



INTERNATIONAL TWELVE METRE ASSOCIATION

BYLAWS and REGULATIONS of the International Twelve Metre Class

Ratified and Adopted at the Annual Meeting of Members

14 July 2019

Article 1 Name, Class & Insignia

- 1.1 The name of the organization shall be the International Twelve Metre Association (“Association”). The Association shall represent yachts of the International Twelve Metre Class (hereinafter referred to as the “Class”).
- 1.2 The Association shall be registered as a not for profit company or membership association in a jurisdiction best serving the interests of the Association.
- 1.3 The Class Insignia
 - 1.3.1 The Class Insignia is I2 for the International 12 Metre yacht and is to be registered worldwide by the Association for the exclusive use of the Association and others authorized by the Association.
 - 1.3.2 The Class Insignia shall always be used in good taste including by example but not limited to, the mainsail or other parts of the yacht, crew clothing, letterhead or literature.
 - 1.3.3 Current Members of the Association are authorized to use the Class Insignia for non-commercial purposes in accordance with 1.3.2.
 - 1.3.4 The Association reserves the right to license commercial use of the Class Insignia for the purpose of supporting the Association and its activities, including regattas. Any such license shall not exceed five (5) years in duration, but may be renewable.
 - 1.3.5 12 Metre or Twelve Metre are the only acceptable written forms of I2.

Article 2 Mission & Purposes

The mission and purposes of the Association are:

- 2.1 To act as the competent international class organization for the Class including the five (5) Class Divisions created under these Bylaws and Regulations and the Class Rule which defines divisions based on age and design factors.
- 2.2 To cooperate with World Sailing (formerly the International Yacht Racing Union "IYRU" or International Sailing Federation "ISAF") and its Member National Authorities in promoting and preserving interest in the Class and participation therein.
- 2.3 To supervise the activities of the Class and the International Twelve Metre Class Rule ("Class Rule"); to authorize the issue of Certificates of Measurement ("Certificate") under the Class Rule; to enforce the Class Rule; and to propose and adopt any necessary interpretations or amendments thereto.
- 2.4 To encourage every owner of an International 12 Metre yacht to preserve, restore, rebuild, or otherwise maintain the yacht as a 12 Metre yacht.
- 2.5 To encourage the construction of new 12 Metre yachts under the Class Rule.
- 2.6 To encourage racing in the Class and to appoint the Organizing Authorities for regattas for the Class including World, Continental, and Regional Championships.
- 2.7 To encourage the preservation of the history of the Twelve Metre Class and individual yachts built to the International Twelve Metre Class Rule.

Article 3 Membership

- 3.1 Every 12 Metre yacht, as defined in Article 7, shall be eligible to become a member of the Association.
- 3.2 There shall be three (3) categories of membership, subject to payment of all membership or other fees due to the Association.
 - 3.2.1 **Regular Member Yacht:**

A 12 Metre yacht that holds a currently valid Certificate of Measurement, has paid all current annual dues and fees, and has paid the current Certificate of Measurement Fee shall be a Regular Member of the Association.
 - 3.2.2 **Associate Member Yacht:**

A 12 Metre yacht that otherwise qualifies as a 12 Metre but does not hold a currently valid Certificate of Measurement, and has paid all current annual dues and fees shall be an Associate Member of the Association.
 - 3.2.3 **Subscriber Member:**

An individual or corporation interested in supporting the Class may apply for Subscriber Membership subject to approval by the Officers.

- 3.3 A yacht that ceases to hold a Certificate may maintain the status of Regular Member Yacht for a period of six (6) months following the date on which the Certificate expires unless ownership of the yacht changes.
- 3.4 The representative (i.e. owner or owner-appointed representative) of every Regular or Associate Member Yacht, and Subscribers of the Association shall upon each annual membership renewal, provide a current mailing address, email address, and telephone number to the Secretary. The representative shall recognize that email is the primary means of communication.

Article 4 Voting

- 4.1 The representative of each Regular Member Yacht shall be entitled to attend, propose motions and vote thereon, in person, by telephone or by proxy, at any General Meeting of the Association. The representative of each Regular Member Yacht shall have one vote, that is one vote per yacht. If there are multiple owners of a yacht a single representative shall be designated by the owners. The remaining owners will have all the rights of a Subscriber.
- 4.2 Associate Members and Subscribers shall be entitled to attend all Association functions, but shall not propose or second a motion, or vote.
- 4.3 A Regular Member Yacht may be represented by means of a proxy at any General Meeting. The proxy may be given, in writing, only to the representative of another Regular Member Yacht or to an Officer of the Association. For these purposes, a proxy by email shall be considered "in writing" if it is submitted to the Secretary. An Officer of the Association holding a proxy is entitled to the full rights of a Regular Member when acting for that proxy.
- 4.4 All matters, unless otherwise provided (see Articles 8.4, 10.1 & 11.3), shall be decided by a majority vote of the representatives of those Regular Member Yachts present at a meeting or by proxy, or when requested by email. When voting by email the representatives of Regular Member Yachts shall be given notice of not less than two (2) weeks that a request for a vote is forthcoming and then shall have a response period of one (1) week to vote after the date of the submission of matters to be voted upon. A failure to vote within the specified time limit shall be considered as "not voting."
- 4.5 In the event of a tie vote among the Regular Member Yachts, the Officer presiding at a General Meeting shall cast the tie-breaking vote.

Article 5 Officers and Committees

- 5.1 The Officers shall be the President, the Vice President(s), Secretary, and Treasurer. These Officers shall constitute the Executive Committee.
- 5.2 Honorary Officers, including a Chairman and Vice-Chairmen, may be elected.

- 5.3 Officers shall be subject to re-election for their office every year at the Annual General Meeting of the Association, or shall serve until a successor is elected. The outgoing President shall be offered the appointment of an Honorary Vice Chairman.
- 5.4 The President shall preside at all General Meetings of the Association; shall oversee the affairs of the Association; shall give advisory assistance to the Secretary and Treasurer; shall serve *ex-officio* on all committees; and shall represent the Association to World Sailing.
- 5.5 There shall be such number of Vice Presidents as may be elected to represent each of the regional areas (hereinafter referred to as "Fleets"): Northern Europe, Southern Europe, the Americas, and Oceania.
- 5.5.1 In order to be represented by a Vice President, each Fleet must have at least four (4) yachts that are current Regular Member Yachts. Each Vice-President shall be elected by a majority vote of the representatives of those Regular Member Yachts belonging to that Fleet.
- 5.5.2 The Vice President(s) shall assist the President, and shall oversee activities of the Class in the Fleet represented. The Vice President representing the host Fleet shall be the presiding Officer at a General Meeting in the absence of the President.
- 5.6 The Secretary and Treasurer shall handle the current business of the Association and shall report to the President.
- 5.6.1 The Secretary shall keep the records of the Association; shall record minutes of all meetings of the Association; shall maintain the names and addresses of owners; and shall be the presiding Officer at General Meetings in the absence of the President and the Vice President(s).
- 5.6.2 The Treasurer shall be the custodian of the financial assets of the Association; shall prepare annual reports and financial statements for submission to members at General Meetings; and shall be the presiding Officer at General Meetings in the absence of other officers.
- 5.7 Division Owner's Committee: Each Division of the Class, if comprised of at least four (4) Regular Member Yachts, may elect one (1) owner of a Regular Member Yacht of that Division to represent that Division. These representatives, regardless of the Fleet to which the Regular Member Yacht belongs shall constitute the Division Owner's Committee, and may be consulted by the Executive Committee on a regular basis, including meetings of the Executive Committee.
- 5.8 Technical Director and Technical Committee: The Officers shall recommend for a vote by the representatives of Regular Member Yachts a Technical Director and a Technical Committee to administer the Class Rule and measurement procedures of the Class. The Technical Committee shall include the Technical Director, acting as its Chairman, and at least two delegates appointed by the Officers. A General Meeting may increase the number of delegates. The Technical Director shall maintain the Rating Archives of the Class in collaboration with the Secretary.

- 5.9 Nominating Committee: The Division Owner's Committee together with a past President of the Association may act as a Nominating Committee. Each year, the Committee may nominate a slate of Officers of the Association for a vote by representatives of the Regular Member Yachts at the Annual General Meeting of the Association. The past President shall act as Chairman of the Nominating Committee.
- 5.10 Measurers qualified to carry out post construction inspections or measure yachts, shall be appointed by the Association Executive Committee upon the recommendation of the Technical Director and the Technical Committee.
- 5.11 The Officers may appoint a Class Registrar who shall maintain historical records concerning each yacht, and shall assist the Secretary.
- 5.12 The Officers, Honorary Officers, Technical Director, Measurers, and Class Registrar shall all be Subscribers, unless otherwise owner of a Regular Member Yacht. Unless as owner of a Regular Member Yacht, or by proxy, or as otherwise provided in Article 4.5, each shall not make a motion, second a motion, or vote at any General Meeting of the Association, and each shall be exempt from paying any fees.
- 5.13 Event Organizing Committee: An Event Organizing Committee shall be appointed by the Executive Committee and shall include the area Fleet Vice President where the championships are being held, the regatta Principal Race Officer and a representative of the Event Organizing Authority. The Event Organizing Committee shall review and approve the Notice of Race and Sailing Instructions for that regatta.

Article 6 Meetings of the Members

- 6.1 There shall be such General Meetings of the Association as are required; one of which shall be the Annual General Meeting. The Annual General Meeting shall be held in every year at such place as determined by the Officers. The members shall be notified at least sixty (60) days in advance of the date and place of any meeting by email.
- 6.2 Meetings may be held by telephonic or video conference call, upon decision of the Officers.
- 6.3 Representation on behalf of not less than a majority of all Regular Member Yachts shall constitute a quorum for any General Meeting.
- 6.4 Any proposal or matter to be included in the agenda for a General Meeting shall be submitted to the Secretary at least thirty (30) days prior to the date fixed for such meeting in writing by email or surface mail.
- 6.5 One-third (1/3) of owners of Regular Member Yachts may lodge at any time a written notice, by email or surface mail, with the Secretary requiring a General Meeting on any specified matter, in which case the President shall cause such a meeting to be held within sixty (60) days.

- 6.6 In extraordinary circumstances the Officers may convene a Special Meeting of the Association upon seven (7) days notice to the representatives of Regular Member Yachts in writing by email or surface mail.
- 6.7 Rules of Procedure: The parliamentary procedure, based on Robert's Rules of Order shall govern all meetings of the Association, except otherwise noted.

Article 7 International Twelve Metre Yachts

- 7.1 For the purpose of these Bylaws and Regulations, a 12 Metre yacht is defined as any yacht fully constructed, built and surveyed under a version of the International Yacht Racing Union Rules of the International Classes for 12 Metre from 1906 through 1987, as these Rules may have existed at the time the yacht was originally built.
- 7.2 Any yacht fully constructed and built after 1987 shall be a 12 Metre yacht if it has been issued a valid Certificate under the applicable Class Rule. Although survey may not be required, such yachts shall meet the scantling requirements for yachts classed under Article 7.1.
- 7.3 In order to preserve the historical nature of each 12 Metre yacht and the Class, Appendix G (Identification on Sails) of the Racing Rules of Sailing is altered to permit and encourage each yacht to use the Class Insignia over the original or subsequent national letters and 12 Metre sail number issued to the yacht at any time when that yacht held a valid Twelve Metre Certificate of Measurement. Under the IYRU "old system" of one or two national letters, the designations known to have been used on 12 Metre yachts are as follows:

Argentina	A	Holland	H
Australia	KA	Italy	I
Belgium	B	Japan	J
Bermuda	KB	New Zealand	KZ
Canada	KC	Norway	N
Chile	X	Portugal	P
Denmark	D	Spain	E
Finland	L	Sweden	S
France	F	Switzerland	Z
Germany	G	United States	US
Great Britain	K		

Further, yachts built before the adoption of national sail letters (c. 1925) by IYRU, are encouraged to use the letter "E" which designated yachts of the International Twelve Metre Class. 12 Metre sail numbers shall only be in the form of the national letter(s) followed by a space (no hyphen) then a number (i.e. KZ 7 or US 22).

- 7.4 The Class Registrar shall maintain a list of the original and subsequent names of all 12 Metre yachts built, and the original and subsequent National Authority 12 Metre sail numbers issued for that yacht from time to time. Owners are asked to assist the Class Registrar by providing information.
- 7.5 The determination of the Executive Committee, in consultation with the Class Registrar, the Technical Director, and the Class Measurer(s) who measured

the yacht, shall be final as to determining the yachts that are eligible to be considered as 12 Metre yachts.

- 7.6 The Association shall issue and allocate all sail numbers for 12 Metre yachts. Sail numbers shall be issued sequentially by country, avoiding overlap or repetition wherever possible. The Association will not charge an administrative fee for a new sail number to be issued.

Article 8 The Class Rating Rule

- 8.1 The current edition of the Class Rule is the International Twelve Metre Class Rule, effective 1 November 2018, and it is hereby incorporated into these Bylaws and Regulations with its interpretations issued subsequently by the Technical Director.

- 8.2 World Sailing (formerly IYRU or ISAF) has adopted several versions of the International Twelve Metre Class Rule since the inception of the Class in 1906. Some yachts built to versions of this Rule, as it existed from time to time, have been ineligible for rating under later versions of the Rule, or have been modified so that the yacht became ineligible.

In order to encourage participation of 12 Metre yachts that are no longer measured to the principal provisions of the Class Rule, the Association has adopted an Appendix E as part of the Class Rule to permit participation in racing of yachts that are no longer in full compliance with the principal provisions of the Class Rule without Appendix E. For this purpose, there shall be two types of Measurement Certificate as provided in Article 9.

- 8.3 The Technical Committee shall prepare a report on any Class Rule matter referred to it, and recommend approval or rejection of any proposed amendment to the Class Rule. It may also submit its own recommendations on the same or any subject.
- 8.4 Any proposed amendment of the Class Rule shall be submitted to the Secretary and shall be approved by a two-thirds (2/3) majority vote (see Article 4.4).
- 8.5 If an amendment to the Class Rule is approved, the Secretary shall submit it to World Sailing for review, if required.

Article 9 Certificates of Measurement

- 9.1 A Certificate of Measurement shall be issued only to a yacht that has been measured to the Class Rules by a Class-certified Measurer.
- 9.2 Certificates of Measurement shall be of two (2) types:
- 9.2.1 **Class Rule Certificate.** – This Certificate shall be issued in accordance with the Class Rule excluding the provisions of Appendix E.
- 9.2.2 **Appendix E Certificate.** – The Appendix E Certificate shall be issued in accordance with the Class Rule including its Appendix E.

- 9.2.3 Any yacht, measured in accordance with 9.2.1 (without application of Class Rule Appendix E) may hold a Class Rule Certificate regardless of its age or hull configuration.
- 9.3 A Certificate is valid from the date of issue and shall remain valid for two (2) years, or until the yacht has been changed, or ownership has changed, whichever occurs soonest.
- 9.4 The Technical Director and Secretary shall be notified by the owner when a change is made which invalidates the Certificate of the yacht, or when the ownership of the yacht is changed.

Article 10 Regattas & Racing Rules

- 10.1 The Association shall organize or shall sanction such championship regattas as are desired to be held in each year, one or a series of which may be designated as the 12 Metre Class World Championship for each Division, and others such as Regional Championships. The venue or series structure, if any, for each World Championship shall be approved by a two-thirds (2/3) majority vote (see Article 4.4) at least eighteen (18) months prior to the event and whenever possible, the venue of the World Championship shall alternate between the Fleets.
- 10.2 Unless otherwise approved by the Executive Committee in consultation with the Division Owner's Committee and the Event Organizing Committee, the championship regattas shall be conducted as follows:
- 10.2.1 Consist of not less than five scheduled races. Four completed races shall constitute the championship. If five or more races are completed, one race shall be discarded.
- 10.2.2 Courses set for races shall be not less than four (4) nautical miles and for distance races not longer than twenty-five (25) nautical miles, unless prior approval has been obtained from the Association.
- 10.2.3 Regattas shall have races for as many Divisions as practical. If a Division has only one yacht competing, the scores for that yacht shall not be carried forward to any other Association series score and any awards, trophies and titles presented by the Association shall remain with their previous winners. Where multiple Divisions are scored, trophies and championship designations will be awarded for each such Division.
- 10.2.4 Yachts participating in a championship shall not be hauled except as authorized by the Jury to effect repairs.
- 10.3 World and Regional Championships
- 10.3.1 World Championship regattas shall be held under the World Sailing Racing Rules of Sailing ("RRS"), the Equipment Rules of Sailing ("ERS") where applicable, the Class Rules, and these Bylaws and Regulations. In the event of conflict, the Class Rules shall take precedence. Where appropriate, other regattas shall be held under the same rules with the prescriptions of the Member National Authority of the organizing authority.

10.3.2 Yachts competing for the World or Regional Championships shall be Regular Members of the Association, and shall have valid Certificates of Measurement.

10.3.3 The Twelve Metre Class World Championship Trophies are:

Division A (Grand Prix):

Azzurra Trophy - The Yacht Club Costa Smeralda presents the Azzurra Trophy to the yacht club represented by the Division A winning yacht (permanent).

The Chandler Hovey Memorial Trophy - presented to the Owner(s) of the Division A winning yacht (permanent).

Division B (Modern):

The Enterprise Trophy - presented to the owner(s) of the Division B winning yacht (permanent).

Division C (Traditional):

The Kennedy Cup - presented to the owner(s) of the Division C winning yacht (permanent).

Division D (Vintage):

The Robert H. Tiedemann Memorial Trophy - presented to the owner(s) of the Division D winning yacht (permanent).

Division E (Antique):

Dr. Luigi Lang Memorial Trophy – presented to the owner(s) of the Division E winning yacht (permanent).

Other trophies, either perpetual or special, may be created and presented from time to time.

10.4 The Association prescribes that all regattas organized or sanctioned by the Association shall be conducted with the following modifications:

10.4.1 To RRS 77 and Appendix G (Identification on Sails): In accordance with RRS Appendix G5, Appendices G1.1, G1.2, and G1.3 are amended as provided in Article 7.3 of these Bylaws and Regulations and Class Rules 32.6 and 32.7.

10.4.2 To RRS 79 (Sailor Classification Code): Under the Sailor Classification Code, there is no restriction on who may helm a yacht in any Division unless, not less than thirty (30) days prior to the start of a regatta all yachts entered at that time in a Division for that regatta unanimously agree that a restriction will apply to that Division for that regatta.

10.4.3 To RRS 80 (Advertising): In accordance with World Sailing Regulation 20, and unless in conflict with any event advertising for a regatta, advertising is permitted at the discretion of the owner and restricted as follows:

10.4.3.1 On each side of the spinnaker, limited in size covering not more than one-eighth (1/8) of the area of each side of the spinnaker; and

- 10.4.3.2 On each side of the boom, limited in size to not more than twenty-percent (20%) of the area of the side of the boom.
- 10.4.3.3 There is no limitation to the graphics which may be displayed on the hull, deck, or sails as long as it is not advertising.
- 10.5 All yachts participating in an Association organized regatta, for which the Association is the Organizing Authority, shall hold harmless the Association by carrying liability insurance in an amount to be determined by the Officers. Other Organizing Authorities may require similar insurance as a condition of participation.
- 10.6 The Association recognizes five (5) types of 12 Metre, consisting of the Divisions provided in the Class Rule.

The Association encourages Organizing Authorities to maintain separate Divisions for racing whenever practicable, but recognizes that these Divisions may need to be combined or modified depending on the number of entries for any event. Furthermore, the Association recognizes that yachts built in a year covered by one Division may have been altered or modified to another Division. In such cases the Association recommends that yachts should be assigned to a Division that fits their most recent configuration.

Article 11 Administration

- 11.1 The annual fees and other income as they pertain to the Association will be utilized for the expenses of the Association.
- 11.2 The original and valid wording of these Bylaws & Regulations, and the Class Rule shall be English.
- 11.3 These Bylaws may be amended only by at least a two-thirds (2/3) majority vote of the Regular Member Yachts (see Article 4.4).
- 11.4 The Association may list yachts and equipment for sale or wanted for purchase, but shall not act as an agent or broker in the sale of any 12 Metre yachts or equipment.
- 11.5 The names, addresses, and telephone numbers of Association members are for the use of the Association only, and shall not be given or sold to any other party without the consent of the Officers.
- 11.6 In the event of dissolution of the Association any funds remaining after payment of expenses shall be paid over for the specific purpose of providing endowment to the World Youth Sailing Trust.
- 11.7 The Association website www.12mrclass.com is the official repository of all matters relating to the Class as maintained by the Officers & Class Registrar.
- 11.8 Administrative expenses: Subject to the approval of the budget at the Annual General Meeting, Officers may be reimbursed for travel expenses to the Annual General Meeting, organizational meetings for Association sanctioned regattas and miscellaneous office expenses related to the administration of the Class.

- 11.9 The Association will provide insurance coverage in the form of a “Directors and Officers” policy of not less than US\$500,000, and where necessary insurance coverage for regattas where the Association acts as the organizing authority.

Article 12 Fees

- 12.1 Membership: The annual Membership Fee for Regular or Associate Members and Subscribers of the Association shall be set by the majority vote of the full Regular Membership at a meeting or by email. Each Fleet may elect to collect additional fees from their membership.
- 12.2 Measurement: The Certificate of Measurement Fee shall be payable to the Technical Director or the Association prior to the issue or revalidation of a Certificate of Measurement. Expenses of obtaining measurement of a yacht by a Class appointed Measurer shall be the sole responsibility of the owner(s).
- 12.3 Sail Number: The Association will not charge a Sail Number Fee for issue of a new sail number.
- 12.4 Subject to approval by the Officers, the Treasurer shall waive the membership fee for yachts which are owned by *bona-fide* not-for-profit, tax-exempt organizations in the public interest, e.g. museums, schools, etc. At the discretion of the Officers, the membership fee may be waived in other circumstances. The membership fee shall not be waived for yachts participating in regattas.
- 12.5 The schedule of current membership and other fees shall be published on the Association Website.

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