
The Singapore Nautical Institute



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CONSTITUTION

This Institute shall be known as the Singapore Nautical Institute.

The Institute's place of business shall be at 50 Jalan Sultan, #24-03 Jalan Sultan Centre, Singapore 0719, or at any other suitable premises to be determined by the Council from time to time provided that prior approval of the Registrar of Societies shall be obtained for and change of address.

OBJECTS

1. The objects of "The Singapore Nautical Institute" shall be to promote and co-ordinate in the public interest the development of nautical science in all its branches and to:
 - 1.1 Encourage and promote a higher standard of qualifications, competence and knowledge among those in control of seagoing craft including non-displacement craft.
 - 1.2 Facilitate the exchange and publication of information and ideas on nautical science, to encourage research therein and to publish the results thereof.
 - 1.3 Establish and maintain appropriate educational and professional standards of membership.
 - 1.4 Promote and maintain the standard of professionalism of its members.
 - 1.5 Co-operate with any appropriate Government Departments and other competent bodies or authorities; and with universities and other educational institutes and authorities in the furtherance of education and training in nautical science and practice.

MEMBERS

2. There shall be seven classes of members in the Institute, namely:

Fellows, Members, Honorary Members, Associate Members, Student Members, Corporate Members and Associates;

who shall collectively be referred to hereafter as "members".

THE COUNCIL

3. **Any member of the Institute who is either a Fellow or Member is eligible to be elected to, vote at or serve on the Council.**
4. The Council shall consist of a President, a Vice-President, an Honorary Secretary, an Honorary Treasurer and nine other members, including three seagoing members. They shall be collectively referred to hereafter as "Members of the Council".

ELECTION

5. The Members of the Council shall be duly elected or appointed Vide Clause 11 of this Constitution.
6. The Council may at any time appoint any eligible person either to fill any vacancy on the Council and to appoint several alternate members for each vacancy in respect of seagoing members or by way of addition to the Council provided always that the maximum of 13 Members of the Council shall not thereby be exceeded.
7. Any person so appointed under Clause 6 shall retain his office until the next Annual General Meeting but shall be eligible for re-election.
8. The Council is elected biennially. Members of the Council shall hold office for a period of two years following the Annual General Meeting in which they are elected and shall retire at the end of this period. No person shall hold the Office of President for more than four consecutive years, and the Office of Hon Treasurer for more than two consecutive years.

PROCEDURES FOR ELECTION

9. The Member of the Council shall be elected by ballot to be announced at the Annual General Meeting and any two members of the Institute may nominate any eligible person for office on the Council. The Council shall, not less than twelve weeks before the Annual General Meeting, send to each member entitled to vote, a request for nominations of Members of the Council and notice of the Annual General Meeting. The list of persons so nominated must be delivered to the Council not less than eight weeks before the Annual General Meeting.
10. The Council shall, not less than six weeks before the Annual General Meeting or such later date as the Council may approve, send to each member entitled to vote a ballot paper containing the names and proposed appointments of all persons who are nominated.
11. Completed ballot papers must be received at Headquarters at least seven days before the Annual General Meeting. Provided that if the number of candidates nominated for any office are not more than the available vacancies of that office, the persons so nominated shall be deemed to be duly elected and there shall be no ballot with respect to that office.
12. Members voting in the ballot should reduce the list to show the number of vacancies that are required to be filled. A ballot paper containing more than the required number is not valid.
13. The persons so elected shall take office at the conclusion of the Annual General Meeting.

POWERS AND DUTIES OF THE COUNCIL

14. The management of the affairs, business and property of the Institute shall be vested in the Council.
15. The Council may delegate powers to Committees consisting of such Members of the Council and/or members of the Institute as they think fit.

16. Any Committees so formed shall, unless otherwise directed, conform to the regulations prescribed for the conduct of business by the Council and to whom all decisions shall be reported.
17. The Council shall cause proper minutes to be made of all proceedings of the Institute and of the Council and of Committees of the Council. The minutes of any meetings shall be signed by the Chairman with the approval of members present at the next succeeding meeting, and shall be sufficient evidence of the facts therein stated without any further proof.
18. The Council may employ such salaried officers/assistants as are necessary for conducting the business of the Institute and may discharge them as and when it thinks proper.

THE HONORARY SECRETARY

19. The Honorary Secretary has the management of the affairs of the Institute, subject to the general direction and control of the Council.
20. It shall be the duty of the Honorary Secretary to conduct the correspondence of the Institute, to attend all meetings of the Institute and Council and of Committees, to take minutes of proceedings of such meeting, to read all minutes and communications that may be needed to be read, to superintend the publication of such papers and publications as the Council may direct, to have charge of the library, to direct the collection of subscriptions and other amounts due to the Institute.

COUNCIL MEETINGS

21. The Council may meet for the despatch of business, adjourn and otherwise regulate their meetings as they think fit, and at every meeting of the Council, six Members of the Council shall form a quorum.
22. Question arising at any meeting of Council shall be decided by a majority vote of those present.
23. Where there is an equality of votes, the Chairman shall have the casting vote.
24. Any five or more members of the Council may at any time request that a Council meeting be held and on the request of any five or more Members of the Council, the Honorary Secretary shall summon a meeting of the Council by notice served on the Members of the Council.
25. The President of the Institute or in his absence, the Vice-President present, or in the absence of the Vice-President, any Member of the Council present shall act as Chairman at the meeting of the Council.
26. The Chairman has no vote at meetings of the Council but he may be required to give a casting vote.

MEETINGS AND RESOLUTIONS

27. There shall be an Annual General Meeting of members, held at intervals of not more than four months after the financial year end, for the purpose of receiving the report of the Council, examining the accounts of the Institute, electing Members of the Council and auditors as appropriate, and for other business of which appropriate notice has been given.

28. All General Meetings other than the Annual General Meetings shall be called Special General Meetings.
29. Annual General Meetings shall normally be held before the end of the month of April.
30. The Council may convene a Special General Meeting, and a Special General Meeting shall also be convened on the requisition of members representing not less than one third of the total voting rights of all members having a right to vote at General Meetings of the Institute.
31. Twenty-five members personally present and entitled to vote shall constitute a quorum and no business shall be transacted at any General Meeting unless a quorum is present when the meeting proceeds to business.
- 32. In the event of there being no quorum at the commencement of a General Meeting, the meeting shall be adjourned for half an hour and should the number then present be insufficient to form a quorum, those present shall be considered a quorum, but they shall have no power to amend any part of the existing Constitution.**
33. The President of the Institute or in his absence the Vice-President, or in the absence of the Vice-President, any Member of the Council present shall be elected Chairman.
34. The adoption of resolutions at a General Meeting shall require, in the case of a change in the Constitution and/or By-Laws, a majority of two-thirds of members present and entitled to vote, and a simple majority in all other cases.
35. Where there is an equality of votes the Chairman shall have the casting vote.
36. The Council shall make such provision as is appropriate for a postal ballot by members in the event of a fundamental change proposed in the Constitution or other matter affecting the Institute deemed to be sufficiently important by the Council.
37. At least six weeks' notice of every Annual General Meeting and at least three weeks' notice of every Special General Meeting shall be given to members, specifying the place, day and hour of the meeting, and in the case of a special business the general nature of the business.
38. The accidental omission to give notice of a meeting to or the non-receipt of the notice by any member shall not invalidate any resolution passed or proceeding held at any meeting.
39. The Chairman as no vote at meetings of the Institute but he may be required to give a casting vote.

FINANCE

40. The income and property of the Institute when and howsoever derived shall be applied solely towards the promotion of the objects of the Institute, and no part of it shall be paid or transferred, directly or indirectly, by way of dividends, bonus or otherwise by way of profits to members of the Institute.

41. The funds of the Institute shall not be used to pay for the fines of members who have been convicted in court.
42. The Council shall cause proper books of account to be kept which once in every year shall be examined and the correctness of the accounts and balance sheet ascertained by two Honorary Auditors before it is laid before members at the next Annual General Meeting.
43. The financial year of the Institute shall end on the thirty first day of December in each year.

THE HONORARY TREASURER

44. The Honorary Treasurer shall be responsible to the Council for the conduct of the financial affairs of the Institute.

PROHIBITIONS

45. Gambling of any kind whether for stakes or not is a forbidden and strictly prohibited on the Institute's premises and the introduction of materials for gambling or opium smoking, and of bad characters into the premises is similarly so prohibited.
46. The Council shall have the power to control and restrict the introduction of guests or other persons into the Institute's premises.
47. The Institute shall not attempt to restrict or in any other manner interfere with trade or prices or engage in any trade union activity as defined in any written law relating to trade unions for the time being in force in Singapore.
48. The Institute shall not hold any lottery, whether confined to its members or not, in the name of the Institute or its office-bearers, Committee or members.
49. The Institute shall not indulge in any political activity or allow its fund and/or premises to be used for political purposes.

AMENDMENTS AND VARIATION OF THE CONSTITUTION

50. Any addition to or variation of this Constitution including the By-Laws shall require the consent of the members at a General Meeting, and no amendment to the Constitution or By-Laws shall be considered except at an Annual General Meeting.
51. Any such amendments in the Constitution shall require the sanction of the Registrar of Societies.

INELIGIBILITY FOR OFFICE

52. No salaried employee of the Institute shall be nominated to any office of the Institute.

DISSOLUTION

53. The Institute shall not be dissolved, except with the consent of not less than 3/5 of the members of the Institute for the time being resident in Singapore expressed, either in person or by proxy at a general meeting convened for the purpose.
54. If upon the winding up or dissolution of the Institute there remains, after satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid to or distributed among the members of the Institute, but shall be given or transferred to some charitable institution or institutions having objects similar to the objects of the Institute, and which shall prohibit the distribution of its or their income and property among its or their members to an extent of at least as great as is imposed on the Institute. Such institute or institution shall be determined by members of the Institute at or before the time of dissolution, and if and so far as effect cannot be given to such provision, then to some other charitable project.
55. Notice of dissolution shall be given within 7 days of the dissolution to the Registrar of Societies.

BY-LAWS

MEMBERSHIP

1. Membership of the Institute is open to individuals or organizations who wish to further its objectives. The election of all classes of members is made at the discretion of the Council in accordance with the following By-Laws.
2. Membership is divided into the following classes:
 - 2.1. Honorary Members are distinguished persons upon whom the Council sees fit to confer an honorary distinction.
 - 2.2. Fellows are Members of at least three years' standing who, in the opinion of the Council have been responsible for a valuable contribution to nautical science or its activities or matters and upon whom the Council sees fit to confer a distinction. Candidates for Fellowship must be nominated by one Fellow and one Member of the Institute. If there is no Fellow in the Institute, they may be nominated by two Members of the Institute.
 - 2.3. Members are persons over twenty-five years of age who have satisfied the Council of their interest in the advancement of nautical science or other related activities in that, inter alia:
 - 2.3.1. persons who have passed such professional examination(s) recognised and accepted by the Council; or
 - 2.3.2. persons who have obtained such relevant academic qualifications acceptable to the Council by way of passing an appropriate examination and further have a minimum of five years working experience in a position(s) or appointment(s) relevant to the nautical profession.
 - 2.4. Associate Members are persons directly or indirectly interested in supporting the Institute's objects or persons whose nautical qualifications and experience have not met the professional standard acceptable to the Council.
 - 2.5. Student Members are persons pursuing a course of study in the nautical or allied fields leading to professional or academic qualifications.
 - 2.6. Corporate Members are organisations directly or indirectly interested in supporting the Institute's objects.
 - 2.7. Associates are persons directly or indirectly interested in supporting the Institute's objects.
3. Every application must be accompanied by a declaration of desire to further the objects and interests of the Institute.
 - 3.1. Applicant(s) for all grades of membership must be made on such form or forms as are approved by the Council. An applicant is also required to give a full and complete statement of his professional experience and activities.

- 3.2. An applicant for membership must be nominated by two Members. An applicant for Associate Membership or Student Membership need only be nominated by one Member.
- 3.3. An application for Corporate Membership or Associate may be made by letter addressed to the Honorary Secretary of the Institute.
4. Notwithstanding the fact that an applicant may have complied fully and absolutely with all the necessary requirements for admission to any class of membership, the Council may still at its sole discretion refuse to accept his or her application without giving any reason(s) or explanation in respect thereof.
5. An Honorary Member, Fellow, Member or Associate Member having occasion to designate himself as belonging to the Institute, may state the class to which he belongs according to the abbreviated forms HON, MSNI, FSNI, MSNI, AMSNI.
6. Subject to Clause 12 of this By-Laws, the members of the Institute shall enjoy the full privileges of the Institute, including the rights to receive the Institute's publications, but only Fellows and Members are entitled to vote at Special and Annual General Meetings.
7. Upon the recommendation of the Disciplinary Committee, vide Clause 18 of this By-Laws, the Council may remove or suspend any member from the Institute.

SUBSCRIPTION

8. Members shall pay an entrance fee which is equivalent to the subscription fee for the grade of membership.

Members shall pay an annual subscription in advance, as follows:

Fellows	\$72
Members	\$60
Associate Members	\$48
Student Members	\$12
Corporate Members	\$250
Associates	\$60

9. The first subscription is payable on election and all future subscription in advance on 1st January in each year.
10. A member who wishes to resign should give the institute written notice to that effect.
11. The election of a member is void if his first subscription is not paid within two months. The Council may extend this period in exceptional circumstances.
12. A member whose subscription is six months in arrears will no longer be entitled to receive the Institute's publications. If the subscription remains unpaid for a further six months, the member will cease to be accorded the privileges of membership. The name of the member shall be struck off from the list of members if his subscription remains unpaid for two years.

HONORARY ADVISER

13. The Council may appoint an Honorary Adviser to the Council who may be the immediate past President. If the immediate past President declines or is unable to accept the appointment, it may be kept vacant or, at the discretion of the Council, filled by any past President.
14. The Honorary Adviser shall have the liberty to attend any Council meeting, but it shall not be obligatory for him to do so.

HONORARY AUDITORS

15. Two voting members not Members of the Council will be elected as Honorary Auditors.
16. The Honorary Auditors shall verify the annual statement of accounts before it is laid before the members at the next Annual General Meeting.

COMMITTEE AND ADMINISTRATION

17. The Council may appoint committees to assist in the business of the Institute or the study of particular aspects of nautical matters. In the formation of these committees it may request for the participation of non-members of the Institute having special qualifications and/or experience who will then have equal voice with the other members and Committees.
18. There may be in particular a Technical Committee which can advise the Council on nautical matters: a Finance Committee responsible to the Council for advice on financial matters; a Disciplinary Committee responsible for advising the Council in matters concerning discipline within the membership; and a Membership and Fellowship Committee responsible for advising the Council in matters concerned with the election of Members and Fellows.
19. The Members of the Committee are responsible to the Council for the direction of the Institute's affairs between meetings of the Council. They decide upon any matter referred to them by the Institute's Secretary and meet when necessary in Committee.

Revised on 6 April 2011