

International Institute of Marine Surveying Constitution

Article 1. Formation and Registered Office

The International Institute of Marine Surveying Ltd (IIMS Ltd) is formed under the regulations of a Company Limited by Guarantee under English Law. The Registered Office is established as published by the Institute.

IIMS Ltd will establish The International Institute of Marine Surveying (IIMS) (The Institute).

Article 2. Aims of the Institute

The International Institute of Marine Surveying is an independent, non-political organisation. The aims of the Institute are:

To promote professionalism and the advancement of knowledge in the profession of Marine Surveying, which the Institute defines as being, 'the service provided to maritime and transport organisations in general and the production of guidance reports for all other bodies connected with maritime operations or maritime trade'

To maintain high professional standards decreed in a Code of Conduct and to verify the competence of those seeking to become members of the Institute

To seek recognition by Government Organisations, Coastguards, the International Maritime Organisation, licensed marine underwriters, insurance companies, ship owners and marine lawyers

To maintain the highest standards by members of the Institute. Any member who fails to meet and/r maintain these standards or whose conduct or competence casts discredit on the Institute may be excluded from the Institute

To confer professional status on those who contribute to and encourage safety, professionalism and unity amongst those concerned with the Shipment of Cargo, Marine Surveying, Marine Superintendency and Marine Consulting

To bring together experts whose specialised knowledge and practical expertise will enhance the reputation of Marine Surveyors and Marine Consultants

To organise and evaluate the training of future Marine Surveyors

The advancement of the reputation of international Marine Surveying and its associated aspects by means of regular publications and public meetings

Article 3. Structure of the Institute

The Institute will be structured in this manner:

An elected Executive Board. (The Executive) will decide on policy and direction on behalf of the members. (See Article 6)

The Institute will be headed by a President and supported by a Vice-President and Junior Vice President, all elected by the full members of the Institute (see Article 7). The Institute will have a series of Working Groups and Committees working through the Executive Board.

The Institute will be managed on a day-to day-basis by a Chief Executive (See Article 8).

Membership of the Institute is open to:

Qualified Mariners, Surveyors and other Marine Consultants from any country in the world.

Qualified individuals from any country in the world having either service on board a ship or appropriate land based expertise.

Individuals whose knowledge and experience is beneficial to the Institute.

Legal Corporations involved in the maritime sector whose membership will contribute to the aims and objectives of the Institute.

Membership:

The membership is made up of Honorary, Fellow, Full, Associate, Technician, Graduate, Student, Supporting and Corporate Supporting members. Applications for membership or membership upgrades shall be reviewed by a Professional Assessment Committee before acceptance. In order to become an active or an associate member individuals must have minimum qualifications and/or experience as defined in the Application Guideline Document.

A full listing of membership grades and their criteria are listed on the IIMS website at www.iims.org.uk/join.asp under the membership banner, or from the IIMS Head Office, Membership Administrator.

Article 4. Termination of Membership

Membership is terminated by:

A written resignation addressed to the CEO. A resigning member is liable for any overdue subscription and also that of the current year.

Removal for non-payment of the subscriptions as laid down in the Institute's Rules.

By expulsion for professional misconduct or other conduct likely to be detrimental to the Institute's good name and best interests or that of its members, as decided by the Disciplinary Quorum. The decision is subject to appeal and confirmation by the Executive as detailed in the Institute's Disciplinary Procedure.

By death.

Article 5. Subscriptions

The Annual Subscription is payable on the 1st January of each year and must be paid within 90 days. The Executive fixes the subscription fee. Members who do not pay within 90 days will be suspended from membership and if the subscription is not paid, within a further 90 days will have their membership and benefits revoked by the Executive. Membership of the Institute is subject to a non-returnable Joining Fee as fixed by the Professional Assessment Committee (PAC).

Article 6. Executive Board

The Executive Board is made up of The President, Vice President, Junior Vice President and sufficient elected members to carry out the responsibilities of the board. The membership of the Executive Board must reflect the International status of the Institute. Regional Directors will be co-opted onto the Executive Board as corresponding members, with a requirement to attend one meeting per year.

At least fifty percent of the members of the Executive Board must have a marine background, (eg. MM and Cert MEng)

Executive Board Members may stand for a maximum period of five years and must stand down. Members may apply for election or re-election to the Executive Board when a position becomes available.

The Executive Board reserves the right to co-opt members with specialist skills onto the Board as appropriate with ratification taking place at the next AGM.

The members grant the Executive Board the right to register and manage Limited companies when a need is identified. Directors for all Limited companies will come from within the Executive Board.

The members grant the Executive Board members the right to negotiate any possible affiliation, acquisition or merger of the Institute with any other "Professional Society or Organisation", subject to ratification by the members either at the next AGM or a meeting called for such purposes.

Article 7. President, Senior Vice President and Junior Vice President

The President, Senior Vice President and Junior Vice President are chosen from the Full Members only and are elected for a period of two years in each position.

Elections will take place every two years at the AGM and each position must be proposed and seconded and voted upon by Full Members only. The Senior Vice President will succeed to the Presidency and the Junior Vice President to the senior position with a new Junior Vice President being elected.

The President represents the Institute in all aspects of public life. He presides over the General Meeting and the Executive. However, the President is at liberty to partially delegate his powers to the Vice President, Junior Vice President, members of the Executive and/or the Administration Office as appropriate.

In the case of the resignation of the President or unforeseen circumstances i.e. serious illness, the Senior Vice President, shall call a meeting of the Executive to confirm his election as Interim President, he shall replace the President.

In the case of the resignation of the Vice President or unforeseen circumstances i.e. serious illness, the duties of the Vice President shall be undertaken by the Junior Vice President, or the Immediate Past President, until at such time that a new Vice-President can be proposed and elected at the next available AGM or EGM.

The Vice President and Junior Vice President must have served for at least 1 year on the IIMS Executive Board before standing for election.

In circumstances whereby the President, Senior Vice President and Junior Vice President resign or cannot undertake their duties due to unforeseen circumstances i.e. death. An extraordinary general meeting shall be called to propose and elect replacements.

Article 8. Administrative Office

The Administrative Office is managed by the Chief Executive Officer (CEO) and reports to the Executive Board . The CEO is an employee of the Institute and implements the policy of the Institute within the powers delegated by the Executive.

The CEO acts as Company Secretary preparing an annual report including accounts, summarising the activities of the Institute during the past year, a business plan for the coming year and a budget for presentation at the AGM.

Article 9. Annual General Meeting

The Institute shall meet once a year in ordinary session (Annual General Meeting) as convened by the Executive and Executive Board. Members of the Institute are normally called to attend with at least one months' notification. The convening notification must include the Agenda.

The AGM is open to all members who are up to date with their subscriptions. Only Full Members may vote on matters concerning the Institute. Any Member up to date with his/her subscriptions may give a mandate to another Full Member up to date with his/her subscriptions. The mandate must be in writing. Postal voting will be allowed.

The AGM receives the President's Report, the Annual Report and the Budget presented by the Chief Executive. The meeting also receives the audited accounts of the immediate previous accounting period, appoints the Auditors for the year and provides for the election of the President, Vice President and Members of the Executive and Executive Boards.

The meeting reaches decisions on the issues raised in the Agenda.

The members may call for an extraordinary meeting of the Institute when twenty-five Full Members sign a declaration stating the reasons for the request and forward it to the President. The President will then call for a meeting of members in line with the procedures for calling the AGM.

Article 10. Dissolution of the Institute

The Institute can only be dissolved by a decision taken by a three quarter, majority of those present or represented members, by an Extraordinary General Meeting convened for this purpose.

Notification of this meeting must be made individually. At the same time that the General Meeting pronounces the dissolution by a majority of present or represented members, it designates two liquidators who are responsible for the liquidation of the property of the Institute.

The funds representing the net assets of the Institute at its dissolution must be allocated to one or more charitable organisations for the welfare of mariners decided at the meeting by the majority of its present or represented members.

Article 11. Internal Regulations

Internal Regulations are designed to ensure the application of these statutes. They can be cancelled or amended by the Executive by quorum.

Article 12. Legal Formalities

The Directors of the Institute are responsible for the implementation of all these formalities laid down in the regulations provided under English Law. These statutes are to be brought to the attention of all the members. They will be recorded in the Minutes of the Annual General Meeting.

Article 13. Transitional Clauses

None.