



CESMA

CONFEDERATION OF EUROPEAN SHIPMASTERS' ASSOCIATIONS

STATUTES

Article 1 NAME AND MOTTO

The name of the Confederation is “**CONFEDERATION OF EUROPEAN SHIPMASTERS' ASSOCIATIONS**” (CESMA), hereafter called “organisation” where “European” stands for European Union. The organisation is open to membership as stated in Article 6 of these Statutes. All members agree to comply with the Statutes and By-Laws as laid down hereunder.

The motto of the organisation is: "**Safeguarding Highest Standards for Maritime Safety, Professionalism at Sea and Protection of the Marine Environment**".

CESMA is a **non-profit** organisation. It is totally independent of states, political parties, trade unions and shipowners' organisations.

Article 2 AIMS

The aims of the Organisation are:

- To consider, maintain and protect the professional interests and status of European shipmasters vis-a-vis professional, political, administrative and economical bodies existing in the European Union.
- To work together with the above alluded to bodies in order to improve maritime safety and protect the marine environment in European, adjacent and international waters.
- To work in the best interest of European shipmasters world-wide.
- To promote establishment of effective rules which provide high professional maritime standards and proper manning scales for vessels under a European nation flag.

- To retain and develop the highest maritime knowledge and experience by promoting an efficient and common maritime education and training in Europe.
- To inform the public in the European Union about problems in its merchant navy and those concerning shipmasters in particular.
- To keep members informed about current activities and to seek a common position on all relevant matters.
- To co-operate with all international bodies related to maritime affairs such as IMO, ILO, IFSMA.
- To assist colleague shipmasters who encounter difficulties in ports within the reach of nations represented by CESMA member associations.

Article 3 LOCATION

The Head Office of the Organisation is to be located in a maritime nation within the European Union. Currently the Registered Office is established in Amsterdam, The Netherlands.

Article 4 DURATION

The Organisation will exist for an undefined period.

Article 5 DISSOLUTION

The Organisation may be dissolved at any time, by a three-fourth (3/4) majority of its full members at an Annual or Extraordinary General Assembly.

Article 6 MEMBERSHIP

- a) Full membership is in principle confined to shipmasters' associations existing in the nations which are signatories to the treaties governing the European Union.
- b) Full individual membership or associated individual membership is available for seagoing, shore based and retired shipmasters who are EU citizens under condition that they are citizens of nations which are not represented by a full or associated CESMA member association.
- c) Honorary members may be proposed and elected by the Council, irrespective

whether they are (former) shipmasters or not.

- d) A temporary status of associated member may be granted to associations which or individual members who, though not fulfilling all the terms of the Statutes, wish to support and assist the organisation.

Article 7 APPLICATION FOR MEMBERSHIP

- a) The agreement for membership of those associations which, or individual members who, comply with the provisions of Article 6, will be granted by the Council on basis of a positive vote of two-thirds of its members after they have verified the applicant's willingness to comply with the Statutes and By-Laws.
- b) The following information will be provided by the association applying for full membership or associated membership:
 - Number of seagoing, shore based or retired shipmasters and other members.
 - Names of the president, vice president, treasurer and general secretary.
 - The board of the organisation is entitled to ask for the submission of an English translation of the Statutes and By-Laws of the applicant association.

Article 8 MEMBERSHIP DUES

- a) Each member association or individual member contributes to the budget of the organisation on the basis of the number of its sea-going masters.
- b) These subscriptions have to be paid yearly.

Article 9 TERMINATION OF AFFILIATION

- a) Full members, associated members and honorary members may have their right of membership terminated where there is a clear breach of the Statutes and/or By-Laws by such member or association.
- b) Termination of membership shall be effected by a two-thirds (2/3) majority vote of councilmembers voting at a general or extraordinary assembly, convened for that purpose.
- c) Members of the organisation are entitled to withdraw from membership. However their contribution to financing the organisation shall remain obligatory until a period of six months, following the date of termination.

- d) In case of voluntary withdrawal or expulsion, application for reinstatement may be effected through new application as per Article 7.

Article 10 MEETINGS

A General Assembly is convened each year, not later than six months after the end of the financial year. This assembly is preceded by a Council meeting. Notice for such a meeting has to be sent at least 15 working days before the planned date by fax or e-mail.

Article 11 BOARD AND COUNCIL

- a) The organisation is managed by a council, consisting of one delegate from each full member association. It meets during the Annual General Assembly.
- b) The council elects from its members a board consisting of:
- a president,
 - a deputy president,
 - a vice president, only if the full member associations represent six or more nations of the European Union and if considered applicable by the council.
 - a general secretary.
- c) A honorary treasurer will be appointed in the country where the secretariat is established, in agreement with the board.
- d) The council will ensure that board members are not from the same country.
- e) Members of the board of any other international shipmasters' organisation cannot be nominated as member of the board of the organisation.
- f) A president of a CESMA member association cannot be nominated as president of CESMA
- g) In case of temporary unavailability of the president, the deputy president acts in his place. If the unavailability persists for more than six months, the deputy president becomes president and the vice president, if any, becomes deputy president until the next Annual General Assembly or Extraordinary Assembly.
- h) Members of the board are elected in a function for a term of three years. Re-election for one term in the same function is acceptable and one year of extension may be granted in order to ensure a smooth transfer of duties.

- i) The president shall preside over the board, the council and various meetings. He is responsible for fulfilling the aims of the organisation, as defined in the Statutes and By-Laws and as decided by the council.
- j) The board is entitled to appoint, on a year by year basis, up to a maximum of three external advisors. They have no voting right but may attend council meetings, or other meetings, if requested by the Council.
- k) The board enjoys all powers, in accordance with the policy as decided by the council.
- l) Associated member associations and associated individual members are not eligible to sit in the board of the organisation. However they are entitled to appoint a representative in the council, attend the Annual General Assembly and present any technical subject for the agenda.
- m) Two auditors are to be nominated each year by the board for purpose of checking the accounts of the organisation.

Article 12 THE GENERAL SECRETARY

The affairs of the organisation are managed by the general secretary and in accordance with the general policy, determined by the Council and implemented by the Board. He shall represent the organisation in all routine matters.

Article 13 VOTING AND QUORUM

Voting may be effected in person or in writing. Proxy voting is acceptable. The rules for voting and the required quorum are stipulated in the By-Laws.

Article 14 LANGUAGE FOR COMMUNICATION

The formal language is English.

Article 15 AMENDMENTS OF STATUTES OR BY-LAWS

- a) Any amendments in the Statutes or By-Laws will have to be decided during an annual or extraordinary assembly of the council as specified in the By-Laws.
- b) In case of legal disputes arising from the Statutes or By-Laws, the law of the country where the secretariat is located, will apply.

- c) An amendment in the Statutes or By-Laws may only be effected if at least two-thirds (2/3) of the councilmembers, voting at an Annual General Assembly or Extraordinary Assembly, so agree.
- d) Notification of such amendments must be advised to all full member associations, giving six weeks notice of the proposed changes.

Article 16 BY-LAWS

The By-Laws are intended to deal with items that are not specified in the Statutes.

Article 17 DISPUTES

Should disputes arise in the interpretation of the Statutes and/or By-Laws, which the board cannot resolve, they shall be subject to decisions of an arbitrator appointed specially for that purpose. If agreement cannot be reached again, these disputes are subject to the law of the country where the secretariat is located.

Article 18 DISSOLUTION

1. The confederation will be dissolved by a relevant decision during a council meeting and the confirmation thereof by a referendum.
2. The destination of an eventual credit balance will be decided by the council

Amsterdam, 28 February 2013