

# **INTERNATIONAL SUBMARINE ASSOCIATION**

The name of the organisation shall be

## **‘INTERNATIONAL SUBMARINERS ASSOCIATION’ [GREAT BRITAIN]**

Herein after called ISA [GB], Headquarters to be at the present Secretary’s address.

### **AIMS OF THE ASSOCIATION**

- a. To perpetuate the memory of submariners who have died in the service of their country.
- b. To encourage social activities which promote comradeship among our members and Submariners worldwide.
- c. To raise funds in such a manner and such conditions as the Executive Committee may think fit.
- d. To invest all moneys belonging to the Association and not for the time being required for any of its objectives in any investments that may seem advantageous to the Association.

1. The ISA (GB) insignia will be



1.A. The ISA [GB] insignia and letter heading is for official correspondence and is only to be used by the President, Chairman, Secretary, Treasurer, Welfare Secretary, or in special circumstances other persons authorised by the above.

2. The objects of the ISA (GB) will be ‘to foster friendship and goodwill internationally, remembering always our belief in the freedom of thoughts, words and deeds. Every member shall remain loyal to his Sovereign and country at all times’. It is requested that politics and religion shall not be discussed in this Association.

## MEMBERSHIP

3.A. All membership into the ISA (GB) is open to ex-Submariners and serving Submariners of any nation (subject to clause 3.D.).

3.B. The Executive Committee shall have the power to reject any application for membership and shall give a reason for rejection in writing to the applicant, other than in any exceptional case where the Executive Committee determines that to do so would be inappropriate.

3.C. All members shall be provided with a copy of the Constitution. The attention of the member shall, in particular, be drawn to articles defining the Objects of the Association, and rules specifying the rights, limitations and duties of members.

3.D. The criteria for membership to the ISA (GB) are to have successfully completed Submarine Training both onshore and at sea and to have been awarded “Submarine Qualification”.

3.E. If at any time after acceptance of membership, statements made on the application form or supporting documents are found to be materially false or misleading, the Executive Committee may direct that persons membership to be null and void, and all membership fees forfeited to the Association. An appeal may be made to the Executive Committee under the procedure as specified in Rule 14.B.

3.F. Applications for membership from persons known to have been expelled from another Association shall not be accepted. If, after acceptance, knowledge of such an expulsion is obtained the membership shall be regarded as null and void, and all membership fees forfeit to the Association. The membership may however pass a resolution, recommended by the Executive Committee that such an expelled person may be allowed to rejoin the Association. An appeal may be made to the Executive Committee under the procedure as specified in Rule 14.B.

3.G.1. A member may be advised or warned about his conduct by the Executive Committee. Such warnings shall be recorded in the minutes, but not promulgated further unless subsequent conduct results in a recommendation for suspension or expulsion.

3.G.2. Any member may be expelled or suspended for a specified period provided that he shall be given 21 days notice of the meeting at which such action is to be considered, and shall have the right to attend and address the meeting. Such member may appeal against suspension or expulsion to the Executive Committee, which must be lodged with the Executive Committee within 14 days of the decision of the meeting.

3.G.3. Subject to the right to appeal, a member who is expelled ceases to be a Member of the Association from the date of the decision of the meeting. If an appeal is lodged the Member shall be regarded as a member until the appeal is decided. A member awaiting appeal shall be suspended from any meetings.

3.G.4. In the event of an appeal to the Executive Committee under Rule 14.B. the Secretary shall establish the main facts and report them to 3 Arbitrators selected by him. No arbitrator shall have been directly involved in the incident or previous decisions concerning them. The arbitrators report shall be placed before the Executive Committee.

#### RESIGNATIONS

4. All resignations shall be made in writing to the Secretary.

#### OFFICERS

5.A. The officers of the ISA [GB] shall serve in an honorary capacity and these Officers shall constitute the Executive Committee.

#### PRESIDENT

#### VICE PRESIDENT

#### CHAIRMAN

#### VICE CHAIRMAN

#### TREASURER

#### SECRETARY

5.B. Officers shall be elected or re-elected at three yearly intervals. Should no nomination be received for any particular office or offices, the retiring officer/s, if willing, shall continue in office.

5.C. Committee members shall be elected or re-elected at two yearly intervals on a 50% rotation basis. Should no nominations be received for new committee members, the retiring committee member, if willing, shall continue to serve on the committee.

5.D. In the event of an Executive Officers position not being filled by a member – a non-member may be asked to fill this position, but only until a full member [3.D.] is available and willing to take up the position. No non-member has the right to serve a three-year term of office. Any non-member taking up a position of officer at the invitation of the membership of the Executive Committee shall be called an “Acting Officer”.

#### MANAGEMENT

6.A. Management of the ISA [GB] shall be vested in the Executive Committee who shall have the power to act on behalf of the ISA [GB].

6.A.1. The Executive Committee shall meet not less than 3 times a year.

6.A.2. No member may be proposed or elected to the Executive Committee or any other Association Committee unless he has been a member for not less than one year.

6.A.3. Members elected to the Executive Committee shall hold office from the date of the AGM that elected them to the date of the AGM in the third year thereafter. After that period they shall be eligible for re-election under similar circumstances. Nominations for

the Officers to the Executive Committee and committee members shall be sent to the Secretary no more than 28 days and no fewer than 14 days before the date of the AGM, and the nominations shall include a statement of the candidate's willingness to serve. A voting form with these details shall be enclosed with the Agenda for the AGM. Votes shall be cast by members present at the AGM.

6.A.4. A person shall cease to be an Executive Officer or Committee Member if: -

- a. He ceases to be a member of the Association.
- b. He resigns his office in writing to the Executive Committee.
- c. He is removed by a two-thirds majority of the Executive Committee in respect of a motion for such removal at an AGM.
- d. The Executive Committee resolves that he has become incapable by reason of:
  - (i) Mental incapacity
  - (ii) Consistently failing to attend meetings of the Executive Committee.

A member who is expelled from the Executive Committee pursuant to (i) and (ii) above shall have the right to appeal to a Special Appeal Tribunal, which shall consist of the President (who shall preside) and three other Executive Committee members nominated by him.

6.A.5. The Executive Committee shall have the following powers

- a. To reject an application for membership.
- b. After due investigation, to suspend a member from the Association pursuant to Rule 3.
- c. To investigate the affairs of any sub-committee, or any other person appointed (or who has volunteered) when in their opinion such a course appears to be necessary, or upon a request to do so pursuant to a resolution passed by two-thirds of members at a meeting held for that purpose.
- d. To suspend officers for failure to produce an audited balance sheet upon reasonable demand, or for continual non-compliance with the rules.
- e. To take action to administer the Association funds on behalf of the Association, during the suspension of said member/officer until reinstatement or appointment of a new officer.
- f. To co-opt as temporary members of the Executive Committee, not more than two members of the committee.
- g. To disband the Association, if, in its opinion and after full investigation, such a course appears necessary in the best interests of the Association.
- h. To recommend to an AGM such changes in the organisation as may be necessary in the best interest of the Association.
- i. To recommend the rate of Annual Subscriptions in accordance with Rule 11.B.
- j. To negotiate terms with outside agency's as deemed necessary in the best interest of the Association.

6.B. The General Committee shall consist of:

1. The Executive Committee.
2. Membership Secretary, Welfare Officer, Ladies Representative plus 5 members including one serving member representing a cross section of the membership.
3. Additional members who may be co-opted by the General Committee, at any time, as they deem necessary.

6.C. Any member of the Executive Committee wishing to resign must submit his resignation in writing to the Chairman.

6.D. All Committee Members, except the President, will be deemed to have resigned if they have not attended three consecutive meetings without notification of absence in writing to the Secretary.

6.E. Any matter discussed, voted and defeated at a Committee Meeting will not be allowed to be brought up again in committee within four months of said defeat.

#### OTHER COMMITTEES

7.A. The Executive Committee shall have the power to appoint sub-committees as may be required from time to time.

7.B. No decision of a sub-committee shall be effective until it has been submitted in writing and approved by the Executive Committee.

#### QUORUM.

8.A. The quorum for a General Meeting of the ISA (GB) shall not be less than ten of the voting membership.

8.B. The quorum for a meeting of the General Committee shall not be less than five members, which must include two Executive Committee members.

#### MEETINGS

9.A. General Meetings – three per year shall be held. All members may attend the meeting and, at the discretion of the Chairman, be allowed to speak at such meetings. Only members shall be allowed to cast votes at such meetings.

9.B. Extra-ordinary meetings may be called by the Executive Committee or at the request (Written to the Chairman) of three members of the General Committee. The Agenda for an Extra-ordinary meeting, stating the date, time, venue and nature of the business to be transacted shall be distributed no more than 28 days before and no less than 14 days before the date of that meeting.

9.C. Notice of ordinary meetings shall be at least fourteen days. Notice of extra-ordinary meetings shall be fourteen days. All notices shall be deemed to have been duly served if sent to the last known address of the member or the person for whom they are intended.

9.D. The Minute Secretary shall record the minutes of all meetings (except in exceptional circumstances, as decided by the President) and distribute copies to paid up members, apart from those members who are entitled to receive their minutes by e-mail.

9.E. The Officers and Committee members shall be sent an agenda of any meeting at least 14 days prior to the date of any meeting being called.

9.F. An AGM shall be held in every year at such time and place as the previous AGM may decide, but in no case more than 15 months shall elapse between AGM's. Notice of the date, time and place of the AGM, together with the agenda, shall be issued to all members not less than four weeks, or more than twelve weeks prior to the meeting. The purposes of the AGM are

- a. To confirm the minutes of the previous AGM
- b. To receive audited accounts
- c. To receive annual reports
- d. To elect new officers and committee
- e. To consider such business and motions as may be recommended by the Executive Committee
- f. To consider motions by members which shall have been notified to the Secretary at least seven days before the meeting.

9.G. The minutes shall be scrutinised by an Executive Officer prior to distribution to the membership.

9.H. The Executive Committee may call an EGM at any time to consider any matter of sufficient importance to justify an EGM of the Association. The Executive Committee shall fix the date for an EGM, the Secretary shall arrange time and place thereof and prepare an agenda. At least 14 days notice of such an EGM (specifying the matter to be discussed) shall be sent to all members of the Executive Committee and Committee members. The only matter to be discussed at an EGM of the Association shall be that specified in the notice calling the meeting.

## VOTING

10.A. Voting shall normally be by a show of hands and need not be counted if the Chairman rules that there is an overwhelming vote "for" or "against". However, any member may ask that the votes be counted and recorded. Such action shall then be taken. In a recorded vote each member present is entitled to one vote on all matters put to the meeting. It is permissible to abstain from voting and the scrutineer shall record the number of votes cast "for", "against" and abstentions. Any member may request that the any vote be taken by secret ballot. Such action shall then be taken. The Chairman shall only vote should a casting vote be necessary.

10.B. The eligibility of those wishing to vote for Committee and Officers is solely dependent on their membership and attendance at the meeting where voting is taking place.

10.C. Voting forms for the election of Officers shall be distributed to all paid up members, no more than 60 days and no fewer than 30 days before the date when the elections shall take place.

10.D. Subject to Rule 10.E., in order to carry any motion, proposal or recommendation at an AGM, it shall be necessary for at least two-thirds of the votes cast to be in favour of the motion, proposal or recommendation being voted on.

10.E. For the election of officers, the member receiving the highest number of votes cast shall be duly elected.

10.F. The Chairman may appoint stewards as necessary and specify their duties as required for the proper control of meetings, EGM's and AGM's.

#### FINANCE

11.A. The financial year shall run from 1<sup>st</sup> April to 31<sup>st</sup> March of the following year.

11.B. All members shall be required to pay such fees, as the ISA (GB), on the recommendation of the Executive Committee, shall decide upon.

11.C. Association subscriptions shall become payable immediately on joining. Members joining after June 30<sup>th</sup> in any year shall be required to pay half the annual rate of that year. Annual subscriptions shall become payable in advance of January 1<sup>st</sup> each year, but if not paid on that date may be paid up to March 31<sup>st</sup> each year without affecting continuity or qualification as a member of the Association. A former member may be re-admitted at the discretion of the Executive Committee on payment of all subscriptions in arrears. Such arrears may be waived at the discretion of the Executive Committee. The issue, or endorsement, of a membership card issued to the member, shall acknowledge all subscriptions received.

#### ACCOUNTS

12.A. An account shall be opened in the name of the ISA (GB) at a Bank to be approved by the General Committee, into which all monies received on behalf of the ISA (GB) shall be paid. Cheques for payment of all accounts shall be signed by the Treasurer and either of the two nominated members of the Executive Committee. For the furtherance of the objects of the ISA (GB), the General Committee shall authorise expenditure out of ISA (GB) funds. The Treasurer shall keep proper books of account and shall advise and report to the ISA (GB) and the General Committee at each meeting on all financial matters and shall present an audited statement of account annually.

12.B. An independent audit shall be carried out once a year prior to the AGM.

12.C. It shall be the responsibility of the outgoing Treasurer to pass on all accounts books to the incoming Treasurer. The accounts books shall not be destroyed before seven years, and then only with the agreement of the Executive Committee. Any assets of the Association will not be destroyed without the agreement of the Executive Committee.

12.D. The full Executive Committee shall control all assets of the Association. If Association assets become broken, damaged or worn out it shall be the decision of the Executive Committee to dispose of such assets, as they shall see fit. It shall not be sufficient for any one person to make a decision to dispose of any asset belonging to the Association. If the Executive Committee feels it necessary, an investigation into how and why Association assets need to be disposed of may be convened.

12.E. Purchases made on behalf of the Association shall be at the discretion of at least two-thirds of the Executive Committee.

12.F. Expenses claims will be submitted to the Treasurer. Expenses claims must show a full breakdown of monies claimed, naming date, source and amount, with receipts.

12.G. The working funds of the Association may be derived from subscriptions, gifts, donations, sales to members and entertainment.

#### ALTERATIONS TO THE CONSTITUTION

13.A. Alterations or additions to the constitution may only be made by a formally proposed and seconded resolution, forwarded to the Secretary in writing, at least twenty eight days before the AGM or extra-ordinary general meeting at which the resolution is to be brought forward. Any proposal for revoking, amending or adding to the provisions of the Constitution shall be submitted at the AGM or EGM duly convened for the Purpose.

13.B. The Secretary shall publish such proposed amendments on the agenda for that meeting. Any such alterations must be supported by a majority of the members present.

13.C. Amendments to motions shall be forwarded in writing so as to arrive no later than 7 days before the day of the AGM. Amendments to motions may also be proposed during the course of the discussion of a motion.

13.D. A motion shall not be discussed or put to the AGM until a member of the Association has seconded it.

13.E. The Proposer may withdraw a motion at any time before it is moved and seconded.

13.F. Once a motion has been moved and seconded it may be withdrawn by the Proposer only with the consent of those present at the AGM. Such consent shall be ascertained without debate and no member shall speak upon it after consent for withdrawal has been given.

13.G. When an amendment to a motion is moved and seconded, no further amendment shall be moved until the previous one has been disposed of, although it will be in order for an amendment to the amendment then under discussion to be moved and, if seconded, discussed. No member shall propose or second more than one amendment to any one motion.

13.H. No delegate except the Proposer shall speak more than once on the same motion or amendment. The Proposer may exercise a right to reply, confining the reply to answering previous speakers and not introducing any new matter. He may exercise the right either before the first amendment is put to the vote, or before the final motion is put to the vote.

13.I. Unless prevented by physical disability, members shall stand when speaking and shall address the chair. They shall preface this statement by announcing their name.

13.J. Whenever the Chairman rises during a debate, any member speaking or offering to speak shall remain silent until given permission to speak by the Chairman.

13.K. All speeches shall be directly relevant to the motion or amendment under discussion.

13.L. The Proposer of a motion or an amendment shall be allowed to speak for 5 minutes. The Seconder, succeeding speakers and the Proposer in his reply shall each be allowed to speak for 3 minutes.

13.M. Any member at any time may move either: -

- a. That the meeting proceed to the next item of business. If seconded by another member and if the Chairman considers that sufficient debate has taken place this motion shall be put forthwith, and if carried, the original motion or amendment under discussion shall be considered dropped. Or
- b. That the question be now put. If seconded by another member and if the Chairman thinks that there has been sufficient discussion this motion shall be put forthwith, and if carried, the original motion or amendment shall be put to a vote of the members present.

13.N. Any member, whether he has spoken or not on the matter under discussion, may rise to put a point of order. The member so rising shall be heard forthwith. The ruling of the Chairman on a point of order shall be final and not open to discussion. A point of order must deal with the conduct or procedure of the debate.

#### SPECIAL POWERS

14.A. The Executive Committee shall be empowered to take such action, as they may consider desirable, in any circumstances not covered by this constitution. Such actions to be reported to the next meeting of the ISA (GB) for ratification, or if the Chairman considers it necessary to do so, to a specially convened meeting of the ISA (GB). See item 3.C.

14.B. Any member violating these rules, jeopardising the Association or fellow members, shall be suspended or expelled by the Committee, but has the right to appeal. This appeal must be lodged with the National Secretary within 14 days of the suspension or expulsion. The Executive Committee shall specify the procedure for hearing and deciding such appeals. The decision of the Executive Committee is final and where appropriate the Executive Committee will give reasons for its decision.

14.C. In matters of urgency or emergency affecting the Association, the President (or in his absence, the Vice-President) and the Chairman (or in his absence, the Vice-Chairman) are empowered to authorise the Secretary to request an immediate ruling of the entire membership by postal or e-mail referendum. The result of such referendum shall become operative thirty days after the date of the referendum.

14.D. The Executive Committee may from time to time make such rules as they shall think expedient for the management of the Association, and may from time to time add to, revoke or amend the same. Such rules shall be binding upon members unless, or until, set aside by a resolution at an AGM.

#### FUNCTIONS

15. International and internal functions shall be controlled by the Executive Committee to avoid confusion and misunderstanding.

#### LADIES SECTION

16. The purpose of the Ladies' Section is to assist the ISA (GB) in its endeavours and projects and to aid it in carrying out the purpose in its Constitution, in addition to raising funds for various charitable projects supported by the members of the ISA [GB].

#### DISPOSAL OF ASSETS

17. In the event of the Association ceasing to function, the windup clauses are: All funds and properties of the Association should be forwarded to The King George V Fund for Sailors.

#### CEREMONIAL

18.A. The Executive Committee requires all members to treat the dedicated Standard of the Association with the utmost respect and to ensure that their personal dress, bearing and conduct on ceremonial occasions are in accordance with the reputation and requirements of the Association.

18.B. Reasonable expenses shall be paid to the Standard Bearer when on duties delegated to him by the Executive Committee.

#### CORRESPONDENCE

19. All official correspondence in the name of the ISA (GB) shall be signed by the President, Chairman or Secretary. The Treasurer may sign correspondence on financial matters. The President shall sign all official correspondence to Royalty and Dignitaries.