

CONSTITUTION OF CAITHNESS DIVING CLUB (2017)

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1. SCOPE

These Byelaws shall regulate the structure, administration and activities of Caithness Diving Club (2017).

2. OBJECTS

The aim and objects of the Club shall be to provide for its members, facilities and opportunity for training, for diving in accordance with the standards of Nationally Recognised Schemes, together with related social activities.

3. HEADQUARTERS

The Headquarters of the Club shall (currently) be at Unit 4, Neil Gunn Drive, Thurso or at such other location as may be decided by the Club in the General Meeting; provided however, that the Club's Committee of management provided for in Byelaw 6 ('the Committee') may at any time designate an alternative venue, which shall be the interim Headquarters until the change of venue has been voted upon by the Club. For correspondence, the address of the incumbent Secretary shall be used.

4. CLUBHOUSE

The Committee shall maintain a clubhouse or appoint another meeting place for the convenience of members; provided however, that no change in clubhouse or meeting place shall be final unless and until it has been ratified by the Club in a General Meeting.

5. MEMBERSHIP

- (i). There shall be three classes of member :
 - (a) Full Diving Member who may be any person 18 years of age or over - or at the Committees discretion. Such a member shall be demonstrably trained to the standards of a Nationally Recognised Scheme.

- (b) Affiliated Member who may be of any age but shall not be entitled to take part in any activity involving the use of a breathing set.
 - (c) Honorary Member who may be any person invited by the Committee, in their absolute discretion, to become such a member.
- (ii). An applicant for membership of the Club shall apply to the Committee and upon acceptance of his application and payment of the appropriate Club fees shall be a member of the class which he applied and is eligible. The Committee may delegate to such members of the Club as it may see fit the responsibility for entertaining and accepting applications for membership.
- (iii). Any applicant for full membership, or any member renewing their full membership, must demonstrate that they have Third Party Insurance through being a member of a Nationally Recognised Diving Organisation or by having personal Third Party Insurance setup specifically for the purpose of covering diving activities.
- (iv). Any member renewing their full membership must demonstrate their compliance with the Club Rules covering the use of equipment which has been appropriately certified/tested to the relevant National Standards.
- (v). A member shall retain his membership until he has resigned or is deemed to have resigned in accordance with this paragraph or Byelaw 17. If payment of their Club subscriptions is 90 days or more overdue, a member shall be deemed to have resigned.

6. MANAGEMENT

- (i). The Club shall be managed by a Committee elected at each Annual General Meeting of the Club which shall comprise of four officers, who shall serve ex-officio, and no less than 2 or more than 8 other members.
- (ii). The four Club Officers shall be the Chairperson, the Diving Officer, the Secretary and the Treasurer. The duties of the Officers shall be as set out in the following Byelaws.
- (iii). The Committee shall hold and administer for the benefit of the membership all funds, equipment and property owned by the club.

7. THE CHAIRPERSON

The Chairperson shall be the Chief Executive Officer of the Club. He shall take the chair at all meetings of the Club and of the Committee at which he is present, and subject to the provisions of these Rules, his decision on matters of procedure shall be final.

8. THE DIVING OFFICER

The Club's Diving Officer shall have responsibility for training and diving activities of the Club and for the safe conduct thereof. They shall ensure that the said activities are carried out in accordance with practices and procedures recommended by appropriate Nationally Recognised Diving Organisations. The Diving Officer may delegate training duties to a Training Officer, who shall be responsible to them for the performance thereof. The Diving Officer's decision in respect of their responsibilities shall be final in the Club, subject only to such guidelines consistent with the Byelaw as may be established from time to time by the Committee.

9. THE SECRETARY

The Secretary shall maintain the Club records and shall record the meetings of the Committee and General Meetings of the Club and such other meetings as the Chairperson may request. He shall be primarily responsible for the Club's communication with third parties, and shall keep the Officers, the Committee and or the Club, as may be appropriate, informed of matters coming to his attention which pertain to Club activities.

10. THE TREASURER

The Treasurer shall be responsible for dealing with all monies received or paid on behalf of the Club. He shall make any investment of the Club funds approved by the Committee. He shall keep records and proper books of account of all the financial transactions conducted in the Club's name. He shall prepare for consideration by the Committee, a statement of income and expenditure and a balance sheet to the last day of February each year which shall be audited by the Club auditors for submission to the Annual General Meeting.

He shall arrange for all Club funds and securities to be kept on deposit with a bank or banks approved by the Committee and shall maintain a current account on which cheques or other orders may be signed by any two officers. With the approval of the Committee, the Treasurer may open one or more current accounts on which any other member of the Committee has joint signature authority.

11. ANNUAL GENERAL MEETING

- (i). The Annual General Meeting of the Club shall be held in March each year. Notice of the meeting and the agenda thereof shall be sent by post or otherwise transmitted to all paid-up members, 3 weeks before the meeting.
- (ii). The notice shall request nominations for officers and the Committee.

- (iii). To be valid, nominations must be :
 - (a) Seconded and
 - (b) Endorsed by the nominee to the effect that they are willing to accept the position if elected
- (iv). The officers and other members of the Committee, including the Vice Chairperson, shall be elected at the meeting by ballot. If a nominee stands unopposed, he shall be deemed to have been so elected.
- (v). The notice of the meeting shall also include the text of any motion proposed by the Committee. Any member may propose amendments to such motion and may make any further motion for consideration at the meeting but such amendments and further motions must be proposed and seconded in writing and delivered to the Secretary not less than fourteen (14) days before the meeting.
- (vi). At least ten percent (10%) of the Club's membership entitled to vote at the meeting shall be required for a quorum.
- (vii). The right to vote at the meeting shall be restricted to subscription paying members whose current subscriptions are fully paid.

12. EXTRA ORDINARY GENERAL MEETINGS

- (i). Any General Meeting of the Club other than the Annual General Meeting shall be known as an Extra Ordinary General Meeting.
- (ii). The Committee may call an Extra Ordinary General Meeting at any time upon giving not less than fourteen (14) days publicised notice thereof to all paid-up members. The notice shall state the reasons for the meeting and shall include the text of any proposals for consideration thereat. Amendments to such motions may be proposed at the meeting.
- (iii). Deleted
- (iv). The Committee shall call a Extra Ordinary General Meeting upon receipt of a request to do so signed by no less than 3 paid-up members. Provided that the request states the reason therefore and contains the text of at least one motion proposed for consideration thereat. The provisions of the preceding paragraph shall apply with regard to convocation and conduct of the meeting.
- (v). The provision of Byelaws 11 (vi) and (vii) shall apply to Extra Ordinary General Meetings.

13. VOTING

- (i). Subject to the provisions of Byelaw 11(iv) and 19(ii) and of the next succeeding paragraph, voting on any given motion at a General Meeting shall be by a show of hands or ballot, as the Chairperson may decide and motions shall be carried by the affirmative votes of a simple majority of voting members present.
- (ii). Subject to Byelaw 20, a motion to alter these Byelaws shall only be carried by at least a two-thirds majority of affirmative votes cast by not less than 10% of the members of the Club entitled to vote at General Meetings. Such motions may be voted upon in General Meeting or by postal ballot of all voting members.
- (iii). Except as provided in Byelaws 19 and 20, the Committee may put any motion to the voting membership at any time by postal ballot.

Voting papers for such ballot shall be sent to all paid-up members not less than fourteen (14) days before the date on which the votes are to be counted. A motion put to postal ballot shall only be carried by a majority of affirmative votes cast by not less than 10% of the members of the Club entitled to vote at a General Meeting.

14. COMMITTEE

- (i). The Committee shall take office upon election and shall hold office until their successors have been elected.
- (ii). The Committee shall have the power to fill any vacancy amongst the officers of the Club or amongst the rest of the Committee's membership which occurs during their term of office, and any person newly appointed to the Committee to fill such vacancy shall become a full voting member thereof.
- (iii). The Committee shall determine any question as to the interpretation of these Byelaws and of any regulations made hereunder and may rule in connection with any situation not otherwise provided for herein. In the latter event, such ruling shall only remain in effect until the next General Meeting of the Club. Its continued validity shall depend upon ratification of that meeting.
- (iv). A simple majority of voting Committee members then serving shall form a quorum for a meeting; provided however, that no quorum can be formed without the presence of either the Chairperson, the Vice Chairperson or the Secretary.
- (v). No resolution may be adopted by the Committee unless :
 - (a) It has the affirmative votes of a simple majority of those members present and entitled to vote and
 - (b) The number of such votes is at least equal to a simple majority of the number of the members required to open the meeting at which the resolution is proposed.

- (vi). No member shall be entitled to vote on a matter in which his interest differs from that of the Club as a whole, and he shall withdraw from any meeting during the period of discussion of such interest.
- (vii). Any officer and the Vice Chairperson shall each have the power to require the Secretary to call a meeting of the Committee at any time.

15. MONTHLY MEETINGS

The Committee shall arrange for informal monthly meetings of the Club (as required) to provide an opportunity for an exchange of opinions between the membership and the Committee. Notice of a meeting shall be posted with the previous month's minutes not less than two weeks before the date thereof.

16. CLUB ACTIVITIES

- (i). At the discretion of the Diving Officer, Club diving and open water training activities shall be open to members of other Clubs and to guests.
- (ii). Subject to such regulations as may be established from time to time by the Committee, any Club member and, with the prior approval of the official in charge of the session, any visitor from another Club or any guest may use the training pool for training or testing equipment, swimming with basic equipment and free swimming. No-one shall use any equipment other than basic equipment without the prior approval of the official in charge of the session.
- (iii). If a member damages or loses Club equipment the Committee may charge that member the cost of repairing or replacing the article. The Committee may similarly charge a member who damages or loses private property used in connection with Club activities.

17. DISCIPLINE

- (i). Temporary suspension from participation :
 - (a) In order to ensure the safety and good name of the Club and it's members, the person in charge of Club activity may suspend, at his discretion and for the duration of the activity, any member who misconducts himself. Any such suspension shall be reported as soon as possible to the Chairman or the Secretary and shall be discussed at the next meeting of the Committee.

(b) The Committee shall first discuss the incident without the presence of the member in question and then shall invite him to join the discussion and express his view of the matter.

(ii). Suspension and loss of membership :

(a) The Committee shall have the power by a two thirds majority of all serving voting members to suspend the membership of any member of the Club. Suspension of the membership of any Officer or other Committee member shall be dealt with in accordance with the provision of the next succeeding sub-clause. A decision to suspend so taken shall be immediately communicated to the member concerned, and his membership shall thereupon be suspended.

A suspended member shall be entitled to demand a hearing at the next regular meeting of the Committee, during which the reason for his suspension shall be made fully known and he shall be given the opportunity to answer fully the charges against him. Upon conclusion of the hearing, the member shall leave the meeting and the Committee shall vote again on the suspension. If the motion is not carried by the requisite two thirds majority, the suspension shall thereupon be lifted and the member shall be informed accordingly. If the motion is carried again by the said majority, the member shall be so informed and he shall thereupon be deemed to have resigned his membership in the Club. The member affected shall have the right to appeal from the decision of the Committee to the next Club general Meeting. In that regard, he shall, for the purposes of Rules 11(v) and 12(iii), have the rights of a fully paid-up member.

(b) Suspension of the membership of an Officer or other Committee member shall only be voted upon at a meeting, the agenda of which,

(a) Has been posted or distributed to all Committee members at least one week prior to the meeting and

(b) Explicitly refers to the motion of suspension.

If the person charged attends the meeting, he shall be entitled to hear and respond to the charges levied against him. When the Chairperson of the meeting is satisfied that the member has been adequately and fairly discussed, the person charged shall leave the meeting and a vote shall be taken. If the proposal to suspend is carried by the requisite two thirds majority, the person charged shall be deemed to have resigned his membership of the Club. He shall have the right to appeal provided for in the preceding paragraph. If the person does not attend the meeting the provisions of the preceding paragraph shall apply.

18. SUBSCRIPTIONS

- (i). Persons joining or rejoining the Club shall pay the appropriate Club subscription and demonstrate compliance with the requirements of Bylaws 5(iii) and 5(iv).
- (ii). Club membership subscription shall be in such amount, shall be payable on such dates and shall be subject to such terms and conditions as may be determined from time to time by the Committee.

19. DISSOLUTION

- (i). The Club may not be dissolved except pursuant to a vote taken at a General meeting; provided however, that dissolution may be put to a vote at an Annual General meeting only if it appears on the agenda provided for in Byelaw 11 (i).
- (ii). A proposal to dissolve the Club shall be subject to ballot and, in order to be carried, it must receive the affirmative votes of two thirds of the voting members of the Club who are present at the meeting.
- (iii). If dissolution of the Club is voted in accordance with the preceding provisions of the Byelaw, the Committee shall proceed without delay to realise the property of the Club and to discharge the Club's outstanding liabilities. Any net assets thereafter shall be distributed to recognised charitable organisation(s) having similar interests to the Club and in such a fashion as the meeting shall have decided.

20. AMENDMENT

- (i). These Byelaws may only be amended in a General Meeting in accordance with the affirmative votes of a majority of 66% of those voting members who are present at the meeting.
- (ii). Deleted

21. Deleted

22. INCOME

Income of the Club shall be solely used for furthering the objects of the Club and for no other purpose.