

IRISH INSTITUTE OF MASTER MARINERS

1 TITLE

The name of the Institute shall be the "Irish Institute of Master Mariners" herein after referred to as "The Institute".

2 AIMS

- 2.1 The aims of the Institute which is established as a non-political and non-sectarian body of qualified mariners shall be as follows:
- 2.2 To promote safe, efficient and professional conduct and high standards in all aspects the maritime industry.
- 2.3 To promote the dignity and status of the Nautical Profession within Irish Society and to protect and enhance the professional reputation of the Irish Seafarer.
- 2.4 To promote greater public awareness of the important role played by the shipping industry in the economic life of the Nation.
- 2.5 To consult with the Minister and Government Departments responsible for marine affairs and any other appropriate Minister or Government Department on current or proposed maritime legislation and policy.
- 2.6 To advise and inform members of all major developments within the maritime industry and to provide a forum for informed discussion within the profession.
- 2.7 To encourage suitable persons to join the Institute and actively support its aims.
- 2.8 To liaise with other organisations and individuals who share a common interest.

3 STRUCTURE

- 3.1 The affairs of the Institute shall be conducted in accordance with the members wishes as expressed at an Annual General Meeting (AGM) or an Extraordinary General Meeting (EGM) called in conformance with the Rules printed below.
- 3.2 A National Executive Council, hereinafter referred to as "The Council".
- 3.3 Authorised Local Branches.
- 3.4 Individual members who for geographical or other practical reasons find themselves unable to join existing Local Branches.

4 MEMBERSHIP

- 4.1 Ordinary membership of the Institute is open to qualified and student mariners, and to members of other related professions in the maritime sector, based on the following classes:
 - 4.1.1 **Member.** Full membership of The Institute is confined to:
 - (a) qualified Master Mariners (in this context, a master mariner is any person who, on the basis of examination, has been awarded a Certificate of Competency by the Irish Maritime Administration recognising the competence of that person to command a ship of unlimited tonnage, and without restriction to trading area), or
 - (b) persons holding similar certificates of professional competency issued by other maritime Administrations and which are deemed by Council to merit recognition equivalent to that in paragraph 4.1.1 (a) above.
 - 4.1.2 **Associate Member.** Associate membership shall be open to:
 - (a) any Deck Officer, qualified by examination, who holds a deck Certificate of Competency awarded or recognised by the Irish maritime Administration, or

CONSTITUTION OF THE IRISH INSTITUTE OF MASTER MARINERS

(b) any Executive Branch officer of the Naval Service who holds a naval qualification which is deemed by Council to merit recognition equivalent to that in paragraph 4.1.2 (a) above.

4.1.2.1 Associate members shall not be eligible to hold office at Council level in the Institute.

4.1.2.2 Associate members shall not have voting rights at general meetings of the Institute.

4.1.3 **Associate.** Associates of the Institute shall be members of other related professions in the maritime sector who, through their association with the Institute, promote the general advancement of the Nautical Profession.

4.1.3.1 Associates shall not be eligible to hold office at Council level in the Institute.

4.1.3.2 Associates shall not have voting rights at any meetings of the Institute.

4.1.4 **Cadet Member.** Cadet membership shall be open to Officer Cadets who are following a recognised programme of studies and training, leading to a qualification from which associate membership may follow.

4.1.4.1 Cadet members shall not be eligible to hold office at any level in the Institute.

4.1.4.2 Cadet members shall not have voting rights at any meetings of the Institute.

4.2 Honorary Membership

4.2.1 The Institute may, as a mark of esteem, confer honorary membership or honorary life membership on persons who have made an outstanding contribution to the Nautical Profession.

4.2.2 A proposal to award honorary membership, signed by ten or more members in good standing, other than members of Council, shall be submitted to the Honorary Secretary. Such a proposal shall become effective:

(a) with the unanimous agreement of the Council meeting at which the proposal is discussed, or

(b) with the consent of two-thirds of the members voting on the proposal at an AGM.

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4.4 Rules for Membership

4.4.1 The procedure for application for membership shall be as follows:

a) Each applicant must be proposed and seconded by two members in good standing and the completed application with appropriate fee attached submitted to the Honorary Secretary of the Local Branch of the Institute. The Honorary Branch Secretary shall forward the application and fee to the Chairperson of the Membership and Recruitment committee appointed in accordance with rule 6.3.2 of the Rules.

b) The Membership and Recruitment committee shall consider the application and may, if they considered it desirable, look for proof of eligibility for membership from any proposed applicant.

c) The Membership and Recruitment committee may accept the proposed applicant into membership of the Institute, at the level deemed appropriate.

d) The Membership and Recruitment committee shall forward the application with attached fee to the Council Treasurer for subsequent lodgement to the Institute Account.

4.4.2 A member who is not in arrears with his/her subscription shall be regarded as being in good standing.

4.4.3 In the event of a member failing to pay his/her annual subscription for two consecutive years, an enquiry shall be made as to whether that member wishes to remain a member of the Institute. If the member neglects to reply to such an enquiry, he/she shall be deemed to have resigned from the Institute. Should such a member wish to rejoin the Institute, he/she must apply in accordance with the rules laid down in Section 4.4.1.

4.4.4 Only those members authorised by The Council to do so may purport to represent the Institute or the views of the Institute.

4.4.5 Any alleged misconduct on the part of any member shall be put before The Council in writing.

CONSTITUTION OF THE IRISH INSTITUTE OF MASTER MARINERS

- 4.4.6 If, in the opinion of The Council, the activities of any member are not being conducted in the best interests of the Institute, The Council will place the matter on the agenda of the next AGM of the Institute or at an EGM called for the purpose of examining the conduct of such a member.
- 4.4.7 The Council will, as soon as possible after placing such a matter on the agenda of the AGM or an EGM called for that purpose, provide in writing to the member the precise nature of the complaint against him/her.
- 4.4.8 The meeting shall afford the member the opportunity to reply to the complaint in writing and/or orally as the member wishes.
- 4.4.9 If in the opinion of two-thirds of the general meeting the complaint is upheld, the meeting may:
- Order the expulsion of the member or
 - Order the suspension of the member for a stated period of time and/or
 - Impose such conditions as it sees fit under which membership may be continued.

5 GENERAL MEETINGS OF THE INSTITUTE

5.1 Rules for the Annual General Meeting

- 5.1.1 The AGM shall take place not less than ten months and not more than fourteen months after the previous AGM. However an AGM must take place within each calendar year
- 5.1.2 Notice of at least two calendar months shall be given to each member of the time, date and venue of the AGM.
- 5.1.3 Nominations for office within the Institute and all notices of motions must be signed by a proposer and a seconder and delivered to the Honorary Secretary at **least one calendar month** before the AGM. In the event of only one nomination being received for a particular office, then such nominee shall be deemed elected. Should no nominations be received for a particular office, nominations may be taken at the AGM.
- 5.1.4 The Order Paper shall be compiled by a sub-committee which shall be constituted as follows:
- The National Honorary Secretary.
 - One ordinary member of The Council.
 - Two ordinary members.
- 5.1.5 At least two weeks prior to the meeting, the Order Paper shall be sent to all members. Publication on the Institute website will satisfy this requirement.
- 5.1.6 The Council shall have the power to submit motions under the same circumstances as individuals.
- 5.1.7 A quorum shall consist of twenty members. If a quorum does not exist after one hour of the fixed time for holding a meeting, the Chairperson may declare the meeting postponed until further notice.
- 5.1.8 The order of business shall be as follows:
- Apologies.
 - Minutes of the last AGM.
 - Matters Arising out of the Minutes.
 - Adoption of the President's Report.
 - Adoption of the Secretary's Report.
 - Adoption of the Treasurer's Statement of Account.
 - Election of the Officers of the Institute.
 - Motions of which notice has been given.
 - Any other business.
- 5.1.9 Minutes shall be kept and include a list of those present. The minutes of the meeting shall be sent to each member within one calendar month of the close of the meeting.
- 5.1.10 On the opening day of the meeting, the meeting will appoint two tellers. Their duty shall be to ascertain and report to the Chairperson the numbers voting for and against a motion on which a vote is taken.

CONSTITUTION OF THE IRISH INSTITUTE OF MASTER MARINERS

- 5.1.11 Except as provided in 5.1.12, voting at the AGM will be confined to members of good standing in attendance at the meeting.
- 5.1.12 a) Except as provided in section (b), in the event of a tied vote, the Chairperson will have the casting vote.
- b) Should the President be seeking re-election, he/she shall, before the election of officers takes place, vacate the chair and be replaced by an Acting Chairperson elected by simple majority of the members present. The President will again take the chair on completion of the vote.

5.2 Standing Orders for the Annual General Meeting

- 5.2.1 No member may address the meeting unless called upon to do so by the Chairperson.
- 5.2.2 Non-members may be invited to address the meeting unless called upon to do so by the Chairperson.
- 5.2.3 Every address to the meeting must be through the Chairperson.
- 5.2.4 If more than one amendment to a motion is placed before the meeting, the last amendment proposed will be the first to be voted upon. If the amendment is rejected, the original motion stands before the meeting. If the amendment is accepted, the amended motion stands before the meeting.
- 5.2.5 An amendment to a motion may not be withdrawn except by leave of the Chairperson.
- 5.2.6 When a motion has been rejected, no motion to the same effect may be brought forward at the same meeting unless leave to do so be granted by the Chairperson.
- 5.2.7 The proposer of any motion or amendment thereof, shall be allowed not more than three minutes on which to speak on the said motion or amendment and each succeeding speaker not more than three minutes. Each speaker will be informed when he/she has one minute left of the allocated three minutes.
- 5.2.8 At any time during the discussion of a motion it shall be open to any member to move verbally "that the question be now put". The acceptance of such a motion shall be at the discretion of the Chairperson. If such a motion is accepted and it is shown on a show of hands that it appears that a majority of members are in favour of terminating the motion, only the proposer of the original motion shall be entitled to speak thereon and the motion shall be voted upon. No such motion shall be moved unless an opportunity has been given for an expression for both pro and contra views of the motion.
- 5.2.9 No member other than the proposer of the motion may speak more than once on the same motion unless given leave to do so by the Chairperson. The proposer of the motion shall have the right to reply and may also speak on a point of clarification when it is deemed necessary.
- 5.2.10 Every motion shall be put to a vote. No recount shall be taken unless the result as announced by the Chairperson be challenged by not less than ten members. All votes will be by a show of hands except in cases where a majority request a secret ballot. All elections to office will be by secret ballot.
- 5.2.11 Only motions ruled in order by the Chairperson will be accepted under "Any other business".
- 5.2.12 The decision of the Chairperson on any question is final unless challenged by a majority of the members present.
- 5.2.13 A member is guilty of breach of order who uses objectionable words and refuses to withdraw them or apologise, uses offensive words in reference to another member, wilfully disturbs the orderly conduct of business and/or disobeys a lawful order of the Chairperson.
- 5.2.14 A member who commits a breach of order may, on being declared by the Chairperson to be guilty of so doing, be penalised on resolution of the meeting by being asked to leave the meeting.
- 5.2.15 In the case of a charge of disorderly conduct, the charge shall be distinctly stated and a motion made thereon. The member shall then be allowed to make an explanation or apology if he/she desires to do so, before any penalty is inflicted. The offending member shall then retire from the meeting room and await the resolution of the meeting in regard to the charges.
- 5.2.16 A motion to suspend standing orders in whole or in part may be put to the meeting without prior notice. Such a motion will only be adopted with the consent of the majority of the members present.

CONSTITUTION OF THE IRISH INSTITUTE OF MASTER MARINERS

6 THE NATIONAL EXECUTIVE COUNCIL

6.1 Composition of the Council

- 6.1.1 The Council, including Honorary Officers, will consist not more than twenty-one members and an endeavour should be made that half of these members should be seagoing.
- 6.1.2 The Honorary Officers of The Council shall be as follows:
- The President of the Institute who shall act as Chairperson.
 - The Deputy President of the Institute who shall act as Deputy Chairperson.
 - National Honorary Secretary.
 - National Honorary Treasurer.
 - National Assistant Honorary Secretary.
- 6.1.3 The President of the Institute will wear the Presidential Insignia at all general meetings of the Institute and at any function where he represents the Institute. The Presidential Insignia shall pass to each President as he/she takes up office.
- 6.1.4 The outgoing President shall be an ex-officio member of The Council.
- 6.1.5 The Chairperson of each Local Branch or a member nominated by him/her, shall be an ex-officio member of The Council.
- 6.1.6 The remaining members of The Council shall be elected at each AGM and shall take office immediately upon the close of that meeting.
- 6.1.7 Any member proposed for election to The Council who feels that through the nature of his/her employment that he/she will be unable to attend Council meetings on a regular basis may nominate a substitute prior to election provided that the proposed substitute is a member of good standing.
- 6.1.8 An Honorary Officer may hold office in Local Branches.

6.2 Meetings of The Council

- 6.2.1 The Council will endeavour to meet four times in any one year.
- 6.2.2 A quorum for a Council meeting will be not less than six members and must include an Officer of the Institute. If, after the lapse of thirty minutes from the time fixed for holding a meeting, the quorum remains unfilled, the Chairperson may continue the meeting with the unanimous consent of those Council members present.
- 6.2.3 Other than under paragraph 4.2.2(a), decisions taken at a Council meeting will be by simple majority vote. In the event of a tied vote, the Chairperson will have the deciding vote
- 6.2.4 The Council shall, where practicable, consult the Local Branches on any matter outside agreed policy of the Institute.
- 6.2.5 Should a member of The Council absent himself/herself from three consecutive meetings without furnishing reasons to the Honorary Secretary which are considered adequate by The Council, such person shall be deemed to have resigned from The Council.
- 6.2.6 A member of The Council may at any time submit his/her resignation to the Honorary Secretary of The Council.
- 6.2.7 Subject to 6.1.1, The Council may co-opt a member in good standing on to The Council.
- 6.2.8 Only the members of The Council, observers and contributors invited by The Council may attend Council meetings.

6.3 Powers of the Council

- 6.3.1 When an AGM or EGM is not in session, The Council shall be the governing body of the Institute and shall manage the business of the Institute with full powers to act on behalf of the Institute and decide all questions not provided for in the Rules provided it does not change the policy of the Institute on any matter as decided by an AGM or an EGM. Such decisions must always be placed before the next AGM or an EGM called for that purpose.

CONSTITUTION OF THE IRISH INSTITUTE OF MASTER MARINERS

- 6.3.2 The Council may appoint sub-committees for particular purposes. Such sub-committees may include members of the Institute who are not Council Members and non-members of the Institute where the Council deem it advisable to avail of such non-members expertise. A Council member will in all cases be appointed Chairperson of any such sub-committee.
- 6.3.3 The Council shall have the power to call an Extraordinary General Meeting (EGM) and shall be bound to do so within one calendar month of receiving notice in writing from fifteen members of good standing. The Rules and Standing Orders of an EGM will conform to those of an AGM except that the order of business shall be confined to the motion or motions initiating the EGM. The Council will inform all members in advance of the precise motions upon which the EGM is being called.
- 6.3.4 The Council will consider applications from members who wish to form a Local Branch. In considering such an application, The Council may ascertain the views of Local Branches already in existence. The Council in its absolute discretion may accept or refuse any such application. In either case, the decision of The Council will be placed before the next AGM or an EGM called for that purpose.

7 BRANCHES

- 7.1 An application to form a Local Branch must be signed by more than seven members of good standing and forwarded to the Honorary Secretary of the Institute.
- 7.2.1 A Local Branch will not be recognised until it has been ratified by an AGM or an EGM called for that purpose.
- 7.2.2 Local Branches will endeavour to meet five times in any given year.
- 7.2.3 The Branch Officers will include a Chairperson, Secretary and Treasurer. The Secretary may combine the duties of Secretary and Treasurer at the discretion of the Branch members.
- 7.2.4 The Branch Officers will be elected at the Branch AGM. If for whatever reason, a Branch Officer is unable to remain in office, the Branch at an ordinary meeting may elect a replacement.
- 7.2.5 A quorum for an ordinary meeting will be not less than three members and not less than four in the case of an AGM. In both cases a Branch Officer must be present.
- 7.2.6 The Branch Chairperson or the member nominated by him/her shall report the proceedings of Branch meetings to the subsequent Council meeting.
- 7.2.7 The AGM of the Branch shall be held in the month preceding the Institute AGM
- 7.2.8 Any member of the Institute may attend a Branch meeting.
- 7.2.9 A Local Branch may make local bye-laws provided that such bye-laws are not in contravention of this Constitution.

8 FINANCES

- 8.1 The rate of annual subscription(s) shall be decided at each AGM.
- 8.2.1 The Council may accept funding from other sources other than those dictated at an AGM. Such sources will be submitted for approval at the next AGM.
- 8.2.2 The financial affairs of the Institute shall be decided at an AGM and administered by The Council.
- 8.2.3 The scale of travel and subsistence expenses payable to Council members and members of approved sub-committees shall be approved at an AGM.
- 8.2.4 The Council shall cause books of accounts to be kept in respect of:
- (a) All sums of money received and expended by The Council and the matters in respect of which such receipts and expenditures took place.
 - (b) All sales and purchase of goods, if any, of the Institute.
 - (c) The assets and liabilities of the Institute.
- 8.2.5 With the exception of funding raised for the purpose from sponsorship, Institute monies must not be used to fund social events, save in the exceptional circumstances for which section 8.2.6 provides.

CONSTITUTION OF THE IRISH INSTITUTE OF MASTER MARINERS

- 8.2.6 An unforeseen shortfall in the funding of an approved social event, organized in the name of the Institute, may be met from Institute funds, subject to unanimous Council approval.
- 8.2.7 The books of account and the account shall be kept at such place as The Council thinks fit and shall always be open to inspection by the members of The Council.
- 8.3 Cheques shall be issued above the signatures of the Honorary Treasurer and one other member appointed by The Council. All payments shall be by cheque. No cheque shall be made payable to cash.
- 8.4 At no time shall the accounts of the Institute be in a debit situation for more than one month without the approval of The Council.
- 8.5 The Council with the approval of the AGM or an EGM called for that purpose, may establish and administer a fund to promote the aims of the Institute and any other purpose the Institute may deem appropriate. For the purpose of this fund, it may arrange for bank overdraft facilities or borrow monies.
- 8.6 Travel expenses incurred by members attending an AGM or EGM shall not be the responsibility of the Institute.
- 8.7 A statement of accounts showing vouchers for receipts and expenditures shall be presented by the Honorary Treasurer, and additionally co-signed by one ordinary member, to the AGM for approval. A copy of the statement shall be supplied to members attending.
- 8.7.1 The AGM may appoint an Honorary Auditor. The Honorary Auditor need not be a member of the Institute but cannot be a member of The Council.
- 8.8 The Council may allocate monies to Local Branches. The level of monies so allocated will be in proportion to the number of members in good standing affiliated to the Branch. Monies so allocated may not be used to fund social events.
- 8.9 The Council may authorise additional funding to a Local Branch, a sub-committee or an individual member for a particular purpose. If such funding is so authorised, it must be laid before the next AGM for ratification.
- 8.9.1 Local Branches may raise or accept additional funding with the prior approval of The Council.
- 8.10 The Secretary/Treasurer of a Local Branch will prepare a statement of account of all monies allocated to it by The Council and submit such statement to the Honorary Treasurer of the Institute within one month prior to an AGM.

9 AMENDMENTS TO THE CONSTITUTION

- 9.1 This Constitution will take effect from the 12th November 2011.
- 9.2 No resolution to alter, add to or delete from this Constitution in whole or in part may be adopted unless prior notice has been circulated to all members. Like notification posted on the Institute's website shall satisfy this requirement.
- 9.3 Resolutions to amend this constitution shall only be adopted when:
- a) The resolution has been approved by a two thirds majority of the members who have voted at an AGM or an EGM called for that purpose;
 - b) The result of the ballot has been communicated to all members by a suitable notification posted on the Institute's website for not less than three calendar months.