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REGISTRATION DIVISION

**CONSTITUTION
OF**

**ASSOCIATION OF TERMINAL OPERATORS, STEVEDORING AND SHIPPING
COMPANIES OF MICRONESIA ("ATOSSCOM")**

ARTICLE I - NAME

The name of this organization is the ASSOCIATION OF TERMINAL OPERATORS, STEVEDORING AND SHIPPING COMPANIES OF MICRONESIA ("ATOSSCOM"). The term of this organization is perpetual.

ARTICLE II - LOCATION AND ADDRESS

The location of the organization is the Port Authority of Guam, whose address is 1026 Cabras Highway, Suite 201, Piti, Guam 96915.

ARTICLE III - OBJECTIVES AND PURPOSES

The Association of Terminal Operators and Stevedoring Companies of Micronesia (ATOSCOM) was originally founded on June 24, 1974 in the Trust Territory of the Pacific Islands, Palau District, to promote ports and cargo terminals within Micronesia. The objective of this Association shall be to continue the original intent and to increase the efficiency of ports and harbors through the development and dissemination of information useful to Terminal Operators, Stevedoring and Shipping Companies and through providing them with an opportunity of associating together, all for the purpose of furthering knowledge in the fields of port organization, management, administration, operation, development and promotion; thereby advancing friendship and understanding and the growth of waterborne commerce.

ARTICLE IV - UNDERTAKINGS

This Association shall carry out the following undertaking in order to accomplish the objectives and purposes specified in the foregoing Article.

- a) The holding of conferences of the ASSOCIATION OF TERMINAL OPERATORS, STEVEDORING AND SHIPPING COMPANIES OF MICRONESIA as provided in the By-Laws.
- b) The publication of the minutes of Conferences and an official Association journal or other publications concerning Terminal and Stevedoring Operations as may be authorized by this Association.
- c) The establishment of relations with other organizations, associations and agencies on matters of mutual interest concerning terminal, ocean transportation and stevedoring operations.

- d) The dissemination to ports and harbors, and government agencies and private operators thereof, of the accomplishments of this Association as expressed in resolutions, bills, reports of committees, and the published proceedings thereof.
- e) The establishment of committees from among the membership of, this Association for reference purposes of members engaging in the organization, administration, development, operation, utilization, management or promotion of ports, harbors, ocean transportation and other water related commerce activities.
- f) The assumption of other undertaking necessary to effectuate and realize the objectives and purposes of this Association.

ARTICLE V – MEMBERSHIP

Membership:

- a) The membership of this Association shall, subject to the provisions of the By-Laws, consist of public and private corporations, individuals, boards or commissions, organizations, associations, and other bodies (whether governmental, public or private, and whether incorporated or unincorporated) interested in supporting and promoting the objectives and purposes of the Association.

Classification of Members:

- a) The members of this Association may be divided into two (2) classes as may be provided by the By-Laws, and the qualifications for membership in each class, the method of election thereto, and the rights, privileges, and duties of and membership dues to be paid by the members of each class, shall be as provided in the By-Laws; provided that the right to vote shall not be granted to others than that of the Regular Members of the Association.

ARTICLE VI – OFFICERS

The officers of this Association shall be a President, Vice President, Secretary and Treasurer as provided by the By-Laws. The qualifications, method of election or appointment, terms, and powers and duties of the officers, boards and committees of this Association shall be provided in the By-Laws.

The names and mailing addresses of the officers, who shall serve until the election of their successors and appointment of officers, are:

Name	Address
Lee Cabrera President	Box 500123 Tuturam Drive Saipan, MP 96950

Name	Address
Charles B. Stinnett Vice President	1018 Lagoon Drive Majuro, MI 96960
George R. Torwan Treasurer	Keng Street Weloy, Yap 96943
Steven P. Muna Secretary	115 Peter JP Muna Lane, Unit#101 Mangilao, Guam 96913

ARTICLE VII – CONFERENCES

Conferences of this Association shall be at such interval and at such times and places as may be provided by the By-Laws; provided that in case of emergency, the President may cancel, postpone or change the date or place of holding a Conference.

ARTICLE VIII – VOTING

The members of this Association who have the right to vote may exercise such right, with respect to any matter proper to be acted upon by their votes, either by voting in the usual way at a Conference of this Association duly held or by voting by correspondence or by virtual communication, as may be provided by the By-Laws.

ARTICLE IX – DISSOLUTION

This Association may only be dissolved upon the unanimous vote of the Regular Members. In the event of dissolution, the assets of this Association shall be liquidated by a person, firm or corporation appointed by the Executive Committee from an Internationally recognized Certified Public Accountant. Such liquidation shall be carried out in accordance with the laws of the territory of Guam. The final assets of the Association remaining after liquidation and the payment of all lawful debts of this Association shall be distributed in the manner ordered at the time the dissolution is determined. No member shall have any right in or claim to any portion of such assets upon the dissolution by reason of his membership, except such rights or claims, if any, as may be accorded him by such order of distribution.

ARTICLE X – POLITICAL ACTIVITIES

The Association shall not participate or intervene in any political campaign on behalf of, or in opposition to, any candidate for public office to an extent that would disqualify it from tax exemption under section 501(c)(4) of the Internal Revenue Code.

ARTICLE XI

This Association is not organized for profit, and no part of the net earnings of this organization shall inure to the benefit of any member of the Association or any other individual except that this Association may make payments of reasonable compensation for services rendered. The corporation shall never be operated for the primary purpose of carrying on a trade or business for profit.

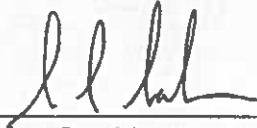
ARTICLE XII – BY-LAWS

The membership of this Association shall have the right to adopt By-Laws for this Association which shall contain such provisions for the governance and regulation of the affairs of this Association and for the disposition of assets upon any dissolution of this Association, not contrary to or inconsistent with this Constitution, as may be deemed necessary or advisable; and such By-Laws may and can be altered and amended in the manner provided for in said By-Laws.

ARTICLE XIII – AMENDMENTS

This Constitution shall be adopted by a majority vote of those attending the organizational Conference and may be amended at any Conference by two-thirds vote of all the members of this Association having the right to vote, provided that notice of such amendment is included in the Conference Agenda of such Conference.

KNOW ALL MEN BY THESE PRESENTS that we the undersigned, being the Executive Committee of the Association of Terminal Operators, Stevedoring and Shipping Companies of Micronesia, hereby certify that the foregoing Constitution was duly adopted as the Constitution of said organization on the 15th day of August 2023.



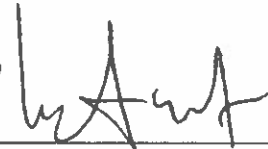
Lee Cabrera, President

Subscribed and sworn to before me this 15th day of August 2023
by the person known to me to be Mr. Lee Cabrera.



Notary Public

SONIA SILIANG
NOTARY PUBLIC
In and for Guam, U.S.A.
My Commission Expires: **JULY 10, 2024**
P.O. Box 949, 1270 N. Marine Corps Drive, Suite 101 Tamuning, Guam 96913



Charles B. Stinnett, Vice President

Subscribed and sworn to before me this 15th day of August 2023
by the person known to me to be Mr. Charles B. Stinnett.



Notary Public

SONIA SILIANG
NOTARY PUBLIC
In and for Guam, U.S.A.
My Commission Expires: **JULY 10, 2024**
P.O. Box 949, 1270 N. Marine Corps Drive, Suite 101 Tamuning, Guam 96913

George R. Torwan
George R. Torwan, Treasurer

Subscribed and sworn to before me this 15th day of August 2023
by the person known to me to be Mr. George R. Torwan.

Sonia Siliang
Notary Public

SONIA SILIANG
NOTARY PUBLIC
In and for Guam, U.S.A.
My Commission Expires: **JULY 10, 2024**
PMB 949, 1270 N. Marine Corps Drive, Suite 101 Tamuning, Guam 96913

Steven P. Muna
Steven P. Muna, Secretary

Subscribed and sworn to before me this 15th day of August 2023
by the person known to me to be Mr. Steven P. Muna.

Sonia Siliang
Notary Public

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NOTARY PUBLIC
In and for Guam, U.S.A.
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Association of Terminal Operators, Stevedoring and Shipping Companies of Micronesia



Statement on Water Transportation and Training Program

The Association of Terminal Operators, Stevedoring and Shipping Companies of Micronesia (ATOSSCOM) is a non-profit association of companies engaged in the water transportation industry. The purpose is to forge and continue developing specialized knowledge in all aspects of seaport development, management, organization, administration, and operations in order to advance the water transportation industry of the islands of Micronesia.

ATOSSCOM has established the **Water Transportation and Training Program (WTP)** that is supported by and offered to the members of the association. The Port Authority of Guam is a member and currently serves as Secretary of the ATOSSCOM Executive Committee. The Port of Guam facility is the seaport where on-the-job trainings, exercises and simulations are conducted. The WTP program primarily consist of on-the-job training in addition to any curriculum instruction concerning agency-carrier, and port terminal and stevedoring mode of operation.

Training Platform

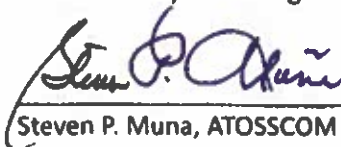
The WTP training platform is focused on the day-to-day operations of a shipping port that entails:

- line handling (securing a ship to the dock), boarding a vessel, unlash and lashing of containers to ensure they are ready to be off loaded from the ship, or secured properly for the departure of the vessel.
- cargo checking - the processing and proper clearing of inbound and outbound cargo containers.
- securing and rigging of straps and slings for non-containerized (break-bulk) cargo.
- operating the ships gears (cranes or winches) as well as on the various cargo handling equipment (Top Loaders, Forklifts, Tractors, etc.).

Training Certificate of Completion

WTP Training Program provided to the member representatives is conducted annually on a rotational basis for a 28-day period. The costs associated with the WTP training program is supported by Members of ATOSSCOM that helps in defraying the expenses of the 28-day training program. As the 28-day WTP training is conducted in all aspects of operating a port, all safety requirements for all the various operations are enforced and made part of the training curriculum. ATOSSCOM does not issue "Safety Certification", as this program is not conducted by certified Safety Instructors. Certificates of Completion of the Water Transportation and Training Program are issued to its participating members. It is also the intent of ATOSSCOM to establish the Alfred B. Santos Scholarship Fund, which will provide the financial support for continued membership training.

On this the 31 day of August, 2023, I hereby attest that the above statement to be true and correct to the best of my knowledge.



Steven P. Muna, ATOSSCOM Secretary

