



## BYE – LAWS FOR SNORKELLING AND DIVING BRANCHES

### 1. Scope

These Bye-laws shall regulate the structure, administration and activities of a Branch of the British Sub-Aqua Club to be known as Eden-Divers (hereinafter 'the Branch').

### 2. Objects

The aims and objects of the Branch shall be to provide for its members facilities, opportunity and training for diving in accordance with the standards of the British Sub-Aqua Club, together with related social activities.

### 3. Headquarters

The Headquarters of the Branch shall be at The Old Eden Public House or at such other location as may be decided by the Branch in General Meeting; provided, however, that the Branch's committee of management provided for in Bye-law 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 Branch.

### 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 Branch in General Meeting.

### 5. Membership

(i) There shall be nine classes of membership:

(a) Full Diving/ Snorkelling Membership, for which any person 18 years of age or over shall be eligible.

(b) Associate Membership, for which any person shall be eligible but which shall not entitle such a member to take part in snorkelling or any other activity involving his use of a breathing set.

(c) Junior Membership, for which any person under the age of 18 years shall be eligible but which shall not entitle such a member to take part in any activity involving his use of a breathing set or in spearfishing.

(d) Snorkelling Membership, for which any person of 18 years and over shall be eligible but which shall not entitle such a member to take part in any activity involving his use of a breathing set.

(e) Student Membership, for which any person of the age of 18 or over shall be eligible provided that they are in full time education.

(f) Junior Diving Membership, for which any person between the age of 12 – 17 shall be eligible.

Proposed members below the age of 16 (sixteen) years of age will be permitted, if a parent or guardian is an active member of the Club.

(g) Junior Snorkelling Membership, for which any person between the age 6 – 17 years shall be eligible but which shall not entitle such a member to take part in any activity involving his use of a breathing set.

(h) Honorary Membership, which shall be conferred solely by the Branch Committee and for which any person shall be eligible.

(i) *Branch Social Membership: This class of membership is for non-divers. Social members would pay nothing to BSAC HQ. The committee shall set an appropriate subscription. Note that the BSAC Membership Liability policy does extend to cover Social Members as 'swimming and non-swimming guests'. Social Members may vote on Branch social matters only. They should not be allowed to vote on any matters that relate to any aspect of the Branch' diving activities, nor may they hold office on the Branch Committee other than as an invited observer / spokesperson representing Social Members.*

(ii) An applicant for membership of the Branch shall apply to the Committee and upon acceptance of their application and payment of the appropriate Branch and National Headquarters subscriptions shall be a member of the class for which he has applied and is eligible. The Committee may delegate to such members of the Branch as it may see fit the responsibility for entertaining and accepting applications for membership.

(iii) A member shall retain his membership until he has resigned or is deemed to have resigned in accordance with this paragraph or Bye-law 17. If payment of his Branch or National Headquarters subscriptions, if any, in respect of any period is 30 days or more overdue, a member shall be deemed to have resigned.



## 6. Management

- (i) A Committee elected at each Annual General Meeting of the Branch which shall comprise four officers who shall serve ex officio, and no less than 4 nor more than 8 other members shall manage the Branch.
- (ii) The four Branch Officers shall be the Chairman, the Diving Officer, the Secretary and the Treasurer. The duties of the Officers shall be as set out in the following Bye-laws.
- (iii) The Committee shall hold and administer for the benefit of the membership all funds, equipment and property owned by the Branch.

## 7. The Chairman

The Chairman shall be the Chief Executive Officer of the Branch. He shall take the chair at all meetings of the Branch 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 Branch's Diving Officer derives his authority in training and diving matters from the National Diving Officer of the British Sub-Aqua Club. He shall have responsibility for the training and diving activities of the Branch and for the safe conduct thereof, and he shall ensure that the said activities are carried on in accordance with such practices and procedures as may be recommended from time to time by the National Diving Officer or pursuant to his authorisation. The Diving Officer may delegate training duties to a Training Officer, who shall be responsible to him for the performance thereof. The Diving Officer's decision in respect of his responsibilities shall be final in the Branch, subject only to such guidelines consistent with this Bye-law as may be established from time to time by the Committee.

## 9. The Secretary

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

## 10. The Treasurer

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

He shall arrange for all Branch funds and securities to be kept on deposit with a bank or banks approved by the Committee and shall maintain a current account or accounts on which any two Officers may sign cheques or other orders. With the approval of the Committee, the Treasurer may open one or more other 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 Branch shall be held in **September** each year. Notice of the meeting and the agenda thereof shall be sent by post or otherwise transmitted to all paid-up members two weeks before the meeting.
- (ii) The Notice shall identify those members of the Committee who are standing again and shall request nominations for Officers and the Committee in large. Committee members standing again shall be deemed to have been nominated by the Committee. **No Committee position shall be held by any one individual for more than three consecutive terms.**
- (iii) To be valid, nominations not deemed to have been made by the Committee must be [a] delivered to the Secretary in writing at least fourteen (14) days before the meeting, [b] seconded and [c] endorsed by the Nominee to the effect that he is willing to accept the position if he is elected.

(iv) The Officers and other members of the Committee 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) Upon motion made by the Committee, the meeting may vote to appoint a President for the ensuing year. If a President is appointed, he shall be ex officio a non-voting member of the Committee.

(vii) At least ten per cent (10%) or 5 (five) members whichever is the greatest of the Branch's membership entitled to vote at the meeting should be required for a quorum, but a quorum once formed shall not be lost despite the departure from the meeting of any member or members.

(viii) The right to vote at the meeting shall be restricted to subscription paying members whose current subscriptions are fully paid.

## 12. Special General Meetings

(i) Any General Meeting of the Branch other than the Annual General Meeting shall be known as a Special General Meeting.

(ii) The Committee may call a Special General Meeting at any time upon giving not less than fourteen (14) days written notice thereof to all paid-up members. The notice shall state the reasons for the meeting and shall include the text of any motion proposed for consideration thereat. Amendments to such motion may be proposed at the meeting.

(iii) The Committee shall call a Special General Meeting upon receipt of a request to do so signed by not less than five (5) 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.

(iv) The business of a Special General Meeting shall be that for which it was called and no other.

(v) The provisions of Bye-laws 11 (vii) and (viii) shall apply to Special General Meetings.

## 13. Voting

(i) Subject to the provisions of Bye-law 11 (iv) and 19 (ii) and of the next succeeding paragraph, voting on any given motion at a General Meeting shall be by show of hands or by ballot, as the Chairman may decide and motions shall be carried by the affirmative votes of a simple majority of voting members present.

(ii) Subject to Bye-law 20, a motion to alter these Bye-laws 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 Branch entitled to vote at General Meetings. Such motion may be voted upon in General Meeting or by postal ballot of all voting members.

(iii) Except as provided in Bye-laws 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 Branch entitled to vote at General Meetings.

## 14. Committee

(i) The Committee shall take office upon election and shall hold office until their successors have been elected.

(ii) At its first meeting, the Committee shall appoint one of their members Vice-Chairman.

(iii) The Committee shall have the power to fill any vacancy amongst the Officers of the Branch 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. The Committee shall also have the power to co-opt up to four non-voting members.

(iv) The Committee shall determine any question as to the interpretation of these Bye-laws 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 Branch. Its continued validity shall depend upon ratification of that meeting.

(v) A simple majority of voting Committee members then serving shall form a quorum for a meeting; provided, however, that no quorum shall be formed without the presence of either the Chairman, the Vice-Chairman, or the Secretary. A quorum once formed shall not be lost even though, as a result of the departure of a member during the meeting, the number of voting members falls below the number required to open the meeting.

(vi) The Committee may adopt no resolution 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 members required to open the meeting at which the resolution is proposed.

(vii) No member shall be entitled to vote on a matter in which his interest differs from that of the Branch as a whole, and he shall withdraw from any meeting during the period of discussion of such interest.

(viii) Any Officer and the Vice-Chairman shall each have the power to require the Secretary to call a meeting of the Committee at any time.

### 15. Quarterly Meetings

The Committee shall arrange for informal quarterly meetings of the Branch to provide an opportunity for an exchange of opinions between the membership and the Committee. Notice of a meeting shall be posted on the Branch notice board not less than two weeks before the date thereof.

### 16. Branch Activities

(i) At the discretion of the Diving Officer, Branch diving and open-water training activities shall be open to members of other Branches and to guests.

(ii) Subject to such regulations as may be established from time to time by the Committee, any Branch member and, with the prior approval of the official in charge of the session, any visitor from another Branch or any guest may use the training pool for training, 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 Branch 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 Branch activities.

### 17. Discipline

(i) Temporary suspension from participation:

(a) In order to ensure the safety and good name of the Branch and its members, the person in charge of a Branch 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 Branch. Suspension of the membership of any Officer or other Committee member shall be dealt with in accordance with the provisions 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 reasons 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 requisite two-thirds majority does not carry the motion, 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 Branch. The member affected shall have the right to appeal from the decision of the Committee to the next General Meeting of the Branch. In that regard, he shall for the purposes of Rules 11 (v) and 12 (iii) have the rights of a 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 Chairman of the meeting is satisfied that the matter 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 in the Branch, and he shall have the right of appeal provided for in the preceding paragraph. If the person charged does not attend the meeting, the provisions of the preceding paragraph shall apply.

### **18. Subscriptions**

- (i) Persons joining or rejoining the Branch shall pay the appropriate National Headquarters subscription plus the Branch subscription.
- (ii) Branch membership subscriptions 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 Branch 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 Bye-law 11(i).
- (ii) A proposal to dissolve the Branch 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 Branch who are present at the Meeting.
- (iii) If dissolution of the Branch is voted in accordance with the preceding provisions of this Bye-law, the Committee shall proceed without delay to realise the property of the Branch and to discharge the Branch's outstanding liabilities. Any net assets thereafter remaining shall be distributed to such recipient or recipients and in such fashion as the Meeting shall have decided.

(If the Branch has assets acquired in part or in full with grants from agencies such as the Lottery Sports Fund or Foundation for Sport and the Arts, those agencies should be informed of the proposed dissolution, for they have a right to recover a proportion of the current value of the assets, and/or to advise on their disposal, perhaps to another worthy user).

### **20. Amendment**

- (i) These Bye-laws may only be amended in General Meeting in accordance with the affirmative votes of a majority of ten percent (10%) of those voting members of the Branch who are present at the Meeting.
- (ii) Notwithstanding anything to the contrary contained in these Bye-laws, no amendment may be made to this Bye-law or to Bye-laws 2, 8, 19 and 21 unless prior to the meeting at which such amendment is proposed an Officer or the Chief Executive of the British Sub-Aqua Club shall have notified the Branch in writing of the British Sub-Aqua Club's approval of the subject and text thereof.

### **21. British Sub-Aqua Club Rules**

These Bye-laws are made in compliance with Article 85 of the Articles of Association of the British Sub-Aqua Club, shall be subject to the provisions and requirements of that Rule, and shall only be valid to the extent that they are not in conflict with the said provisions and requirements or with those of the Articles of Association of the British Sub-Aqua Club.

END.