

ARTICLES OF ASSOCIATION OF THE IMOCA ASSOCIATION

Version applicable from 1 January 2027 – Approved at the Annual General Meeting on 9 April 2026

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VERSIONS

These Articles of Association were amended and approved at the following General Meetings:

21 May 1999, 12 June 2001, 24 January 2002, 9 July 2003, 27 October 2003, 20 February 2004, 6 October 2005, 2 March 2006, 15 January 2007, 10 July 2008, 29 June 2009, 20 October 2023, 9 April 2026

DEFINITIONS

The definitions of the terms below apply to both the singular and the plural unless otherwise specified.

General **Meeting**: means the General Meeting as described in Article 11 of these Articles of Association.

Association: The Association which manages the IMOCA WS International Class.

Championship: A championship reserved for IMOCA , organised by the Class in accordance with Article 2 of these Articles of Association.

Class: The Association which manages the IMOCA WS international class.

Board: means the Board of Directors as described in Article 18 of these Articles of Association.

Financial Year: The Association's financial year as defined in Article 30 of these Articles of Association.

IMOCA: The term 'IMOCA' refers to a monohull sailing yacht with a maximum length (LHT) of 60 feet and which complies with the standards specified in the Class Rules published by its Class.

Active Member: Membership status of the Association as defined in Article 6.2 of these Articles of Association.

Associate Member: Membership of the Association as defined in Article 6.4 of these Articles of Association.

Ex officio Member: Membership of the Association as defined in Article 6.3 of these Articles of Association.

Team Member: Membership status within the association as defined in Article 6.5 of these Articles of Association.

Honorary Member: Membership status within the association as defined in Article 6.1 of these Articles of Association.

Ordinary Member: Membership status within the association as defined in Article 6.6 of these Articles of Association.

NSA: National Sailing Authority

Class Rules: A document setting out the prohibitions, restrictions and obligations with which IMOCA yachts must comply.

Internal Regulations: The Internal Regulations set out the procedures governing the operation of the Association. Their role and content are specified in Article 36 of these Articles of Association.

WS: World Sailing

TITLE 1 – FORM – PURPOSE – NAME – REGISTERED OFFICE – DURATION

ARTICLE 1 - FORM

A registered association governed by the French Act of 1 July 1901 on associations, and by the legislation currently in force that has amended or supplemented it, as well as by these Articles of Association, is hereby formed between the persons who adhere to these Articles of Association and who fulfil the conditions set out below.

ARTICLE 2 - PURPOSE

The purpose of the Association is:

- To bring together IMOCA skippers, as well as any persons interested in the development of these sailing yachts.
- To manage and organise classroom activities.
- Draw up the Class Rules.
- Manage and coordinate the international calendar of Championship events
- Apply and ensure compliance with, insofar as it is concerned, the rules, regulations and requirements of the International (WS) and National (MNA) Authorities.
- Promote sailing and competition with IMOCA yachts.
- Encourage research into and the implementation of new techniques relating to sailing safety, whilst promoting technological innovation in the field of performance.

And, in general, to take any action in the interests of its members and contributing to the development of IMOCA yachts.

ARTICLE 3 - NAME

The logo for IMOCA, consisting of the word "IMOCA" in a bold, blue, sans-serif typeface.

The name of the Association is:

INTERNATIONAL 60 FEET MONOHULL OPEN CLASS ASSOCIATION
(*INTERNATIONAL 60-FOOT OPEN MONOHULL CLASS ASSOCIATION*)

ARTICLE 4 - REGISTERED OFFICE

The Association's initial registered office is in Lorient, France. It may be transferred to any other location within that country by a simple resolution of the Board of Directors.

ARTICLE 5 - DURATION

The Association shall be established for an indefinite period.

TITLE 2 – COMPOSITION OF THE ASSOCIATION

ARTICLE 6 - MEMBERS

The Association comprises honorary members, active members, ex officio members, associate members, team members and ordinary members.

6.1. Honorary members

Honorary members are individuals who have made a notable contribution to the fulfilment of the Association's objectives.

Honorary members are invited to General Meetings in an advisory capacity; honorary membership does not, in itself, confer the right to vote or to stand for election. They form a body which may be called upon, at the request of the Board of Directors, to give its opinion on matters relating to the Association's direction.

Honorary members are not required to pay membership fees.

6.2. Active members

Active members are individuals who are skippers of an existing IMOCA, or any individual who has submitted a declaration to the Class stating that they are building an IMOCA with the aim of competing in it as a skipper.

Active members are invited to General Meetings, each are entitled to cast two votes, are eligible for election, and are required to pay an annual subscription.

Active membership may be granted for a Financial Year, in accordance with the procedure set out in paragraph 7.2

The number of active members is limited to one member per IMOCA.

6.3. Ex officio members

Ex officio members are natural persons who have been Active Members, as defined in paragraph 6.2, for the three financial years preceding the current financial year without interruption.

Ex officio members are invited to General Meetings, each has the right to cast two votes, are eligible for election, and are required to pay an annual subscription.

The status of 'ex officio member' may be acquired for a Financial Year, in accordance with the procedure set out in paragraph 7.2.

6.4. Associate members

Associate members are natural or legal persons who are shipowners and/or owners of an IMOCA, and natural persons whose activities are associated with an IMOCA.

Associate members are invited to General Meetings, are eligible for election, are each entitled to one vote, and are required to pay an annual subscription.

Associate membership may be granted for a Financial Year, in accordance with the procedure set out in paragraph 7.2.

The number of associate members is limited to two per IMOCA.

6.5. Crew Members

Crew members are individuals wishing to take part in a race on an IMOCA as a crew member.

Crew members are required to pay an annual subscription. They do not attend General Meetings, have no voting rights and are not eligible for election.

Crew member status may be acquired for a Financial Year, in accordance with the procedure described in paragraph 7.2.

6.6. Ordinary Members

Ordinary members are natural or legal persons organising competitions open to IMOCA yachts and, more generally, natural or legal persons whose activities may contribute to the successful fulfilment of the Association's objectives.

Ordinary members are required to pay an annual subscription. They are invited to General Meetings, are eligible for election, and each has the right to cast one vote.

Ordinary membership may be granted for one financial year, in accordance with the procedure set out in paragraph 7.2.

ARTICLE 7 ADMISSION

7.1. Honorary members

Honorary members are elected by the General Meeting by an absolute majority, on the recommendation of the Board of Directors.

7.2. Other members

Natural or legal persons wishing to become members of the Association must submit an application to that effect in accordance with the procedure set out in these Articles of Association and the Association's Rules of Procedure.

The Board of Directors shall consider the application in accordance with the provisions set out in these Articles of Association and the Association's Rules of Procedure. The Board must notify the applicant of its decision in writing. In the event of rejection, the Board is not obliged to state the reasons for its decision.

In the event of rejection, an applicant for active membership may appeal by requesting a vote on their admission at the next General Meeting.

ARTICLE 8 - MEMBERSHIP FEES

The Annual General Meeting shall, on the recommendation of the Board of Directors, set the amount of the membership fees, which are payable for each financial year as defined in Article 30.

ARTICLE 9 - TERMINATION OF MEMBERSHIP

Membership shall cease upon transfer, resignation, expulsion or termination for non-payment of membership fees or for serious grounds as determined by the Board of Directors.

ARTICLE 10 - DEATH OR DISAPPEARANCE

In the event of the death or disappearance of a member of the Association, their heirs and beneficiaries shall not acquire membership of the Association.

TITLE 3 – GENERAL MEETING

ARTICLE 11 - COMPOSITION OF THE GENERAL MEETING

The General Meeting shall consist of honorary members, active members, ex officio members, associate members and ordinary members.

The General Meeting may be an Ordinary or an Extraordinary General Meeting. Their respective powers are set out in Article 16 of these Articles of Association.

Only members who are up to date with their membership fees may attend or be represented at General Meetings.

Voting by proxy is permitted. Only a member of the Association may act as a proxy holder. A member may hold up to three proxies.

ARTICLE 12 - FREQUENCY

The Ordinary General Meeting shall be convened by the Board of Directors at least once per financial year; this is referred to as the Annual General Meeting.

In addition to the Annual General Meeting, the Board of Directors may organise Ordinary or Extraordinary General Meetings when it deems this necessary for the proper functioning of the Association, or at the request of members in accordance with the conditions set out in the Rules of Procedure.

Unless exceptional circumstances apply, the Annual General Meeting shall be held in person, and only members physically present at the meeting may vote.

ARTICLE 13 - NOTICE OF MEETING AND AGENDA

Notices of meetings shall be sent at least fifteen days in advance by email with acknowledgement of receipt, addressed to each member, setting out the agenda for the meeting as determined by the Board of Directors.

Any documents relevant to the proceedings must be sent to members in good time to allow them to examine them.

ARTICLE 14 - CHAIR OF THE MEETING

The General Meeting shall be chaired by the President of the Association or, in his or her absence, by the Vice-President, or by a director delegated for this purpose by the Board. An attendance register shall be drawn up and signed by the members of the Association upon entering the meeting, and certified by the Chair of the General Meeting.

ARTICLE 15 - VOTING ON INDIVIDUALS

Votes concerning natural persons must be held by secret ballot.

ARTICLE 16 - POWERS

16.1. Annual General Meeting

The Annual General Meeting shall consider the Board of Directors' report on its management and on the Association's legal and financial position; it shall approve the accounts for the financial year just ended and adopt the budget for the following financial year.

It adopts and amends, where necessary, the Internal Regulations and the Class Rules.

On the recommendation of the Board of Directors, it selects the races to be included in its provisional championship calendar for the following year, the calendar for the current year having been set by the Board of Directors on the basis of the provisional calendar discussed at the previous year's Annual General Meeting.

It deliberates on all matters of general interest and on all those submitted to it by the Board of Directors, as well as on written questions raised by members, provided that such questions have been received at the Association's registered office in sufficient time to be considered by the Board of Directors.

It authorises all acquisitions of immovable property necessary for the fulfilment of the Association's objects, all exchanges and sales of such property, as well as the creation of mortgages and the raising of loans; and, in general, it delegates to the Board of Directors the broadest powers, apart from the matters mentioned above, to manage the Association in the interests of its members.

It shall appoint replacements for outgoing directors. It shall then proceed to elect the President of the Association, on the recommendation of the new Board of Directors.

Resolutions are passed by a simple majority of the votes of members present and represented. In all cases, the total number of votes cast by members present and represented must constitute at least 51 per cent of the total number of votes, failing which the resolution shall be null and void.

16.2. Ordinary General Meeting

The Ordinary General Meeting deliberates on all matters of general interest and on all those submitted to it by the Board of Directors, as well as on written questions raised by members, provided that such questions have been received at the Association's registered office in sufficient time for them to be considered by the Board of Directors.

16.3. - Extraordinary General Meeting

The General Meeting may, provided it has been convened for that purpose, amend the Articles of Association in whole or in part, decide on the early dissolution of the Association, or its merger with other associations. In such cases, the General Meeting is designated as an Extraordinary General Meeting.

To validly deliberate, the Extraordinary General Meeting must be attended by at least half of the active members, either in person or by proxy. If this condition is not met, the General Meeting must be reconvened fifteen days later with the same agenda, in the manner prescribed by Article 13 above, and at this second meeting, it may validly deliberate regardless of the number of active members present or represented.

Resolutions of the Extraordinary General Meeting shall be adopted by a two-thirds majority of the votes of members present and represented. However, the votes cast by active members and ex officio members, whether present or represented, must constitute at least 51 per cent of the total number of votes, failing which the resolution shall be null and void.

ARTICLE 17 - MINUTES

The resolutions of General Meetings shall be recorded in minutes entered in a special register, initialled and signed by the Chair. A copy of these minutes must be made available to all members who are up to date with their membership fees.

TITLE 4 – BOARD OF DIRECTORS

ARTICLE 18 - COMPOSITION OF THE BOARD

The Association is administered by a Board comprising 8 members, at least 5 of whom are drawn from the groups of active members and ex officio members, elected by the Annual General Meeting.

The term of office of directors is two financial years as defined in Article 30.

Half of the Board is renewed each financial year, following a rotation order determined initially by drawing lots and subsequently based on the length of service since election. Any outgoing director is eligible for re-election. The procedures for standing for election as a director are set out in the Rules of Procedure.

ARTICLE 19 - ORGANISATION OF THE BOARD

After being elected by the General Meeting, the Chair shall organise the functioning of the Board and appoint a Vice-Chair and a Treasurer.

19.1. Chair

Except for decisions falling within his or her own remit, the Chair is responsible for implementing the decisions of the General Meetings and the Board, and for ensuring the smooth running of the Association, which he or she represents in legal proceedings and in all civil matters.

The Chair may be removed from office at any time, without compensation, by the Board in accordance with Article 21.

19.2. Vice-President

The Vice-President acts as the Association's President in the event of the President's vacancy.

19.3. Treasurer

The Treasurer ensures that the Association's accounts are kept accurately and truthfully and that the budget approved by the General Meeting is adhered to. He or she carries out, or delegates with the Board's approval and under its responsibility, the keeping of the accounts, payments and receipts of all sums on behalf of the Association, as well as its day-to-day operations and compliance with legal obligations.

In the event of a vacancy in the office of Treasurer, the President shall appoint a replacement from among the members of the Board.

ARTICLE 20 - VACANCIES

In the event of a vacancy, the Board may itself appoint a replacement for its members until the next General Meeting, which shall then, in addition to the elections for renewal, hold elections to fill the vacancy.

In the event of three consecutive unauthorised absences from a Board of Directors' meeting, without a proxy having been given, a director shall be deemed to have resigned.

ARTICLE 21 - REMOVAL

A Director who ceases to be a Member shall automatically be removed from the Board of Directors.

The Board may remove any of its members at any time, in accordance with the procedure set out in the rules of procedure.

ARTICLE 22 - POWERS OF THE BOARD

The Board of Directors is vested with the broadest powers to act on behalf of the Association and to carry out or authorise all acts and transactions permitted to the Association which are not subject to the approval of the General Meeting. It sets the racing calendar for the following year, based on the criteria examined by the previous Annual General Meeting. It is accountable to the General Meeting for the moral and financial management of the Association.

It sets the agenda for matters to be dealt with by the General Meeting and prepares any documents, proposals or resolutions to be submitted to the General Meeting for approval.

ARTICLE 23 -POWERS OF THE PRESIDENT

The President is responsible for the day-to-day management of the Association; in particular, he may appoint and dismiss all employees, determine their remuneration, let premises necessary for the Association's needs, carry out all transactions, buy and sell all securities or assets, utilise the Association's funds, and represent the Association in legal proceedings, whether as claimant or defendant.

ARTICLE 24 - MEETINGS AND DELIBERATIONS OF THE BOARD

The Board of Directors shall meet immediately after its election at the General Meeting to propose a President for election by the General Meeting, in accordance with Article 16, and to organise its proceedings. It shall thereafter meet upon the call of the Chair, who shall set the agenda, or of half of its members, as often as the interests of the Association require, and at least twice a year. Directors who are absent may give their views on the items on the agenda in writing.

The presence or representation of at least four members of the Board from the groups of active members and members by right is required for the validity of the deliberations. Decisions are taken by a simple majority of the votes of the members present or represented, with each director having one vote. In the event of a tie, the Chairperson has the casting vote. The Board's deliberations are recorded in minutes, which are drawn up, initialled and signed by the Chair, and sent to each director, as well as to any member who is up to date with their membership fees upon request.

ARTICLE 25 - REPRESENTATION ON THE BOARD

Directors who are absent may be represented on the Board by another director. Proxies must be given in writing and attached to the minutes.

A director may hold only one proxy.

ARTICLE 26 - MINUTES

The proceedings of the Board shall be recorded in minutes signed by the Chair. Copies of these minutes must be made available to every member who is up to date with their membership fees.

ARTICLE 27 - REMUNERATION

27.1. Chair

The Board of Directors shall determine the Chair's remuneration in accordance with the responsibilities assigned to them within the organisational structure established for the management of the Association, and in accordance with the budget approved by the General Meeting.

27.2. Directors

With the exception of the Chairman, no remuneration shall be paid to members of the Board of Directors in connection with their term of office.

However, expenses and outlays incurred in the performance of their duties may be reimbursed upon presentation of a certified statement.

TITLE 5 – OPERATIONS

ARTICLE 28 - COMMITTEES

For the purposes of its operation, the Board of Directors may establish and dissolve committees and working groups.

The procedures for this are set out in the Rules of Procedure.

ARTICLE 29 - ANNUAL RESOURCES

The Association's annual resources consist of:

- Membership fees paid by its members.
- Any income authorised by law and by Article 11.1 of the accreditation agreement between WS and IMOCA.

ARTICLE 30 - FINANCIAL YEAR

The financial year runs from 1 January to 31 December.

ARTICLE 31 - LIABILITY OF DIRECTORS

The Association's assets alone shall be liable for obligations entered into in its name, and none of the members or directors shall be personally liable for such obligations, subject to the possible application of the provisions of the Act of 25 January 1985 on judicial reorganisation.

ARTICLE 32 - DISCIPLINE

The Board of Directors is empowered to impose disciplinary sanctions. The provisions governing this are set out in the Internal Regulations.

TITLE 6 – AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND WINDING UP

ARTICLE 33 - AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Any amendment to these Articles of Association must be approved by the Extraordinary General Meeting in accordance with Article 16.3.

ARTICLE 34 - WINDING UP – LIQUIDATION

In the event of compulsory dissolution or dissolution by resolution of the Extraordinary General Meeting, the latter shall appoint one or more liquidators who shall have the broadest powers to realise the assets and settle the liabilities, following any repurchase of existing contributions by the contributors or their heirs or known successors in title. The net proceeds of the liquidation shall be devolved to an association with a similar purpose.

TITLE 7 – SUPERVISION – RULES OF PROCEDURE – MEMBERSHIP

ARTICLE 35 - REPORTING TO THE VARIOUS AUTHORITIES

The President of the Association or his delegate shall, within three months, notify the Prefecture of the department in which the Association has its registered office of any changes in its management and, where applicable, in its Articles of Association. He shall do the same with World Sailing and the National Authorities of which IMOCA is a member. He shall also make available to the sporting authorities (WS and MNA) all minutes of meetings and all accounting documents.

ARTICLE 36 - RULES OF PROCEDURE

The Rules of Procedure set out the Association's operating procedures. These Rules of Procedure may be revised annually and must be approved by the Annual General Meeting or Ordinary General Meeting. The Rules of Procedure, these Articles of Association and the Class Rules are available to all members. These documents are legally binding, and members are required to comply with them.

ARTICLE 37 - MEMBERSHIP - OFFICIAL LANGUAGE

IMOCA is a member of World Sailing and must comply with the terms of the agreement signed and annexed to the Internal Regulations.

IMOCA is an affiliated member of the French Sailing Federation (MNA in France).

IMOCA may become affiliated to any other MNA, depending on the racing calendars and the development of the IMOCA fleet worldwide (see the annual annex to the Internal Regulations).

English and French are the two official languages of the Class. In the event of a disagreement over a translation, the Board of Directors shall decide.