

Sarnia Underwater Club Constitution

1) TITLE:

This organization shall be known as the Sarnia Underwater Club, hereinafter referred to as the "Club" or as "SUC"

2) PRINCIPLES:

The purpose of the Club shall be:

- a) To be democratic, non-sectarian and non-political.
- b) To bring about and foster a spirit of unity and camaraderie among SCUBA divers.
- c) To promote and support the sport of SCUBA diving within the community.
- d) To encourage and promote safe diving practices.
- e) To operate entirely independently of any policy or influence from manufacturers, dealers, or others which might bias the operation of the Club.

3) MEMBERSHIP:

Membership in the Club shall fall into one of the following classifications:

- a) FULL MEMBERSHIP
 - i) Open to all divers and non-divers. Permits full use of all Club facilities and all Club privileges.
- b) HONORARY MEMBERSHIP
 - i) Open to any person who, in the opinion of the Executive Committee, has rendered distinguished service to the Club. This membership shall be offered and continued only at the discretion of the Executive Committee. Permits full use of all Club facilities and all Club privileges. An Honorary Member cannot hold a position on the Executive Committee.

4) FEES:

- a) The Treasurer shall, prior to the Annual General Meeting, recommend to the Executive Committee the fee structure for the following year.
- b) The Executive Committee shall, at the Annual General Meeting, present the approved fee structure to the Membership.
- c) The fee structure consists of the following levels:
 - i) Full Rate
 - ii) Family Discount Rate
 - iii) Honorary Rate
 - iv) First Year Discount Rate

5) BY-LAWS:

- a) All membership fees shall be paid annually and cover the period from January 1st until December 31st. New member's fees shall be due upon joining the club.
- b) A "member in good standing" is defined as a member who has submitted a complete membership package, paid the annual membership fees and does not have any financial liabilities to the Club outstanding for greater than 60 days.

- c) Membership in the Ontario Underwater Council (including Club insurance) will be included in all SUC memberships.
- d) The Executive Committee shall have the right to suspend or expel a member of the Club for any infraction of the Club rules or regulations. If a member is suspended or expelled from the Club, he/she shall not be entitled to repayment of his/her membership fees or any part thereof. The member shall have the right to attend any Executive Committee meeting where his/her membership status is being discussed.
- e) To hold a position on the Executive Committee all membership fees and outstanding debts to the Club must be paid in full prior to January 31st.
- f) All monies payable by the Club shall be paid for by cheque, signed by the treasurer and countersigned by the President.
- g) No cheque may be signed blank under any circumstance.
- h) Complaints, by members, concerning the business of the Club may be made to any member of the Executive Committee. The member submitting the complaint will be invited to attend an upcoming Executive Committee meeting at the member's convenience.
- i) The Club name, badge or emblem shall not be used by members in conjunction with advertising, either private or commercial, unless approved in advance by the Executive Committee. Such approval, if given, will be provided in writing.
- j) Members shall not enter into, in the name of the Club, or involve the Club in any commercial transactions or financial responsibility without the specific written approval of the Executive Committee.

6) EXECUTIVE COMMITTEE

- a) At the Annual General Meeting of the Club, the following directors shall be elected and will form the Executive Committee:
 - i) President
 - ii) Vice President
 - iii) Treasurer
 - iv) Secretary
 - v) Social Director
 - vi) Dive Co-ordinator
 - vii) Membership/Public Relations
- b) The positions of President, Vice President and Treasurer are mandatory positions. Should a poor response of volunteers, from Members in good standing, prevent all executive positions to be filled, the Executive can decide to combine positions to maintain Club activities, until such time approved volunteers are elected by the Executive Committee.
- c) The terms of the Executive Committee directors shall be one year in duration.
- d) Club President nominees must serve a minimum of 1 full term on the Executive Committee in the preceding 3 years.
- e) The Dive Co-ordinator must be a certified diver with a minimum advanced (or equivalent) certification.
- f) A quorum of the Executive Committee will be one person greater than the half the number of Executive Committee members.
- g) The Executive Committee shall approve all expenses incurred by the Club.

7) DIRECTORS AND THEIR DUTIES

- a) **PRESIDENT**
The President is responsible for:
 - i) presiding over all Club meetings (Executive and General).
 - ii) acting as Chairperson at Annual and Special General meetings.
 - iii) countersigning all cheques issued by the Treasurer.
 - iv) transacting all other business that may, by custom, apply to this office.

- v) ensuring reasonable and adequate liability insurance coverage for all members and the Executive Committee.
- b) VICE PRESIDENT
The Vice President is responsible for:
- i) performing the duties and exercising all powers of the Club president in the absence or disability of the President.
 - ii) assisting the President with the execution of his/her duties.
 - iii) preparing the monthly Club newsletter.
- c) TREASURER
The Treasurer is responsible for:
- i) performing the duties and exercising all powers of the aforementioned directors in the absence or disability of those directors.
 - ii) maintaining just and true accounts of all monies and assets received and paid out by the Club.
 - iii) Preparing and presenting financial reports at all Executive Committee meetings.
 - iv) Preparing and presenting the annual financial statements at the Annual General Meeting.
 - v) payment of all invoices (debts) on behalf of the Club.
 - vi) collection of monies and depositing into bank.
 - vii) Monthly reconciliation of bank accounts with books.
 - viii) communication of membership account status to the Club secretary.
- d) SECRETARY
The secretary is responsible for:
- i) performing the duties and exercising all powers of the aforementioned directors in the absence or disability of those directors.
 - ii) recording minutes of all Annual and Special General Meetings of the Club and to distribute the minutes to the membership.
 - iii) recording minutes of all Executive Committee meetings of the Club and to distribute the minutes to the Executive Committee directors.
 - iv) giving notice of all SUC meetings and events to all Club members.
 - v) giving notice of all Executive Committee meetings to Executive Committee directors.
 - vi) correspondence to and from the Club.
 - vii) maintaining a roster of all Club members.
 - viii) maintaining an archive of all Club documentation (newsletter, minutes, constitution, correspondence, membership packages, etc.)
- e) DIVE CO-ORDINATOR
The Dive Co-ordinator is responsible for:
- i) Scheduling and organizing all Club diving events.
 - ii) ensuring all Club diving events are conducted in a safe manner, in keeping with liability insurance requirements.
- f) SOCIAL DIRECTOR
The Social Director is responsible for:
- i) organizing all non-diving Club events.
 - ii) preparation of budgets for all its related social activities.
 - iii) submitting a written expense report for all CLUB social events to the Treasurer with all monies for deposit.
 - iv) forming a social committee, if required, for the purpose of providing assistance for organizing and conducting Club non-diving events.
- g) DIRECTORS' ASSISTANT
The Directors' Assistant is responsible for:
- i) assisting with the organization of Club dive events, under the direction of the Dive Co-ordinator.

- ii) assisting with the organization of Club social events, under the direction of the Social Director.
- iii) assisting with the organization of Club special events, under the direction of the Executive Committee.

8) ELECTION OF DIRECTORS

- a) Election of Executive Committee directors will be held at a Special General Meeting in November.
- b) Nominations for the President and Directors will be made at the November Special General Meeting prior to the election.
- c) Nomination of Executive Committee members must meet the qualifications as defined in the Club By-Laws.
- d) Members will vote, by closed ballot, for a President and six other Executive Committee Directors.
- e) The President will be declared based on the nominee with the highest number of votes for the President position. In the event of a tie in the vote an additional vote will be used to break the tie. Only those nominees involved in the tie will be included on the ballot.
- f) The six other Directors will be declared based on the nominees with the six highest number of votes for the Director positions. In the event of a tie an additional vote will be used to break the tie. Only those nominees involved in the tie will be included on the ballot.
- g) The newly elected President will assign the Executive Committee roles to the Directors based on recommendations by the Directors.
- h) The newly elected directors will assume their duties following the Annual General Meeting.
- i) In the event of a vacancy occurring in the Executive Committee, the Executive Committee is empowered to fill the position.

9) MEETINGS

- a) ANNUAL GENERAL MEETING
 - i) The AGM (Annual General Meeting) will be held in December of each year.
 - ii) A notice of the AGM will be mailed to all members in good standing at least two weeks prior to the AGM.
 - iii) The Executive Committee directors will present a written report on the business of the Club for the current year.
 - iv) The minutes of the previous AGM will be presented to and approved by the membership during the AGM.
 - v) Results of the election of Executive Committee Directors will be announced at the AGM.
 - vi) A quorum of the AGM will be the greatest of 20% members in good standing or 20 members in good standing.
 - vii) Members at the AGM will adopt the constitution, with amendments, for the following year.
 - viii) The business for which Annual General Meeting was called must be disposed with prior to considering and new business.
 - ix) A motion will be accepted only if accepted (by voting) by a majority of a quorum of Club members.
- b) SPECIAL GENERAL MEETINGS
 - i) All business that requires a vote by SUC membership will be conducted at a Special General Meeting.
 - ii) A notice of the Special General Meeting will be mailed to all members in good standing at least two weeks prior to the meeting.
 - iii) Information necessary to support the vote will be included in the notice of the Special General Meeting.
 - iv) A quorum of the Special General Meeting will be the greatest of 20% of all members in good standing or 20 members in good standing.

- v) The business for which a Special General Meeting was called must be disposed with prior to considering any new business.
 - vi) A motion will be accepted only if accepted (by voting) by a majority of a quorum of Club members.
- c) EXECUTIVE COMMITTEE MEETINGS
- i) The Executive Committee will meet monthly.
 - ii) Executive Committee members are required to provide a written report of business at or prior to the monthly Executive Committee meetings.
 - iii) The business for which an Executive Committee meeting was called must be disposed with prior to considering any new business.
 - iv) All business that affects the financial operation or policies of the Club will be motioned, seconded and put to vote.
 - v) A quorum is required to conduct a vote concerning the business to the Club.
 - vi) A motion will be accepted only if accepted (by voting) by a majority of a quorum of the Executive Committee Members.

10) AMENDMENTS

A written petition of amendment, supported by a minimum of 10 members in good standing, shall be submitted to the Secretary. The Secretary will add the petition of amendment to the agenda of the next Executive Committee, for discussion. Upon approval of the Executive Committee, the President shall call a Special General Meeting for the purpose of obtaining approval for the amendment to the SUC constitution. Notice of a "Motion to Amend the Constitution" must be included in the notice of the Special General Meeting. The Motion to Amend the Constitution will be carried only if voted for by a majority consisting of 75% of a quorum present at the meeting.

11) DISSOLUTION

On dissolution of the Club the assets remaining after the payment of all liabilities shall be distributed evenly among all current active members. Should the Club become insolvent after payment of all outstanding liabilities the debts will be borne equally by all current active members.