

CONSTITUTION OF THE GHANA CHAMBER OF SHIPPING

PREAMBLE

The members of the Ghana Chamber of Shipping :

TAKING COGNIZANCE of the indispensable role of shipping to the development of Ghana's economy,

DEEPLY CONSCIOUS of the need to contribute to the attainment of the tenets of "Transforming Our World: the 2030 Agenda for Sustainable Development",

NOTING that the non-existence of an independent maritime *Think Tank* leaves a gap in the developmental efforts of the country,

APPRECIATIVE of the roles played by parastatals and the private sector operators within the maritime industry,

RECOGNIZING that the establishment of a Chamber of Shipping that serves as a *Think Tank* would go a long way in providing the requisite harmony and cooperation that would complement the efforts of the parastatals and the private sector operators in Ghana,

BEARING IN MIND the global character of shipping and the need to promote professionalism and best practice amongst its members in conformity with international standards,

DO HEREBY ENACT, ADOPT AND GIVE TO OURSELVES THIS CONSTITUTION

ARTICLE ONE

1. ESTABLISHMENT OF THE GHANA CHAMBER OF SHIPPING

(1.) There is incorporated under the companies Act, a company limited by Guarantee with perpetual succession to be known as “ The Chamber of Shipping – Ghana” trading as “The Ghana Chamber of Shipping”

ARTICLE TWO

2. OBJECTS AND FUNCTIONS

(1) . The objects and functions of the Ghana Chamber of Shipping are:

- (a) To provide advice on policies and strategies for the sound development of the maritime industry in Ghana.
- (b) To liaise with governmental bodies in Ghana whose work impinge on the maritime industry in order to achieve harmony in the industry.
- (c) To advise the government of Ghana on maritime matters generally.
- (d) To disseminate information to relevant maritime institutions in Ghana in their area of competence and specialization.
- (e) To cooperate with relevant foreign and international bodies in furtherance of its objects.
- (f) To perform any other functions incidental to the foregoing.

ARTICLE THREE

3. GOVERNING BODY OF THE GHANA CHAMBER OF SHIPPING

(1) . The governing body of the Ghana Chamber of Shipping shall be a Council consisting of eleven founding members.

ARTICLE FOUR

4. FUNCTIONS OF THE COUNCIL

(1). The council shall formulate policies necessary for the achievement of the objects of the Ghana Chamber of Shipping.

(2) The Council Shall be responsible for the appointment of the Executive Secretary of the Chamber

(3) The Council shall receive periodic Reports from the Executive Secretary and other sub committees of the Council.

(4) The Council shall where necessary enter into Agreements with other Governmental, Inter - Governmental and Non- Governmental Organisations whose objects are in whole or in part, similar to the objects of the Chamber

(5) The Council shall be responsible for the holding of the Annual General Meetings of the Chamber.

ARTICLE FIVE

5. TENURE OF OFFICERS OF THE MEMBERS OF THE COUNCIL

(1.) A member of the Council shall hold office for a four year term and is eligible for reappointment/ election for another term of four years but a member shall not be eligible for appointment/ election for more than two terms.

(2) A member of the Council may at any time resign from the office in writing addressed to the Chairman of the Council.

(3) . The Chairman and the Vice- Chairman of the Council shall be elected by the members of the Council and shall hold office for a period of four years

(4) . Elections for the position of Chairman and Vice - chairman shall be held three months before the end of term of the Chairman and Vice Chairman to enable a smooth transition for incoming officers

ARTICLE SIX

6. MEETINGS OF THE COUNCIL

- (1) The Council shall meet at least once every three months
- (2) The Chairman shall at the request in writing of not less than five members of the Council convene an extraordinary meeting of the Council at a place and time to be determined by the Council
- (3) The quorum for a meeting of the Council shall be five members of the Council
- (4) The Chairman shall preside at meetings of the Council or in his absence the Vice Chairman.
 - (5) A member of the Council elected by members from amongst their number shall preside at a meeting of the Council in the absence of the Chairman or Vice Chairman
 - (6) Matters before the Council shall be decided by a majority of members present and voting and in the event if a tie, the chairman or the person presiding in the absence shall have the casting vote.
 - (7) Voting shall be by show of hands.
 - (8) The Council may co-opt a person to attend a Council meeting but that person shall have no voting rights.
 - (9) The proceedings of the Council shall not be invalidated by reason of a vacancy in the members present if a quorum was attained before the start of the meeting.
 - (10) The Council shall regulate its own procedure at its meetings.

ARTICLE SEVEN

7. ESTABLISHMENT OF COMMITTEES

- (1) The Council may establish committees consisting of members of the council or non- members or both to perform any functions as the Council may determine.
- (2) Such Committees may include but not limited to the following:

- (a) Trade Facilitation Committee
- (b) Maritime Law and Regulations Committee
- (c) Shipping Policy Committee
- (d) Maritime Safety, Security and Environmental Protection Committee
- (e) Any other Committee that may be determined by the Council from time to time.
- (f) The Terms of Reference of the Various Committee Shall be determined by the Council.
- (g) A Committee of the Council shall be chaired by a member of the Council

ARTICLE EIGHT

8. APPOINTMENT OF EXECUTIVE SECRETARY

- (1) The Council shall appoint an Executive Secretary for the Ghana Chamber of Shipping
- (2) The Executive Secretary shall hold office on terms and conditions specified in the letter of appointment

ARTICLE NINE

9. FUNCTIONS OF THE EXECUTIVE SECRETARY

- (1) The Executive secretary is responsible for the day to day administration and operations of the Ghana Chamber of Shipping and is answerable to the Council in the performance of the duties assigned to it under this constitution.
- (2) The Executive Secretary may delegate a function to an authorized officer of the Chamber but shall not be relieved of the ultimate responsibility for the performance of the delegated function.
- (3) The Executive Secretary shall in consultation with the Council, appoint staff of the Council as are necessary for the proper and effective performance of the functions of the Chamber.

ARTICLE TEN

10. MEMBERSHIP OF THE GHANA CHAMBER OF SHIPPING

(1) The membership of the Ghana Chamber of Shipping shall be open to the following:

(a) Corporate members,

(b) Governmental Agencies in international transport (parastatals),

(c) Individual Members,

(d) Operators in the industry - shipping agents, port operators, freight forwarders, stevedoring companies,

(e) Haulage Associations

(f) Maritime Training Institutions

(g) Ancilliary Service Providers (Banks, Insurance companies etc)

(h) An application for membership shall be made to the Executive Secretary accompanied by such membership fees as may be determined by the Council from time to time.

(i) Membership subscription shall be renewed annually.

(j) A candidate for membership of the Ghana Chamber of Shipping shall forward to the Executive Secretary a written application in the form prescribed by the Governing Council of the Ghana Chamber of Shipping and such application shall be supported by the recommendation of at least two members of the Council as proposer and seconder.

(k) The application shall not be approved until it has been duly considered by the Council.

(l) The Council shall have the power to require the attendance of the proposer and or seconder of any candidate for membership, for the purpose of enquiring into the status and credentials of such candidate.

(m) The application for membership may be refused if the applicant does not satisfy the stipulated criteria.

ARTICLE ELEVEN

11. GENERAL MEETINGS OF THE CHAMBER

- (1) The Chairman in consultation with members of the Council shall convene a general meeting at least once every quarter.
- (2) Where so required, an emergency meeting of the Chamber may be convened by the Chairman in consultation with members of the Council.
- (3) The chairman or in his absence, the Vice - Chairman shall preside over meetings of the Chamber.
- (4) Where the Chairman or the Vice Chairman are not present for any particular meeting, the members shall elect any member of the Council to preside over the meeting.

ARTICLE TWELVE

12. ANNUAL GENERAL MEETING

- (1) An Annual General Meeting of the Chamber shall be held in April of each year or soon thereafter as the Council may conveniently arrange for the following purposes:
 - (a) To receive the Report of the Council on its work.
 - (b) To approve the financial statements for the year.
 - (c) To appoint or approve of the External Auditors for the ensuing financial year.
 - (d) To consider any other matters within the competence of the General Meeting notified by the Council or a member of the Chamber and included in the agenda for the meeting.
- (2) The agenda for an Annual General Meeting shall be circulated to members of the Chamber at least two weeks before the meeting.

ARTICLE THIRTEEN

13. FUNDS OF THE CHAMBER

(1) The funds of the chamber shall include:

(a) Registration Fees

(i) Corporate Members - \$700 or its equivalent in cedis

(ii) Individual Members - \$ 400 or its equivalent in cedis

(b) Annual Fees of Members approved by the Council.

(c) Yearly renewal of subscription fees

(d) Donations, grants and any other moneys received by the chamber on behalf of the Chamber.

ARTICLE FOURTEEN

14. ACCOUNTS AND AUDIT

(1) The Chamber shall keep books of accounts and proper records related to the operations of the Chamber in a form approved by the Council.

(2) The Council shall appoint the External Auditor to conduct an annual audit into the financial operations of the Chamber.

(3) The financial year of the chamber shall be the same as the financial year of the government of Ghana

(4) The Ghana Chamber of Shipping being a company limited by guarantee may not lawfully carry on any business for the purpose of making profits and any moneys made in the course of its operations shall be ploughed back in furtherance of the operations and sustenance of the Chamber.

ARTICLE FIFTEEN

15. AMENDMENT AND DISSOLUTION

- (1) The Constitution may be abrogated, amended or modified by a two-thirds majority of members present and voting at a General Meeting of the Chamber upon giving due notice in the agenda and proposals for such amendment, modification or dissolution.