



# CONSTITUTION OF THE INTERNATIONAL SPILL CONTROL ORGANIZATION

## Document Revision History

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### **List of Associated Schedules**

- Schedule A: ISCO Bye-Laws, Policies and Procedures**
- Schedule B: ISCO Terms and Conditions**
- Schedule C: ISCO Code of Conduct**
- Schedule D: ISCO Inclusiveness and Equal Opportunities Policy**
- Schedule E: ISCO Disputes Resolution Protocol**
- Schedule F: List of Current ISCO Office Holders and Responsibilities**
- Schedule G: Current ISCO Membership, Classes, Dues and Privileges**

## **Article I Organisation Name and Purpose**

The name of this organization is the International Spill Control Organization (hereafter referred to as ISCO).

ISCO was established on 9<sup>th</sup> October 1984 in London, United Kingdom, as a non-profit organization (UK Company Number 01853936).

ISCO brings together professionals, companies and organizations, based or working in different countries that are involved in, or have an interest in, the prevention of, response to, and mitigation of oil, chemical and other spills and discharges to the environment.

This constitution replaces the February 2015 version and reflects changes in the organization, activities and procedures of ISCO. In particular, changes reflect the incorporation of modern communications enabling faster and more inclusive administration and governance.

A summary of key procedures, protocols and other information are documented in the associated Schedules.

All Schedules can be accessed from the ISCO web page using the links in the Table of Contents to this document.

## **Article II Location and Jurisdiction**

The Head Office of ISCO is located in the United Kingdom or at such other place determined by the ISCO Executive Committee.

The current location and address of the Head Office is filed with Companies House, London, UK.

English law governs ISCO Management, Policies and Protocols and membership Terms and Conditions, their interpretation and any non-contractual obligations arising from or connected to them.

The courts of England have exclusive jurisdiction to settle any legal dispute arising out of, or in connection with, the above.

## **Article III Mission, Aims and Objectives**

### **III.1 Mission**

To promote, raise and maintain the global levels of knowledge, preparedness, cooperation and technical development relating to pollution and spill control the oil, chemical and waste management industry and also in the wider community.

### **III.2 Aims**

To be the voice and forum for development of skills and knowledge within the global spill control industry. This encompasses oil and chemical spill response, training, scientific support, research and development, governance and manufacturing.

To collate, share and make available the members' experience-derived knowledge, expertise, capabilities and products to governments, industry, NGO's, media, public and private stakeholders.

### **III.3 Objectives**

To represent its members and promote their views, input, expertise and participation at and in forums, conferences, exhibitions and workshops linked with spill control and related disciplines (including those at those of the UN, IMO, IOPC Funds), regional bodies and spill control industry working groups.

To grow its membership, links and cooperation with national associations, regional bodies, governmental, intergovernmental, Industry and NGO's who share our common interests.

To work in conjunction with, and support the formation and activities of ISCO recognised regional and national associations including wildlife rescue organisations and their network partners. These are discussed in Article XVII and listed the ISCO website.

To support members' development and professional recognition and promote the establishment of global standards related to training, accreditation, testing and certification of spill response related personnel, organisations and equipment.

To disseminate, to its members, news, information and knowledge relevant to members and the ISCO's mission.

To apply the standards of behaviour expected of its members and industry partners including:

- a) Respect for people regardless of race, gender, beliefs, and disabilities.
- b) Due regard for safety, the environment.
- c) Application of high standards of business ethics in dealing with competitors, clients and the public.
- d) The safe storage and handling of personnel and commercial information.

These objectives are achieved through the participation in public and industry y forums, the ISCO Newsletter, and on-line forums.

## **Article IV Membership and Partners**

Members of ISCO shall be classified according to the following classes of membership:

- 1) Individual Membership (Article V).
- 2) Corporate Membership (Article VI).
- 3) Industry Partnership (Article VII).

These classes of membership are briefly described below and detailed in Schedule G.

## **Article V Individual Membership**

### **V.1 General**

This is open to any individual interested in spill control and in the dissemination or acquisition, of knowledge related to spill monitoring and control, the use, design and manufacture of response equipment, training and consultancy.

Individual members may also apply for, or be given, the following membership status:

### **V.2. Professional Member of the International Spill Control Organisation**

The category of Professional Member is for Individual Members who have significant experience or qualifications in spill response or in an associated field. . This includes experienced responders and team leaders, response managers or other supervisory or management personnel and individuals who provide specialised services in support of pollution prevention or response.

The granting of Professional Membership is based on detailed review of the member's experience, status and submissions by the relevant Professional Standards Sub-committee (see Article XIV.1).

Professional members are entitled to use the letters 'MISCO' after their names to indicate achievement of professional recognition at this level.

### **V.3 Fellow of the International Spill Control Organisation**

This may be awarded to Professional Members who have made a significant and long-term contribution to incident response, response equipment or procedures, training, knowledge or other services.

It may also be awarded to individuals who have made long term contributions to ISCO management.

Fellows of ISCO are entitled to use the letters 'FISCO' after their names to indicate achievement of professional recognition at this level.

Fellowships are awarded by the ISCO Secretary-General but must be validated by the Executive Committee and consideration of an assessment by the Professional Standards Sub-committee.

### **V.4 Honorary Fellow of the International Spill Control Organisation**

This is only awarded to Professional Members at the discretion of the ISCO Secretary-General and must be validated by the Executive Committee and in consideration of any assessment by the Membership Sub-committee.

Honorary Fellowship is awarded to those persons who have had a very significant role in advancing the interests of the Spill Response Community but who may not have spill response skills.

Honorary Fellows of ISCO are entitled to use the letters Hon.FISCO after their names as recognition of achievement. Non fee paying.

### **V.5 Student Membership**

This class of membership is for apprentices, students and trainees. Applicants for Student Membership are required to submit, with their application, supporting evidence that the applicant is undergoing training.

ISCO provides Student Membership free of charge during the period of the student's studies

Student Members do not have the right to vote on issues unless nominated to an ISCO Working Group as a Student Member Representative (see Schedule G).

## **Article VI Corporate Membership**

This is available to companies involved in manufacturing, spill prevention and response, training and consultancy services, transport, oil, chemical, and shipping industries with an interest in spill prevention and control.

Corporate Members must nominate a Company Representative to represent them generally and to vote on their behalf. Such Company Representatives have the rights and privileges of Individual Members, including the right to become Professional Members and Fellows.

These rights and classes of membership cease once the Company Representative is replaced, unless Individual Membership is maintained.

## **Article VII Industry Partnership**

Industry Partnerships are available to professional or trade associations, international, regional and national organisations, universities and other academic institutions, governmental departments and agencies, research establishments and other entities including companies who may have only a peripheral interest in spill control.

National, Regional and International Industry Associations may also join as Industry Partners (see Article XVII).

ISCO and the proposed Industry Partner generally formalise a relationship that is beneficial to both parties. This agreement will cover fees, voting rights and other conditions of association.

These agreements are approved and signed by the Secretary-General.

Industry Partners may nominate an Industry Partner Representative who will be the principal contact point between ISCO and the Industry partner.

The Industry Partner Representative will be given full rights as an Individual Member.

## **Article VIII Termination of Membership**

### **VIII.1 Resignation**

Any Member may resign their membership by giving notice, to the Secretary-General, of such resignation. This can be by letter or email.

Such resignation shall be effective thirty days after the transmission of resignation by registered or recorded delivery letter or, in the case of an e-mail resignation, upon receipt of a confirmation of a read receipt of email.

The effectiveness of such resignation shall not discharge the obligations of such Member to ISCO for membership or other dues which are owed by the member on the date when the resignation becomes effective.

ISCO will in the interest of transparency report in its Newsletter the effective resignation date of any individual or corporate member and remove the same from its web page listing and mailing lists.

ISCO reserves the right to publish names of lapsed or resigned members.

### **VIII.2 Suspension or Termination of Membership**

Potential reasons for suspension or termination of membership includes the following:

- a) A breach by the Member concerned of one or more Articles of the Constitution or associated Code of Conduct (Schedule C).
- b) Failure to pay membership fees or dues.
- c) A Member is declared bankrupt, placed in receivership or makes an assignment for the benefit of its creditors or ceases to hold the authority under which membership is operating.

The membership rights of a Member who fails to pay any fee, fine or other financial obligation to ISCO within 30 days of the date upon which such fee, fine or financial obligation became payable, and who fails to make arrangements within such 30 days satisfactory to the Executive Committee to pay such obligations shall be automatically suspended until such fee, fine or other financial obligation shall be paid. The Secretary-General shall notify all Members of such suspension.

Membership may be suspended or terminated by the Executive Committee only after providing the Member with 2 weeks' notice of the issues and providing an opportunity to respond.

If a decision to suspend or otherwise sanction the member is made the member will be granted a further two weeks to appeal the decision and to provide further information or argument before any final decision is made.

Appeals must be considered by a constituted Disputes Resolution Sub-committee.

A Member whose membership rights have been suspended may continue to attend all meetings and conferences which they were entitled to attend prior to limitation but shall have no right to vote at any such meeting or conference, nor shall any member be entitled to any discount or other benefit associated with their membership status.

### **VIII.3 Return of ISCO Membership Fees**

On the cessation of membership, by resignation or otherwise, a Member shall not be entitled to the return of any monies paid to ISCO. However, the Secretary-General may authorize the return of a pro rata part of the current Membership Dues for the year in which the membership ceases.

## **Article IX Members Code of Conduct**

The ISCO Code of Conduct (as detailed in Schedule C) requires Members to:

- Conduct themselves in a professional manner which upholds and promotes the image, aims and objectives of the Organization.
- Place the safety, welfare and impacts on staff, public, wildlife and the wider environment at the forefront of all activities
- Respect the customs, beliefs and behaviours of the country and local people regardless of nationality, race, gender, sexual orientation or religion.
- Act within the laws of the country in which they are operating.
- Promote prevention and preparedness and to support and encourage training, exercises and development through knowledge transfer.
- Adhere to high ethical standards in all business dealings and avoid unwarranted and unsubstantiated statements or actions that reflect upon the character or integrity of other members of the profession or competitors.
- Provide professional and impartial advice, clearly stating any conflict of interests and clearly differentiate advice based on belief and imagination as opposed to knowledge to ensure clients can make informed decisions.

## **Article X Payment of Membership Fees and other Dues:**

The dues of Members are determined, and fixed annually for the next calendar year, by the Annual General Meeting on the recommendation of the Secretary-General.

Interest may accrue and fall due upon any dues, fees, subscriptions and/or other outstanding amounts. The rate is determined by the Executive Committee and is to be set according to the prevailing market rates. In exceptional circumstances the Executive Committee may waive this requirement.

The dues of all Members shall be determined in British Pounds Sterling. The Executive Committee shall notify the Members of the amount payable as soon as possible after this amount has been determined and the Members shall pay such dues within such reasonable time after receipt of this notice as may be specified by the Executive Committee.

The Executive Committee shall review income and expenditure including costs of establishing and maintaining the organization, salaries and expenses of the Executive Officers and the Secretariat.

## Article XI Financial Management and Accountability

### XI.1 Financial Authority

Responsibility for day-to-day financial management rests with the Secretary-General. This includes:

- Control of tendering and procurements.
- Payments for services and office and administrative costs.
- Disbursements including donations to charities.
- Maintaining financial records.
- Preparation of the Annual Financial Statement.
- Issuing of financial statements as may be directed by the ISCO President.

Financial oversight is the responsibility of the ISCO President or nominee (see Article XI.3).

### XI.2 Annual Financial Statement and Budget

The ISCO Annual Report and Annual Financial Statement is prepared by the Secretary-General and authorised by the ISCO President.

The Annual Financial Statement will be included as an Attachment to the ISCO Annual Report.

The ISCO Annual Report will be made available to all members through the ‘Members Only’ section of the ISCO web page.

The Annual Report will be sent to all Members along with the Annual General Meeting (AGM) Agenda and Proxy Voting Forms prior to the AGM (see Article XVII and Article XIX).

### XI.3 Auditing

The ISCO President may commission and independent audit of ISCO finances at any time.

A regular independent audit must be commissioned at least once every two years.

The ISCO President may establish an Audit and Oversight Sub-committee to review finances or audit reports.

## Article XII Organisation and Responsibilities

The administration of ISCO is undertaken by an Executive Committee comprising:

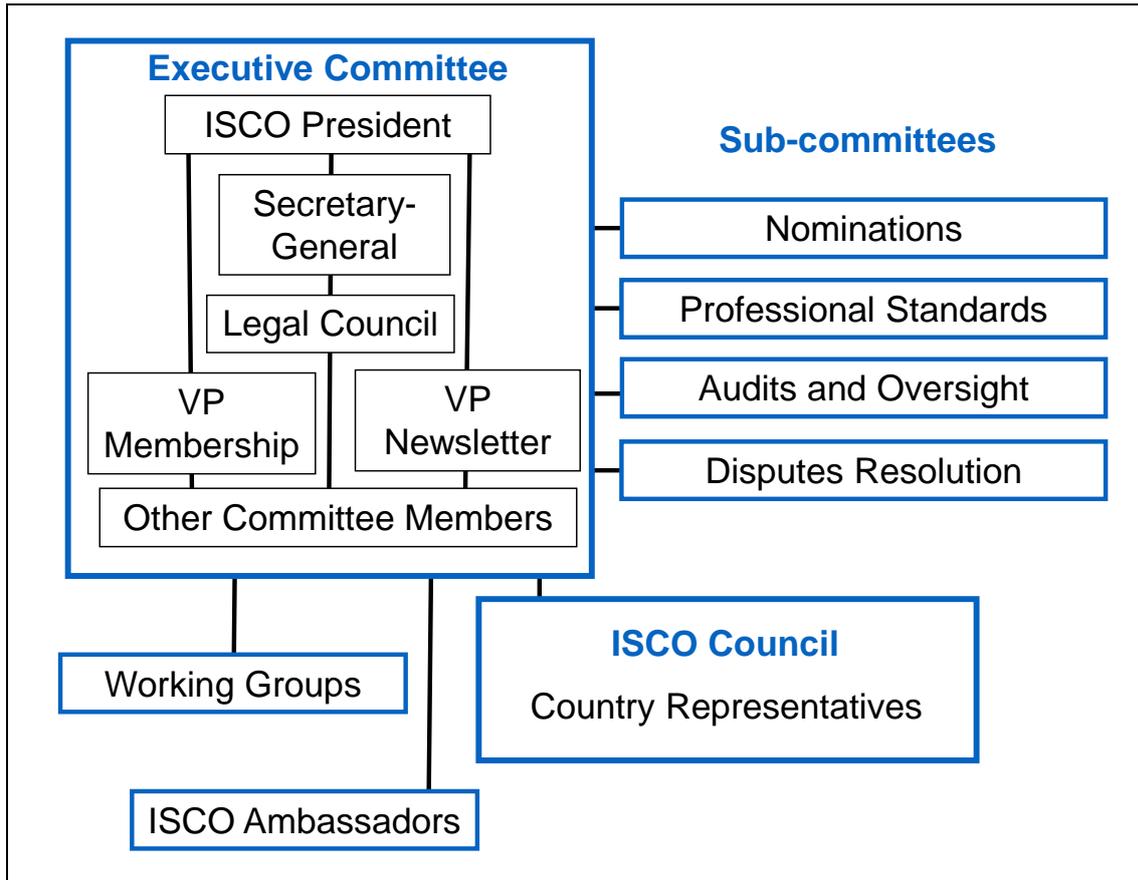
- Office Holders, collectively called ‘the “Secretariat”’.
- Supporting Executive Committee Members.

These are supported by Sub-committees, Working Groups, ISCO Council and ISCO Ambassadors.

This organisation is illustrated in Figure 1 and detailed in Articles XIII to XVI.

Additional roles may be assigned within the Secretariat. Current Secretariat membership is detailed in Schedule F.

**Figure 1 Basic ISCO Organisation**



## **Article XIII Executive Authority: The Executive Committee**

### **XIII.I General Role and Responsibilities**

The ultimate authority of ISCO is vested in the Executive Committee.

The current composition of the Executive Committee, including the Secretariat), is detailed in Schedule F.

In the case of an Executive Committee member who is a representative of a Corporate Member, they shall cease to be an Executive Committee Member if they cease to become a representative of the Corporate Member.

The Executive Committee is vested with the following powers and duties:

- a) General management and control of the affairs, funds and property of the Organization.
- b) Authority to represent the Organization and from time to time to determine and fix its policy within the framework of these Articles and the resolutions adopted by the General Meeting.
- c) Control and supervision of the activities of such branches or regional organizations as may be established pursuant to these Articles.
- d) In the event of a vacancy in its membership, or a need to expand the Executive Committee, co-opt a successor to serve until the next Annual General Meeting.
- e) Delegation of day-to-day roles and responsibilities to the Secretariat.

If any member of the Executive Committee is deemed unable to fulfil their duties due to other work commitment, conflict of interest or medical reasons then they may be released from the Executive Committee at their own request or by a simple majority vote of the Executive Committee members.

Members elected to the Executive Committee shall serve for a period of three years and may thereafter stand for re-election.

Three members of the Executive Committee shall constitute a quorum at any meeting of the Committee, but decisions by the Committee will be deemed valid only when approved by a two thirds majority of all the members of the Committee. Participation by members not present at the meeting may be obtained in the form of submitted proxy votes, email, or other written means.

The Executive Committee shall from time to time adopt, amend or revoke its rules and regulations necessary for the performance of its duties. Such rules and regulations shall not be inconsistent with this Constitution nor with the acts or resolutions of the General Meeting.

## **XIII.2 The Secretariat**

The ISCO Secretariat is the core day to day management team of the organization and will include five Executive Committee members with key responsibilities. These are detailed below.

### **The ISCO President**

The President is responsible for the overall activities and direction of ISCO, governance and delegation of key tasks.

The President is a member of the Executive Committee and will chair meetings of that Committee. The President may authorise other members of the Executive Committee to chair a meeting in his/her place.

The President is elected by a ballot of Members of the Executive Committee.

The President shall take office during the Annual General Meeting at which the Presidential election is confirmed and shall continue in office until a successor takes office.

The President is responsible for approving Financial Statements and will commission and review Audit Reports. The ISCO President may convene an Audit and Oversight Sub-committee to review these.

### **ISCO Secretary-General**

The Secretary-General is responsible for the day-to-day activity of ISCO and represents ISCO interactions with other bodies, e.g. IMO and IOPC Funds meetings and other events.

The Secretary-General may commission and co-ordinate other Members to undertake or support this work.

The Secretary-General is responsible for day-to-day financial management and banking but may appoint a Financial Officer to assist in this task. The appointment of a Financial Officer must be endorsed by the President and Executive Committee.

The Secretary-General, is responsible for authorising and issuing the Annual Financial Statement (refer to Article XI).

The Secretary-General has access to all information lodged with Company House, London but may only alter that information with the written consent of the President and the endorsement of the Executive Committee.

## **Vice President (VP) Newsletter**

The VP Newsletter is responsible for the collation, production and distribution of the ISCO Newsletter in consultation with the President, Secretary-General, members of the Secretariat other members of the Executive Council

The VP Newsletter may form a Working Group to support these tasks.

The VP Newsletter is responsible for maintaining editorial standards of the newsletter. These are detailed in Schedule A.

## **Legal Council**

The ISCO Legal Council advises the ISCO President and other members of the Secretariat on legal matters and in particular assists in the interpretation of an implementation of the ISCO Byelaws, Policies and Procedures (Schedule A).

Should the need arise, the ISCO Legal Council will assist the President or Secretary-General to procure legal assistance pertinent to the jurisdiction applicable to each case.

## **Vice President (VP) Membership)**

The VP Membership is responsible for the collection of annual membership dues and for advising when such dues are outstanding and notifying members when individual or corporate membership has lapsed.

The VP Membership will maintain a full record of current members including type of membership and membership status.

The VP Membership will also maintain a record of Industry Partners.

## **Article XIV Sub-committees**

The Secretary-General may appoint members of the Executive Committee or ISCO Council to assist in the review of membership applications, nominations for Executive Committee and other matters. A number of such Sub-committees have been identified including:

- Nominations Sub-committee.
- Professional Standards Sub-committee.
- Financial Review and Oversight Sub-committee.
- Disputes Resolution Sub-committee.

Sub-committees may be permanent or temporary and can be of varied membership depending on their function.

### **XIV.1 Nominations Sub-committee**

The function of a Nominations Sub-committee, if convened, is to assist the Secretary-General in assessing applications or nominations for membership of the Executive Committee o, ISCO Council or other ISCO positions.

When reviewing applications for Membership of the Executive Committee the Nominations Sub-committee' shall be composed of no less than 2 members of the Executive Committee assisted by 1 member of the ISCO Council. This ISCO Council member should be based in the prospective Executive member's country, region or otherwise have specific knowledge of the applicant, company or other relevant knowledge.

## **XIV.2 Professional Standards Sub-committee**

A Professional Standards Committee is responsible for assessing the eligibility of applicants for Professional Membership of ISCO and for making recommendations to the Secretariat in regard to awards of Professional Membership.

Members of a Professional Standards Sub-committee will consist of Professional Members with considerable experience and reflect the jurisdiction of the candidate.

## **XIV.3 Audit and Oversight**

The function of the Audit and Oversight Sub-committee is to independently review Audit Reports and ISCO financial statements including the Annual Financial Statement accompanying the ISCO Annual Report.

Members of an Audit and Oversight Sub-committee are appointed by the ISCO President.

## **XIV.4 Disputes Resolution Sub-committee**

A Disputes Resolution Sub-committee may be convened to assess alleged or possible breaches of the ISCO Code of Practice, policies, Professional Standards or other standards and to advise on, and resolve, disputes or complaints (see Schedule E).

This Sub-committee would also oversee the implementation of the Equal Opportunities and Inclusiveness Policy (Schedule D).

## **Article XV The ISCO Council**

The ISCO Council is composed of the appointed or elected National or Regional Representatives of ISCO. ISCO Council members must have a sound knowledge of ISCO, the ISCO Constitution and Schedules.

The ISCO Council acts as an advisory and consultative body, assisting the Executive Committee on policy, new initiatives and other matters.

In addition, its members are expected to actively promote the aims and objectives of the organisation and may be called on to represent it at national, regional, intergovernmental and industry events. At such time they will be expected to represent the interests of the members not themselves or their own organisation. The role of ISCO Council members is detailed in Schedule H.

### **XV.1 Nomination of Council Members**

Council Members may be nominated by the Executive Council. In such cases preference will be given to nominations as follows:

- Where an ISCO-recognised regional or national association exists which includes ISCO individual members, and is itself a Corporate Member, one of the association's individual members may be appointed.
- Where an ISCO recognised regional or national trade association does not exist and ISCO membership numbers are low, a Council Member will be nominated based on experience and record of participation in ISCO of an Individual Member.
- In a country or region where there is only one Member of ISCO, this Member may be appointed to Council.

## **XV.2 Election of Council Members**

In cases with sufficient country or regional membership the Executive Committee may call for nominations and the election of a representative Council Member.

Any ISCO member (Individual or Corporate) can request an election by sending a written request to the ISCO Secretary-General.

Nominees should provide a letter of acceptance to the Executive Council along with a short summary of qualifications. The latter may be distributed to the national or regional members at least one month prior to an election.

## **XV.3 Tenure of ISCO Council Members**

Council membership must be reconfirmed every two years.

## **XV.4 ISCO Council Member Roles and Responsibilities**

The roles and responsibilities of ISCO Council members are summarised as follows:

- a) Each Member of Council shall be the primary point of contact between the Membership in the country or region represented and the Executive Committee. This role is extremely important in countries where the English language is not universally understood.
- b) Members of Council will facilitate communications between the ISCO Secretariat and government agencies, and other national authorities, institutions or bodies in the countries (or regions) represented.
- c) Members of the ISCO Council are responsible for encouraging and supporting the formation of National (or Regional) Associations which bring together individual professionals, companies and other entities involved in spill control in their countries.
- d) Members of the ISCO Council are required to promote ISCO's objectives and to encourage growth of ISCO Membership in their country and region.

ISCO Council member roles and responsibilities are detailed in Schedule F.

## **Article XVI ISCO Ambassadors**

Ambassadors are individual members appointed by the Secretary-General to undertake, or take responsibility for, key tasks on behalf of the Secretariat.

Ambassadors may be appointed for a fixed time.

## **Article XVII National, Regional and International Industry Associations**

ISCO is committed to supporting existing and encouraging the formation of national or regional trade associations whose members are involved in the spill control sector and whose objectives are broadly consistent with those of ISCO.

To this end, ISCO may provide practical support to recognised groups seeking to form their own associations and or assist associations that are already in existence.

For new or forming groups seeking to form such associations, ISCO will provide practical advice and assist them in establishing links with existing association who may serve as a model.

In countries where such associations already exist, ISCO will carry news and events information provided by the association and seek to work with them and support them in international forums.

Representative of such organisations may also join ISCO delegations to IMO and IOPC Funds meeting where the issues being discussed are of relevance to that association and its members.

## **Article XVIII General Meetings**

### **XVIII.1 Annual General Meetings**

An Annual General Meeting (AGM) of the ISCO shall be held at a place and time determined by the President.

Notice of the Annual General Meeting, including a Draft Agenda of the matters to be discussed and determined at meeting shall be distributed to all Members not less than 60 days prior to the date of the Meeting.

Members (in good standing) may submit, to the Executive Committee, additional matters for inclusion in the Agenda. A Final Agenda must be distributed no later than 30 days prior to the Annual General Meeting.

All Agenda items submitted will be debated and considered at the AGM and a decision made based on a majority vote of the members present.

However, the President (or nominee) may, at the AGM, declare an intention to defer implementation until wider membership can be polled or allowed to comment for a period not exceeding 3 months from the date of the AGM. This may be at the President's own instigation or in consideration of a request of any member present at the AGM.

The Annual General Meeting shall:

- a) When required, due to rotation or resignation, Elect the President, Members of the Executive Committee or any other role or post created for the efficient operation of the organization.
- b) Confirm (or not) the appointment of an official who has been co-opted in the previous year.
- c) Receive a the ISCO Annual Report from the ISCO Secretary-General and approve the accounts for the past year as well as setting the Fee's for the succeeding year, and may
- d) Transact such other business as may be on the Agenda for the Meeting or as may be proposed by members.
- e) Approve or amend Schedules created for the regulation of ISCO.

Minimum Agenda items are noted in the ISCO Bye-laws, Policies and Procedures (Schedule A, Section 5)

### **XVIII.2 Extraordinary General Meetings**

An Extraordinary General Meeting of the Members may be called by a simple majority of the Executive Committee or more than 20 of the members (individual or corporate).

The date of any Extraordinary General Meeting must be fixed no more than 30 days following receipt of this request

Subject to proper notification of an Extraordinary General Meeting, Members of ISCO, present or represented, shall constitute a quorum of any General Meeting.

Each Individual Member shall have one vote. In the case of Corporate Members the vote will be cast by its duly authorised representative or proxy.

Individual members can also vote by proxy.

Decisions will be made by a simple majority vote with the president holding the casting vote if required.

A Member may appoint an Alternate to attend the AGM and vote on their behalf. In this case the name and designation of the Alternate must be confirmed in writing to the Secretary-General in advance of the meeting.

## **Article XIX Communications and General Participation**

Members are notified of meetings, changes to Schedules or other matters via:

- E-mail.
- Notice placed in the ISCO Newsletter or web-site, or
- Scheduled meetings.

Documents or other written materials will be posted on the ISCO website. Links to this information will be provided via the above media.

Information may also be distributed via e-mail.

All notices to be given to Members shall be in the official language of the Organization which is English.

Notices, articles and news items in other languages may be included in the newsletter or other communications where it is deemed appropriate and useful to members. In such cases this will be accompanied by a short English summary.

## **Article XX Amendment to the Constitution and Schedules**

### **XX.1 Changes to the Constitution**

The Articles in this Constitution, as approved and adopted, may be amended at any Annual General Meeting (or General Meeting, GM). Additional Articles may be added and existing Articles deleted.

Any such changes to the Constitution must be approved by two thirds vote of the Members present, in person or by proxy, provided that a statement of the purport of the proposed amendment has been included in the Final GM Agenda submitted by the Executive Committee for the General Meeting at which such resolution is proposed for adoption.

Changes to the Constitution become effective immediately or at the time determined (by vote) at the General Meeting.

### **XX.2 Changes to Schedules**

Changes to Schedules may be made by a member of the Secretariat but must be authorised by the Secretary-General or the ISCO President.

Requirements for consultation and approval are noted in Schedule A.

Changes can be made effective immediately, delayed or made subject to wider approval at the discretion of the Secretary-General or ISCO President.

## **Article XXI Dissolution**

ISCO may, at any time, be dissolved by resolution of a General Meeting of ISCO approved in writing by two thirds of the active Members.

In case of dissolution, funds and property of ISCO shall be distributed in a manner determined at that meeting by a simple majority of those attending.