

**BYE-LAWS FOR STRATFORD UPON AVON BRANCH (No.0730)
OF
THE BRITISH SUB-AQUA CLUB**

November 2010

STRATFORD UPON AVON BRANCH (Branch N° 0730) OF THE BRITISH SUB-AQUA CLUB

BYE – LAWS

1. Scope

These Bye-laws shall regulate the structure, administration and activities of a Branch of the British Sub-Aqua Club (hereinafter B.S.A.C.) to be known as Stratford Upon Avon Branch (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 B.S.A.C. together with related social activities.

3. Headquarters

The Headquarters of the Branch shall be at Stratford Upon Avon Leisure Centre 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 (hereinafter '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 appoint another meeting place for the convenience of members.

5. Membership

(i) There shall be **four** **five** classes of membership:

(a) Full Diving Membership, for which any person 16 years of age or over shall be eligible.

(b) Social 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, **nor any right to vote at a Branch Meeting.**

(c) Student Membership, for which any person of the age of 16 or over shall be eligible provided that they are in full time education.

(d) Junior Diving Membership for which any person between the age of 12 and 16 years shall be eligible provided they have a parent or guardian who has been an active member of the club for a minimum of 2 years and takes an active role in their training. Always subject to the discretion of the committee.

(d) (e) Honorary Membership, which shall be conferred solely by the Committee and for which any person shall be eligible but subject to the total number of Honorary Members not exceeding five (5) at any time. Honorary

Members who intend to dive are required to pay the B.S.A.C. portion of the annual subscription.

(ii) An applicant for membership of the Branch shall apply to the Committee and upon acceptance of his 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 his membership has been terminated in accordance with Bye-law 16. 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 (4) officers and five (5) other members who all serve ex officio 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 other Committee members shall be the Training Officer, the Equipment Officer, the Recruitment Officer, the Web Officer and the Social / Public Relations Officer.

The Committee may assign to those committee members who are not officers as specified in clause 6(ii) such specific roles and responsibilities as the committee deems necessary to ensure smooth running of the branch.

(iv) 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 B.S.A.C. 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 will delegate training duties to the Training Officer, who shall be responsible to him for the performance thereof.

The Diving Officer's decision in respect of all diving and training matters 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 October each year which he shall cause to be audited by an auditor appointed by the Committee for submission to the Annual General Meeting.

He will ensure that no expenditure on any item in excess of £500 is incurred without the prior approval of the Committee.

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 or Committee members shall sign all cheques and all other orders.

11. Annual General Meeting

(i) The Annual General Meeting of the Branch shall be held in November each year. Notice of the meeting and the agenda thereof shall be sent by post or otherwise transmitted to all paid-up members **four** **five** 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 **other** Committee **members. in large.**

(iii) To be valid, nominations must be [a] delivered to the Secretary in writing at least **seven (7)** **twenty one (21)** 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 a show of hands unless any member requests a 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) twenty one (21)** days before the meeting.
- (vi) At least ten per cent (10%) 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.
- (vii) The right to vote at the meeting shall be restricted to Honorary Members, **and** Full Diving Members **and Student Members** whose current subscriptions are fully paid.
- (viii) **To promote succession it is desirable that** no Officer shall hold the same post for more than three consecutive years.

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 by post or otherwise transmitted. 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 six (6) 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 (vi) and (vii) shall apply to Special General Meetings.

13. Voting

- (i) Subject to the provisions of Bye-laws 11 (iv) and 18 (iii) 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 19 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 attending and 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:

(a) appoint one of their members Vice-Chairman.

(b) appoint the members of the Safety Committee. The Chairman of the Safety Committee shall be the Diving Officer together with and two other members at least one of whom shall be qualified as Advanced Diver status or above. Members of the Safety Committee shall not be regarded as members of the Committee unless they have been separately elected as an Officer or member of the Committee. They shall cease to act at the end of every year but shall be eligible for re-appointment for a maximum of three years in succession.

The Safety Committee is a sub-committee of the Committee and shall report through the Diving Officer to the Committee.

The role of the Safety Committee is set out in Bye-law 16.

(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 two of the Chairman, the Vice-Chairman, and 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. 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.

16. Safety and Discipline

(i) The role of the Safety Committee is to continually monitor and improve the safety standards within the Club. It will investigate new equipment and practices and will regularly advise the Committee and members of its recommendations. It will investigate all disciplinary matters and diving incidents. It may review any dive or expedition that it thinks fit with a view to improving safety within the Club.

(ii) In order to ensure the safety and good name of the Branch and its members, the Expedition Leader 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 Diving Officer.

(iii) In the event of a diving incident involving a member, the details shall be reported to the Diving Officer by the **diver(s) member(s)** and the Expedition Leader, if there be one, as soon as possible.

(iv) If the diving Officer considers it appropriate, he will request that the **diver(s) member(s)** involved and the Expedition Leader submit to him a written report on the incident within 7 days. The Safety Committee will meet to consider the reports within 14 days of the last of these being received by the Diving Officer.

If the Safety Committee considers it appropriate it will request a meeting with the member(s) concerned. Such member being given 14 days' notice of the Safety Committee's request for such a meeting. At any such meeting the Safety Committee and the member, should he choose to attend, will hear any member who can contribute to the understanding of the facts. The member

shall be heard in answer, a reasonable adjournment to enable him to prepare a response being allowed at the discretion of the meeting.

At the conclusion of every review, the Diving Officer will advise the member(s) **concerned** of the decision and will simultaneously advise the Committee.

The decision may include:

- (a) There were no circumstances that affected the safety of any members or others and so no action is required.
- (b) The Diving Officer will speak to the member(s) concerned and agree with them that they should avoid similar circumstances in the future.
- (c) The member is requested to re-train in a particular skill
- (d) Until the Diving Officer reverses the decision; the member will not dive with divers below Sports Diver status.
- (e) The member is suspended for a period of up to **three** months
- (f) The diver's membership is terminated.

Any appeal against the decision must be lodged with the Diving Officer within 14 days and will be heard within a further 14 days by a panel of three from the Chairman, the Vice Chairman, the Diving Officer and the Training Officer. Any decision at the conclusion of this appeal will be advised to the member within fourteen days.

Any appeal against this decision must be lodged with the Secretary within 14 days. The Secretary shall then call a Special General Meeting of members to consider the appeal within a further 14 days in accordance with clause 12 above.

Unless for good reason it considers it inappropriate, the Safety Committee will publish its findings in the next Club newsletter or any other publication with a view to improving the safety awareness of all members.

17. Subscriptions

- (i) Persons joining or re-joining 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.

18. Dissolution

- (i) The Branch may not be dissolved except pursuant to a vote taken at a Special 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).

19. Amendment

(i) These Bye-laws may only be amended in General Meeting in accordance with the affirmative votes of at least two-thirds 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, 18 and 20 unless prior to the meeting at which such amendment is proposed an Officer or the Chief Executive of the B.S.A.C. shall have notified the Branch in writing of the B.S.A.C.'s approval of the subject and text thereof.

20. British Sub-Aqua Club Rules

These Bye-laws are made in compliance with Rule 3 of the Rules of the B.S.A.C. 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 B.S.A.C.

Approved at a Special General Meeting of the Branch held

on.....November 2010

Signed Chairman

Signed Secretary