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November 7, 1935.

**THE MARITIME LAW ASSOCIATION
OF THE UNITED STATES**

NOTICE OF SPECIAL MEETING

A *Special Meeting* of the Association will be held on

FRIDAY, DECEMBER 13, 1935, AT 8.30 P. M.,

at the House of the Association of the Bar, 42 West 44th Street,
New York City,

for the purpose of considering the amendment of the By-Laws
proposed by the Executive Committee in its report
printed herewith.

ARNOLD W. KNAUTH,
Secretary,
80 Broad Street,
New York City.

REPORT OF EXECUTIVE COMMITTEE

TO THE

MARITIME LAW ASSOCIATION

At the annual meeting of the Association, held April 26, 1935, the following resolution was adopted:

RESOLVED, that the Executive Committee of the Association be directed to meet and consider and report at a Special Meeting of the Association to be held on a date to be fixed, preferably not later than June, 1935, on the advisability of revising the Constitution and By-Laws of the Association in order to bring about greater continuity and more effective functioning of the Executive Committee of the Association through

(a) increasing the tenure of office of individual members and providing for partial replacement by classes each year;

(b) more specific definition of powers, duties and authority of the Executive Committee;

(c) provision for more effective organization of the Committee for co-operating with the officers and furthering the purposes of the Association;

and that the Executive Committee be further directed to consider plans for extending the membership of the Association, particularly in those sections of the country not now well represented, and for increasing the interest of the members in the meetings of the Association and the usefulness of the Association to the members, to legislators, and to the public.

In accordance with the instructions contained in this resolution, we, as the Executive Committee of the Association, have drafted By-Laws to accomplish the three purposes mentioned in the resolution; but, because of summer vacations, it was found impracticable to report to a meeting to be called in June last, hence our report has been withheld until now.

We annex a draft of By-Laws which the Committee has approved.

Article 10 of these By-Laws provides that the Executive Committee shall consist of nine members elected as such, divided into three classes, and of the President and Secretary and Treasurer; thus there are eleven members in all. Each class of the members elected as such shall hold office for three years, thus permitting holdovers as is suggested in the resolution.

The powers, duties and authority of the Executive Committee are defined as is directed in the resolution. In considering the subject of powers, duties and authority of the Executive Committee, we found that it was not sufficient to define such powers, but that, to avoid ambiguity, it was necessary to define also the duties of the other officers of the Association. We have attempted to define those duties in Article 6 of the proposed By-Laws.

In the second paragraph of that article we have endeavored to comply with the instructions relative to making the Association useful to legislators and to the public.

One of the difficulties under which the Association has labored since its organization is that many members of the Executive Committee reside at a considerable distance from the City of New York. Therefore, with only a minority of the members of the Executive Committee available in New York for meetings, it has been found practically impossible to secure a quorum, hence no meetings of the Executive Committee have been called. With a view to rectifying this situation we have provided in Article 10 that a quorum of the Executive Committee shall consist of five members, voting either in person or by mail. A quorum is thus provided which should not be difficult to obtain, as three of the members usually reside in New York, and

they with the President and Secretary and Treasurer would provide a quorum. This By-Law further provides that members of the Committee absent from New York may vote at any meeting by mail or telegraph, thus giving such members a means of expressing their views without incurring the expense of a visit to New York. In order to secure meetings of the Executive Committee for the future, we have provided that there must be four meetings each year.

The Association is indebted to Mr. James W. Ryan for arranging several enjoyable, informal meetings, where an opportunity was afforded to hear the views of distinguished naval architects and to inspect two superb modern passenger ships, the "Rex" and the "Normandie." These meetings were largely attended. On behalf of the Association, the Committee expresses its appreciation to The Italian Line and to The French Line for instructive visits to those vessels. The Committee feels that if the Association can arrange similar opportunities to permit its members to familiarize themselves with modern marine construction, it will probably interest persons living in other parts of the country, and thus accomplish the purpose expressed in the last paragraph of the resolution. The program for at least one meeting each year might include a visit, under the guidance of an expert surveyor, to a modern steam or motor vessel, or a visit to a well-equipped shipyard. It has also been suggested that an annual dinner should be given by the Association. The Committee thinks well of this suggestion, but is of opinion that if such a dinner is held, the members should be prepared to spend a sum sufficient to provide a function which will be dignified and in accord with the purposes of the Association. We think also that the expense of the dinner should be defrayed by those who attend it. The general funds of the Association may, of course, be used to defray secretarial expenses and the cost of entertaining guests who may be invited by the Association.

We shall appreciate comments from the members of the Association in connection with the foregoing suggestions. If a substantial number of members indicate by letter addressed to the Secretary that they favor the suggestions, we shall request the

President to appoint a Special Committee to make the necessary arrangements for a program for the next meeting of the Association.

September 30, 1935.

Respectfully submitted,

J. FRANK STALEY,
GEORGE M. LANNING,
GEO. H. TERRIBERRY,
IRA A. LILLICK,
LAWRENCE BOGLE,
CHAUNCEY I. CLARK,
T. CATESBY JONES,
CLETUS KEATING.

(PROPOSED) ARTICLES OF ASSOCIATION AND
BY-LAWS.

NAME.

1. The name of the Association shall be THE MARITIME LAW ASSOCIATION OF THE UNITED STATES.

OBJECTS.

2. The objects of the Association shall be to advance reforms in the Maritime Law of the United States, to facilitate justice in its administration, to furnish a forum for the discussion and consideration of problems affecting the Maritime Law and its administration, and to act with foreign and other associations in efforts to bring about a greater harmony in the Shipping Laws, regulations and practices of different nations.

MEMBERSHIP.

3. Any citizen of the United States who is interested in the objects of the Association as stated in Article 2 shall be eligible for membership. Members shall be elected by the Association on recommendation of the Executive Committee.

There shall be two classes of regular membership: active and associate.

The annual dues of active members shall be \$5.00, payable May 1st each year.

Associate members shall pay no dues and shall not have the privilege of voting.

Any member who shall be in arrears for one year or more may be dropped from membership by the Executive Committee. Dues of members in the active service of the United States Government or any of its Departments shall be waived during the time of such service.

HONORARY MEMBERS.

4. The Executive Committee may elect any person who has rendered distinguished service in the advancement of the Mari-

time Law or its administration, as an Honorary Member. Honorary Members shall pay no dues and shall have no vote.

OFFICERS.

5. Officers of the Association shall be a President, a Vice-President, and a Secretary and Treasurer. They shall be elected at the annual meeting of the Association, to serve for one year and until their successors have been elected.

DUTIES OF OFFICERS.

6. The President shall be the chief executive officer of the Association and as such, subject to the Articles of Association and By-Laws, shall generally supervise its affairs, and at the annual meeting shall report as to its condition, activities and progress. He shall have power to call special meetings of the Association and of the Executive Committee.

The President, with the advice and approval of the Executive Committee, may authorize any committee or individual to represent the Association before any Congressional or State Legislative Committee, or before any Federal or State Department, Commission or Board, and present the views of the Association; provided, however, that if the members of the Executive Committee present or voting at a meeting called to consider the views of the Association after due notice of the object of such meeting are not in unanimous agreement as to such views, then in that event no committee or member of the Association shall be authorized to represent the Association unless and until the subject-matter shall have been considered at a meeting of the Association, after due notice, and the Association by a two-thirds' vote of those present shall have given the required authority.

The President shall have authority to appoint such standing committees as he may deem necessary to facilitate the business of the Association. Such standing committees shall report in writing to the President.

7. The Vice-President shall perform such duties as may be assigned to him by the President or by the Executive Committee

within the terms of the Articles of Association and By-Laws, and shall discharge the duties of the President whenever in the discretion of the Executive Committee the disability or absence of the President makes such designation advisable.

8. The Secretary and Treasurer shall keep a record of the proceedings of all meetings of the Association and of all other matters of which a record shall be ordered by the Association.

He shall notify the officers and all members of Committees of their election or appointment, shall issue notices of all meetings, and, in case of special meetings, shall add a brief notice of the object of the call.

He shall be the keeper of the seal of the Association.

He shall keep at all times a complete roll of the members and shall notify new members of their election.

On the order of the Executive Committee he shall collect and disburse all funds of the Association and shall keep regular accounts in books belonging to the Association.

At the annual meeting of the Association and at meetings of the Executive Committee he shall report in writing the balance of money on hand and any existing appropriations which may affect the same.

He shall perform such other duties as may from time to time be assigned to him by the Executive Committee.

ANNUAL MEETING.

9. The annual meeting of the Association shall be held on the first Friday of May in each year, unless the President, with the concurrence of the Executive Committee, shall fix some other date.

Thirty-five active members present in person shall constitute a quorum at any meeting of the Association.

EXECUTIVE COMMITTEE.

10. There shall be an Executive Committee, to consist of nine elected members, divided into three classes, and the President, Vice-President, and Secretary and Treasurer, who shall be *ex officio* members thereof.

At the next annual meeting of the Association, three members of the Executive Committee shall be elected for a term of one year, three members for a term of two years, and three members for a term of three years, and thereafter three members of the Executive Committee shall be elected at each annual election for a term of three years, and also such additional members, if any, as may be necessary to fill vacancies, to hold office during the remainder of the terms of the members whose places they fill.

The Executive Committee shall hold at least four meetings in each year and shall make an annual report to the Association of their activities during the year.

Five members voting either in person or by mail or telegraph shall constitute a quorum at any meeting of the Executive Committee.

Members of the Executive Committee absent from New York may vote on any matter coming before said committee by mail or telegraph.

All appropriations of funds of the Association must be made or approved by the Executive Committee.

The Executive Committee shall consider from time to time, either on their own motion or at the suggestion of any member in writing, such matters affecting the objects of the Association as in the judgment of the Committee should be the subject of investigation, consideration, discussion and action. The President is authorized and directed to appoint committees to take up such subjects as may be deemed desirable by the Executive Committee.

The Executive Committee shall study ways and means, and take such measures as it may deem appropriate, to increase the membership and general usefulness of the Association.

If these Articles are adopted before the next annual meeting of the Association, the Executive Committee shall serve until the time of the next annual meeting, with all the powers and duties set forth in these Articles and By-Laws.

11. Vacancies in all elective offices, with the exception of the office of President, shall be filled by the members of the Executive Committee, such appointed incumbents to hold office until the next annual meeting.

AMENDMENTS.

12. These Articles and By-Laws may be amended by vote of two-thirds of the members present at any meeting of the Association, provided, however, that notice of any proposed amendment, together with its text, is submitted to the Executive Committee ten days prior to the meeting at which the amendment is to be considered. The Executive Committee shall make a recommendation to the Association regarding the advisability of adopting any proposed amendment.

Members desiring to present amendments to the foregoing, or to present other business to the meeting, will please communicate with

ARNOLD W. KNAUTH,
Secretary,
80 Broad Street,
New York City.
