. Any person wishing to serve or nominate another member to serve as an officer of the Fleet may make such nomination by advising the Secretary prior to the mailing of Notice of Annual Meeting or by notifying the Secretary at any time prior to the election vote in the event such Notice has already been mailed. Notice of any meeting shall be given at least 15 days prior to the date of the meeting, which shall set forth the agenda of matters to be considered at the meeting and provide proxy forms for Active Members unable to attend the meeting. The Notice shall also provide the names of Fleet members placed in nomination for election as officers.

6.2. A special meeting may be called by either the Fleet Captain or by 40% or more of Active Members, upon at least 15 days prior written notice.

6.3. Notice for any regular or special meeting may be given by U.S. mail, electronic mail (E-mail), facsimile (fax) or hand delivery of written notice.

Article VII. Quorum

Fifty percent of the number of Members who raced in any Fleet 1 Championship in the current year, plus one, represented in person or by written, faxed or emailed proxy, shall constitute a quorum for conducting the Fleet's business. In the case of joint ownership, only one Active Member, in the case of two or more, shall count in determining a Quorum.

Article VIII. Voting

Each Active Member in good standing is entitled to one vote, which may be cast in person or by written, faxed or emailed proxy. In the case of joint ownership, only one vote is permitted per boat. The vote of the majority of Active Members present or represented by proxy at a meeting shall prevail. Active members may vote via electronic ballot or proxy as provided by the Fleet 5 Website, provided that the procedure includes E-mail verification of voting and the E-mail, or website voting is certified by the Fleet Captain and the Webmaster.

Article IX. Amendment of Articles of Association

An Active Owner may propose an amendment to these Articles by submitting (via mail, fax or email) a written draft to the Fleet Captain. The Secretary shall notify each Fleet member by mailing, faxing or emailing a copy to each Fleet member not less than ten days prior to the Meeting at which the proposed amendment will be considered. Amendments may only be considered at the Annual Meeting or at a special meeting. To be adopted, a proposed amendment must receive the affirmative vote of a majority of the quorum present or represented by proxy at the meeting.

Article X. Enforcement of Articles

The Executive Committee shall determine if there has been any violation of these Articles in a J/111 regatta and the appropriate penalty to be imposed upon the offending boat. The vote of a majority of the committee present at the meeting and entitled to vote shall prevail. Notwithstanding the above, enforcement of these Articles in respect of a specific one-design race or regatta may be sought by filing a protest with the protest committee for such race or regatta.

Article XI. No Liability

I join and participate in J/111, Fleet #5 of my own free will, and hold its Officers, Directors, and all concerned committees, harmless and free of liability of any nature whatsoever for accident or injury to myself, my crew, or my yacht.

These Articles of Association are effective March 23, 2015.

Dated: March 23, 2015

The undersigned agree to each of the foregoing Fleet Articles and agree to be bound thereby.

Signature

Boat Name

Printed Name

Date

