

CONSTITUTION AND RULES

**THE LEAGUE OF ANCIENT MARINERS**

**OF**

**NEW SOUTH WALES**



FOUNDED 1903

**2017**

# **THE LEAGUE OF ANCIENT MARINERS OF NEW SOUTH WALES**



**This Constitution and its Rules are to be used for the  
Governance of the Mission and Objectives of  
The League of Ancient Mariners of New South Wales**

**No changes may be effected without a majority vote by the  
Members at an Annual General Meeting or  
An Extra Special Meeting in accordance with the  
Constitution contained herein.**

# **CONTENTS**

## **GENERAL**

<b><u>The Association's Name</u></b>	<b><u>4</u></b>
<b><u>Interpretations</u></b>	<b><u>4</u></b>

## **CONSTITUTION & RULES**

<b><u>Mission Statement</u></b>	<b><u>5</u></b>
<b><u>Objectives</u></b>	<b><u>5</u></b>
<b><u>Council</u></b>	<b><u>6</u></b>
<b><u>Election Of Council</u></b>	<b><u>7</u></b>
<b><u>Membership</u></b>	<b><u>7</u></b>
<b><u>Types of Membership</u></b>	<b><u>8</u></b>
<b><u>Membership Fee</u></b>	<b><u>9</u></b>
<b><u>Resignations</u></b>	<b><u>10</u></b>
<b><u>Meetings</u></b>	<b><u>10</u></b>
<b><u>League Logos</u></b>	<b><u>12</u></b>
<b><u>Dissolution of the League</u></b>	<b><u>13</u></b>
<b><u>ADDENDUMS</u></b>	<b><u>14</u></b>

## **GENERAL**

### **1. THE ASSOCIATION'S NAME**

The name of the association shall be hereafter "The League Of Ancient Mariners of New South Wales" and shall be referred hereafter as the "League".

### **2. INTERPRETATIONS**

In the interpretations of this Constitution, the following shall apply:-

"Constitution" means Constitution & Rules of the League of Ancient Mariners of New South Wales.

- a. 'The Annual General Meeting' means the General Meeting of the League to be held each calendar year in accordance with the Constitution.
- b. 'Financial Year' means 1<sup>st</sup> January to 31<sup>st</sup> December.
- c. 'Month' means calendar month.
- a. 'In Writing' and 'Written' includes printing, typing, emails, faxes and the like.
- b. 'Secretary' means Honorary Secretary.
- c. "Treasurer" means Honorary Treasurer.
- d. 'Executive Council' means, the Patron, President, Past President, Honorary Secretary and Honorary Treasurer.
- e. "Council" means Executive Council and Council Members elected under this Constitution.
- f. 'Roll' means Membership Roll of the League, kept in accordance with this Constitution.
- g. 'Member' means a person, who has been accepted as such by the Council in session, under the Constitution and who on payment of the prescribed fee is financial and shall include Full Members, Associate Members, Life Members and Honorary members.
- h. 'Chairperson' means a person who is presiding over a meeting of the League or Council.
- i. "Public Officer" means the President, and
- j. 'Honorary Auditor' means the appointed Auditor or Auditors at the Annual General Meeting.

# **CONSTITUTION & RULES**

## **3. MISSION STATEMENT**

To preserve the tradition of seafarers and to promote and engender camaraderie of those who served as Masters and Ships officers of the Merchant Navies of the World and the Australian and New Zealand Defence Forces who have served at sea or who through their duties or logistics have an equal affiliation with the sea.

## **4. Objectives**

The objectives of the League are:-

- a. To be a non-proprietary body and as such, all income, property and profits from the activities of the League shall be applied to the Mission and Objectives of the League.
- b. For all Members of the League and their Guests to gather together each year for a League function.
- c. From time to time hold other social functions, meetings and gatherings to perpetuate the reunion of League personnel.
- d. To raise and collect funds by Members' annual fees, raffles, donations, sales or otherwise.
- e. The assets and income of the League shall be applied solely in the furtherance of its Objectives and no portion shall be distributed directly or indirectly to the Members of the League, except as a bona fide compensation to a Member for authorised services rendered or expenses incurred on behalf of the League.
- f. To accept any gifts of property or money, to further the Objectives of the League.
- g. To maintain contact, where possible, with Members who are ill or in necessitous circumstances.
- h. To conduct any other lawful acts as may be deemed necessary for the attainment of any or all the Objectives of the League.

## **5. COUNCILS**

To give effect to the Objectives, the League shall form an Executive Council and a Council consisting of:-

### **a. Executive Council**

Patron, [*ex officio*]

President,

Immediate Past President (*ex officio*)

Honorary Secretary and

Honorary Treasurer.

### **b. Council**

Patron,

President,

Immediate Past President [*ex officio*],

Vice President,

Honorary Secretary,

Honorary Treasurer and

Five (5) Councilors

The position of President on election shall hold office for tenure of three full calendar years. The Duties of the President are attached as Addendum 1.

The position of the Immediate Past President {*ex officio*}, with tenure of three full calendar years.

Vice President on election hold office for tenure of three full calendar years.

Honorary Secretary and Honorary Treasurer on election hold office for tenure of three full calendar years. Their duties are listed in Addendums 2 & 3.

Five Council Members consisting of four Full members and one Associate Member elected for three calendar years. One may be appointed assistant to the Treasurer.

## **6. Election of Council**

Council Members, with the exception of the Patron, shall be elected from the Membership Roll with the following:

- a. Nominations are conditional upon completion of the prescribed form 'Nomination for Council', see Attachment 1, and submitted to the Secretary and received at least two (2) weeks before Annual General Meeting in March of each election year, and
- b. Nominations for Council are to be signed by two separate Full Members as Proposer and Seconder.
- c. If there is more than one nomination for a specific position, the Chairperson shall take a vote by either a show of hands or by ballot form, supplied by Secretary for such purpose.
- d. Postal votes, see Attachment 4, from Members may be accepted from those who indicate to the Secretary that they are unable to attend the Annual General Meeting.
- e. If a Council position is for whatever reason unable to be filled, the Executive Council in session may fill that position at an unspecified time during the current calendar year.

## **7. Membership**

Membership is offered to any person who fulfils the conditions of this Constitution.

Member nominations are to be submitted as follows:

- a. Membership to the League shall be conditional upon nomination on the prescribed 'Membership Nomination Form', see Attachment 2,
- b. The nomination form is to be signed by two Full Members as Proposer and Seconder and submitted to the Secretary and with payment of prescribed fee to the Treasurer,
- c. Membership approvals and acceptances shall occur at Council Meetings, and
- d. An accepted Member shall be issued with a Certificate of Membership, see Attachment 7.

## **8. Types of Membership**

There are five (5) types of Membership. They are:

### **a. Full Membership**

1. Any person who is or was a Certified Master, Deck, Engineer or Communications Officer of the Merchant Navies of the World shall be eligible for Full Membership.
2. Any person being or having been a member of the Australian or New Zealand Defence Forces, who is or was a Commanding Officer, Deck, Engineer or Communications Officer, shall be eligible for Full Membership
3. Any person having certification as Master IV or MED 1 under the USL Code, shall be eligible for Full Membership,
4. Any person as prescribed herein, upon application, acceptance and payment of the prescribed fees may be eligible to become a Full Member.

### **b. Associate Member**

1. Any person who is ineligible for Full Membership may be admitted as an Associate Member, at the discretion of the Council,
2. An Associate Member may not vote on any subject that will change the Constitution of the League. An Associate Member may, however debate and vote on matters of a social or non-policy making nature. An exception is an Associate Member elected to Council,
3. With the exception of the positions of Secretary and Treasurer an Associate Member is not eligible to be voted onto the Executive Council, and
4. An Associate Member may be eligible to on a Social Committee for any approved functions, and
5. Any person as prescribed herein, upon application, acceptance and payment of the prescribed fees, may be eligible to become an Associate Member.

### **c. Honorary Member**

1. Honorary membership may be accorded to any person by Council in Session, who it desires to recognise by such an award,
2. Honorary Membership shall have the same restrictions as that of an Associate Membership,
3. Honorary Members are not required to pay any annual membership fees,
4. Honorary Membership shall be reviewed by Council in Session, bi-annually and
5. Honorary Members are to be given the opportunity to become a Member of the League at the appropriate level of status, after two (2) years

### **d. Life Member**

1. A Member, whose services to the League have been such to deserve special recognition, may be accorded Life Membership, at the discretion of the Executive Council in session,



2. A Member who is accorded Life Membership is to be presented with a Certificate of Life Membership, see Attachment 8 signed by the President and that certificate is to be presented to the recipient at the annual League function.
3. A Member who is accorded Life Membership shall not be required to pay annual membership fees, and
4. A maximum of five (5) Life Memberships are to be maintained at any one time.

**e. Life Member with Gold Badge**

1. A Life Member whose service to the League have been such to deserve greater special recognition, may be accorded a Gold Badge to their Life Membership, at the discretion of the Executive Council in session,
2. A Life Member who has been accorded a Gold Badge is to be presented with a Gold Badge, at the annual function,
3. A member who is accorded a Gold Badge to Life Membership shall not be required to pay the annual membership fees, and
4. A maximum of five (5) Gold Badges to be maintained at any one time.

## **9. Membership Fees**

- a. Membership fees shall be an annual subscription as determined by the Council in session at the last meeting of the financial year. The fee shall be paid in advance to the League through the Treasurer.
- b. Membership fees are due and payable prior to the 31<sup>st</sup> March. Any Member who has not paid by the end of that period shall be deemed as 'In Arrears'.
- c. Members 'In Arrears' shall be deemed as un-financial until such 'In Arrear' fee or fees are paid, and
- d. Any Member who is 'In Arrear' more than three (3) years may be removed from the Roll at the Council's discretion. Any relevant information removed is to stored by Treasurer in the League archive for at least two years.

## **10. Resignations**

- a. A Member may resign their membership at any time. A resignation must be given in writing, before the Treasurer removes the Members details from the Roll. Resignations can be published on the web site or in the newsletter.
- b. Any resignation received by Secretary is to be acknowledged in writing and forwarded to the last known address of the Member,
- c. A register is to be maintained listing all the current details of the resigned Member, and
- d. Subject to Council consideration, a member who has resigned and wishing to re-join may be reinstated; providing all 'In Arrear' fees and any nominated administrative charges are met by that person, or a lesser sum as directed by the Executive Council in session.

## **11. Meetings**

### **a. Annual General Meeting**

1. The Annual General Meeting shall be held during the Month of March or as close as possible, on a date, time and venue determined by the Executive Council in session,
2. Members shall be given at least fourteen (14) days notice of such a meeting.
3. The notice of meeting shall include the date, time, venue, agenda and any other relevant information,
4. Accidental omission to give notice to or the non receipt of a notice to a Member shall not invalidate such a meeting,
5. A quorum for Annual General Meeting shall be five per cent or fifteen [15] Members, whichever is the least, however, if a quorum is not present within fifteen minutes of the stated starting time for the meeting, the Chairperson, after a show of hands, may deem those Members present to be a quorum and the meeting may commence,
6. The President shall preside as the Chairperson. In the absence of the President, a Vice President or in their absence a Councillor nominated by the President shall preside,
7. A Notice of Motion is to be forwarded in writing to the Secretary at least twenty-eight [28] days prior to the meeting,
8. Voting at a meeting may be by either a show of hands or by a ballot form. A ballot form is to be supplied by the Secretary for such a purpose, see Ballot Form Attachment 3,
9. Each financial Member is entitled to one vote. Un-financial Members may not vote at an Annual General Meeting but may attend an Annual General Meeting,
10. Postal votes may be used to vote on Motions listed for action at the Annual General Meeting at the discretion of the Executive Council, see Postal Vote, Attachment 4,
11. The Secretary shall arrange for minutes to be recorded and assemble the required documentation as listed:
  - a. Record attendees, apologies and conflicts of interest,
  - b. Names of those Members present at the meeting,
  - c. The tabling of applicable Correspondence, In and Out,
  - d. The tabling of the Annual Balance Sheet,
  - e. The tabling of the President's Report,
  - f. Tabling of Honorary Auditors Report,
  - g. All appointments of Officers, and
  - h. Resolutions and proceedings of the meeting.
12. The order of business shall be:
  - a. Open meeting, record attendees, apologies and conflicts of interest
  - b. Confirmation of the minutes of the previous Annual General Meeting, Tabling of reports from any sub-committee,
  - c. Tabling of a signed Profit & Loss report detailing the income and expenditure for the year: a Balance Sheet detailing Current and Non Current Assets: Current and Non Current Liabilities, signed by the President and Treasurer,

- d. Table a signed and dated President's Financial Statement, detailing the financial capacity of the League to pay future debts, see Attachment 5,
- e. Table the Honorary Auditors Certificate, see Attachment 6,
- f. Elect the Executive Council and Council Members as required by the Constitution,
- g. Appoint an Honorary Auditor or Auditors as deemed necessary by the meeting Members. The Duties of the Honorary Auditor is attached as Addendum4,
- h. Review the League's Non Income Status,
- i. Deal with any other business of which notice has been given,
- j. Deal with any other business, of which notice has not been given, if meeting Members approve such business, and
- k. Set the time, date and venue for next Annual General Meeting.

**b. Council Meetings**

1. Council Meetings shall be held at the discretion of the President at a venue agreed upon by the Executive Council, for the administrative management of the League. The notice of such meeting is to be fourteen (14) days in advance. The President is to convene at least three Council meetings each calendar year.
2. The Secretary shall record such meetings as detailed.
  - a. Names of those Council Members present at the meeting,
  - b. The tabling of pertinent Correspondence In and Out,
  - c. Tabling of any reports and
  - d. Proceedings and Resolutions at the meeting.

**c. Extra-Ordinary Meetings**

1. All other membership meetings other than the Annual General Meeting and Council Meetings shall be known as Extra-Ordinary Meetings. The date, time and place of all such meetings shall be determined by the Executive Council. The notice for such a meeting is to be made to all Members fourteen (14) days in advance.
2. An Extra-ordinary Meeting is only to be called to examine and vote on important issues affecting the Mission and Objectives of the League. They are not to be convened for frivolous matters.
3. The Secretary shall arrange for minutes to be recorded of the meeting, for:
  - a. Names of those Members present at the meeting,
  - b. The tabling of pertinent correspondence In and Out, and
  - c. Proceedings and Resolutions of the Extra-Ordinary Meeting.

## **12. League Logos**

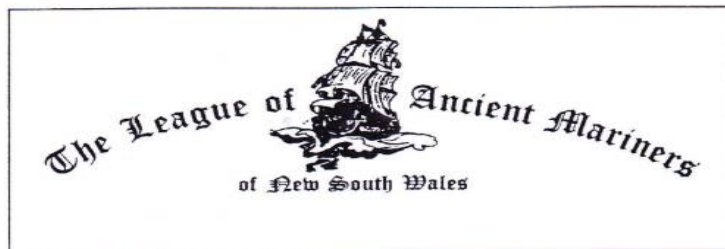
The displayed three Logos are the intellectual property of the League and may not be used by any person or organisation without approval of the President.



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## **13. Dissolution of the League**

- a. In the event of the League being dissolved, monies that remain after the satisfaction of all debts and liabilities are to be transferred to another organisation with a similar purpose, which was not formed for the profit or gain of its individual members.
- b. Dissolution of the League shall be determined by its Members at an Extra-Ordinary Meeting.

## **ADDENDUM TO THE CONSTITUTION & RULES**

**Addendum 1. Duties of the President.**

**Addendum 2. Duties of the Secretary.**

**Addendum 3. Duties of the Treasurer.**

**Addendum 4. Duties of Honorary Auditor.**

## **ATTACHMENTS TO THE CONSTITUTION & RULES**

**Attachment 1. Nomination for Council**

**Attachment 2. Membership Nomination Form.**

**Attachment 3. Ballot Form**

**Attachment 4. Postal Vote.**

**Attachment 5. President's Statement.**

**Attachment 6. Independent Audit Report.**

**Attachment 7. Certificate of Membership.**

**Attachment 8. Certificate of Life Membership.**

## **Addendum 1**

### **DUTIES OF THE PRESIDENT**

The President is the Public Officer of the League.

The President shall preside as the Chairperson at all League's Meetings.

In the absence of the President, the Vice President or in their absence, a Councillor nominated to the Secretary by the President, shall preside.

The President may, if required, nominate any Member of the Council to chair a meeting, at the Annual General Meeting.

At the Annual General Meeting table a signed and dated President's Financial Statement, detailing the financial capacity of the League to pay its future debts.

At the Annual General Meeting table a signed Profit & Loss Report detailing the income and expenditure for the year; a Balance Sheet detailing Current and Non Current Assets; Current and Non Current Liabilities.

Convene an Annual General Meeting and at least three Council meetings each financial year, setting the date, time and venue.

Give final approval for the use of any League Logos by outside agencies.

The President shall from time to time check the League financial documents.

## **Addendum 2**

### **DUTIES OF THE SECRETARY**

Receive Nomination Forms for Memberships.

Receive Nomination Forms for Council positions.

Notify members of Annual; General Meetings and Extra-Ordinary meetings.

Notify Council Members of Council Meetings.

Receive motions for Annual general Meetings and Extra-Ordinary Meetings.

Receive and record postal votes.

Record and produce minutes of all meetings held.

Book venues for meetings.

Keep and maintain a register for Correspondence In & Out.

Keep and maintain a register for Life Members and indicate with an \* those Life Members who are deceased.

Maintain a register of Members who have 'Crossed the Bar'.

### **Addendum 3**

#### **DUTIES OF THE TREASURER**

Keep a register of all Members. The register shall include:-

- a. Name
- b. Mailing Address,
- c. Qualifications,
- d. Year Born,
- e. Contact Phone Numbers,
- f. Email Address,
- g. Date Membership Granted,
- h. Date Membership Fees were received, and
- i. Any other pertinent information of the member.

Ensure that the League has a Current Australian Business Number (ABN) and ensure it appears on all Orders, Invoices, Receipts and commercial correspondence.

Issue cheques for payment of services or goods for the League on receipt of a Tax invoice enfaced with a ABN.

Maintain a register for payment of services for invoices that do not display an ABN.

Maintain a Debtor and Creditors List.

Maintain a Record of Withheld Payments consisting of suppliers without an ABN.

Maintain a Bank Account for Members Fees and monies.

Maintain the below listed financial documents, by manual or electronic means for;

- a. Cash Book,

- b. Tax Invoices.
- c. Receipt Books for Cash Transactions,
- d. Deposit Book,
- e. Cheque Book, and
- f. League Bank Statements.

Reconcile the Cash Book on receipt of each bank statement for the League account.

Responsible for the maintenance, serviceability and security of all Non Current Assets of the League.

Maintain a register of all Non Current Assets.

Responsible for the accounting of all Non Current Assets and to prepare stock take lists.

Maintain a record of loans of Non Current Assets to outside sources, detailing the date of issue and date returned and other relevant information.

## **Addendum 4**

### **DUTIES OF THE HONORARY AUDITOR**

At the end of the calendar year the Honorary Auditor is to take a random sample of the below listed financial documents prior to the submission of the Annual Profit and Loss Account and Balance Sheet for the AGM.

Ensure that all monies have been correctly receipted and all known debts have been paid.

Documents to be audited;

- a. Cash Book,
- b. Deposit Book,
- c. Paid Invoices,
- d. Cheque Book, and
- e. Bank Statements

The Auditor may, if required or is requested by the President, conduct a 100% audit of all financial documents in regard to current Annual Balance sheet.

The Honorary Auditor shall on completion of the audit, issue an Independent Audit Statement (see Attachment 6). The statement is to cover the scope of the audit and the opinion of the Honorary Auditor of the financial status of the League.



## **INDEPENDENT AUDIT REPORT**

### **Scope.**

I have audited the Financial Statements of **The League of Ancient Mariners of N.S.W.** for the financial year ending **31st December 2017**, consisting of the **Balance Sheet** and the **Profit and Loss Account** with their supporting documentation. The Secretary/Treasurer is responsible for the preparation and presentation of the financial statements and the information contained therein. I have conducted an independent audit of these financial statements in order to express an opinion on them to the Council and Members of the League in accordance with **Australian Accounting Standard AASB 2010-2 and Corporations Regulations 2001**.

My audit has been conducted to provide a reasonable assurance as to whether the financial statements are free of material mis-statement. My procedure included examination, on a test basis, evidence supporting the amounts and other disclosures in the financial statements, and the evaluation of accounting policies and significant accounting estimates. These procedure have been undertaken to form an opinion as to whether, the financial statements are presented so as to present a view, which is consistent with my understanding of the League's financial position, the result of its operations and its cash flow.

The audit opinion expressed in this report has been formed on the above basis.

### **Audit Opinion.**

In my opinion, the Financial Statements of **The League of Ancient Mariners - NSW** are correctly and properly drawn up so as to give a true and fair view of:

1. The League's State of Affairs as at 31 December 2017,
2. Its profit and cash flow for the same period, and
3. In accordance with Australian Accounting Standard AASB 2010-2 and other mandatory reporting requirements.

..... Lt Col RAEME Rtd.

(K C TUNBRIDGE)

February, 2018

### **Auditor Declaration**

I, Lt Col K C Tunbridge RAEME Rtd., Sole Auditor declare that there have been;

- (i) No contraventions of the auditor independence requirements of the Corporations Act in relation to this audit, and
- (ii) No contraventions of any applicable code of professional conduct in relation to this audit.

..... Lt Col RAEME Rtd.

(K C TUNBRIDGE)

February, 2018

**PRESIDENT STATEMENT**

In the opinion of the President of The League of Ancient Mariners of New South Wales:

- a. The financial statements are drawn up as to give a true and fair view of the results and cash flows for the Financial Year 2017, and the State of Affairs for 2017,
- b. At the date of this statement, there are reasonable grounds to believe that the League shall be able to pay its debts as and when they fall due, and
- c. The financial statements have been made out in accordance with Australian Accounting Standards (AASB-2) and the Corporation Regulations 2001.

..... President  
(Captain M.Doyle AAM ) February, 2018