

# **THE BRITISH SUB-AQUA CLUB**

## **Cleveland Divers Branch 0978 BYE -LAWS**

### **1. SCOPE**

These Bye-laws shall regulate the structure, administration and activities of the Branch of The British Sub-Aqua Club to be known as Branch 978 Cleveland 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. HEAD QUARTERS**

The headquarters of the branch shall be the Saltburn Cricket Club or at such other location as may be decided upon by the Branch in General Meeting; provided 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 in General Meeting.

### **4. CLUBHOUSE**

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

### **5. MEMBERSHIP**

There shall be **four** classes of membership:

- 1) Full Diving Member - who may be any person 14 years of age or over.
- 2) Associate Member - who may be any age but shall not be entitled to take part either in snorkelling activities or in any activity which involves use of a breathing set. This is a non-diving membership. The subscription is set to cover use of pool at member rate, branch social activities and associate membership to Saltburn Cricket Club.
- 3) Snorkelling Member - who may be any person 14 years or over but shall not be entitled to take part in any activities involving the use of a breathing set.
- 4) Honorary Member who may be any person invited by the Committee, at their discretion, to become such a member.

An applicant for membership of the Branch shall apply to the Committee and, upon acceptance of application and payment of the appropriate Branch and National Headquarters subscriptions, shall be a member of the class for which they have 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.

### **6. MANAGEMENT**

- i. The Branch shall be managed by a Committee elected at each Annual General Meeting of the Branch which shall comprise four officers, who serve ex officio, and no less than four and no more than eight other members.
- ii. The four Branch Officers shall be the Chairman, the Diving Officer, the Secretary and the Treasurer. The duties of the Officers shall be 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.

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### **7. THE CHAIRMAN**

The Chairman shall be the Chief Executive Officer of the Branch. They shall take the chair at all meetings of the Branch and of the Committee at which they are present, and subject to the provisions of the Rules, their decision on matters of procedure shall be final.

### **8. THE DIVING OFFICER**

The branch's Diving Officer derives authority in training and diving matters from the National Diving Officer of the British Sub-Aqua club. They shall have responsibility for the training and diving activities of the Branch and for the safe conduct thereof, and shall ensure that the said activities are carried out in accordance with such practices and procedures as may be recommended from time to time by the National Diving Officer or pursuant to NDO authorisation.

The Diving Officer may delegate training duties to a Training Officer, who shall be responsible to the Diving Officer for the performance thereof. The Diving officer's decision in respect of the Training Officer's 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. They shall be primarily responsible for the Branch's communications with third parties and shall keep the Officers, the Committee and/or the Branch, as appropriate, informed of matters coming to their attention which pertain to Branch activities.

### **10. THE TREASURER**

The Treasurer shall be responsible for 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 of income and expenditure and a balance sheet to December of each year which the Treasurer shall cause to be audited by the Branch auditors for submission to the Annual General Meeting. Treasurer 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 cheques or other orders may be signed by any one of the designated Officers. With the approval of the Committee, the Treasurer may open one or more other current accounts on which any member of the designated Offices has sole signature authority. The Treasurer shall maintain the club accounts via online banking as Primary account holder. The committee may grant any club signatory Secondary Account Holder Status. Treasurer shall obtain and have the use of a Debit Card issued by the associated bank for the purpose of prompt payments, or electronic transactions.

### **11. ANNUAL GENERAL MEETING**

- i. The Annual General Meeting shall be held annually. Notice of the meeting and the agenda thereof shall be sent by post or otherwise transmitted to all paid-up members four weeks before the meeting.
- ii. The Notice shall identify those members of the Committee who are standing again and request nominations for Officers and the Committee in large. Committee members standing again shall be deemed to have been nominated by the Committee.
- iii. To be valid, nominations not deemed to have been made by the Committee must be (a) delivered to the Secretary at least fourteen days before the meeting, (b) seconded and (c) endorsed by the Nominee that they are willing to accept the position if elected.

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- iv. The Officers and other members of the Committee shall be elected by ballot. If a nominee stands unopposed, they 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 further motions 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 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, they shall be ex officio and a non-voting member of the Committee.
- vii. At least ten percent of the Branch's membership entitled to vote at the meeting shall 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 days 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 a motion may be proposed at the meeting.
- iii. The Committee shall call a Special General Meeting at any time upon receipt of a request to do so, signed by not less than 25% paid-up members, provided that the request states the reason thereof 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 has been called and no other.
- v. The provisions of Bye-laws 11(vii) and 11(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 a 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 18 a motion to alter these Bye-laws shall only be carried out by a two-thirds majority of affirmative votes cast by not less than ten percent of the members of the Branch entitled to vote General Meetings. Such motion may be voted upon in General Meetings 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 a ballot shall be sent to all paid-up members not less than fourteen days before the day on which the votes are 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.

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### **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 from one of their members a Vice-Chairman.
- iii. The Committee shall have the power to fill any vacancy among the Officers of the Branch or among 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 a 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 any of the regulations made here under and may rule in connection with any situation not otherwise provided 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 at that meeting.
- v. The Committee shall normally meet once a month.
- vi. A simple majority of voting Committee members then serving shall form a quorum for a meeting; provided however, that no quorum may 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.
- 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 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 conventional swimming. No one shall use any equipment other than the 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 the 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 maintain the safety and good name of the Branch and its members, the person in charge of a Branch activity may suspend, at their discretion and for the duration of the activity, any member who misconducts them self. Any such suspension shall be reported as

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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 the member to join the discussion and express their 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 any Officer or other Committee member shall be dealt with in accordance with the next succeeding sub-clause. A suspended member shall be entitled to demand a hearing at the next regular meeting of the Committee during which the reasons for their suspension shall be made fully known and they shall be given an opportunity to answer fully the charges against them. Upon conclusion of the hearing, the member shall leave the meeting and the Committee shall vote again on the suspension. If the suspension 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 they shall thereupon be deemed to have resigned their membership of 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, they shall, for the purpose 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 :-
    - i. Has been posted or distributed to all Committee members at least a week prior to the meeting.
    - ii. Explicitly refers to the motion of suspension. If the person charged attends the meeting, they shall be entitled to hear and respond to the charges levied against them. 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 they 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 date 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 vote of two-thirds of the voting members of the Branch who are present at the Meeting.

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- 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 a fashion as the Meeting shall have decided.
- iv. If the Branch no longer operated and would cease to exist then all of the club's assets purchased through the club's 'Sport England Grant,' would be left to the nearest charitable Branch associated to the BSAC or left to the disposal of BSAC to another Branch who require additional assets. Assets which belong to the club prior to the awarding of grant/s shall be clearly labelled and listed in the clubs itinerary collected, maintained and monitored by the Branch secretary and by the Branch Treasurer and would disposed of as directed by the committee. Assets purchased through grants will also be clearly labelled and listed separately in the clubs itinerary collected, maintained and monitored by the Branch secretary and by the Branch Treasurer. Disposal of these assets would be through charitable donations to the nearest BSAC branch or left to the disposal of BSAC.

### **20. AMENDMENT**

- i. These Bye-laws may only be amended in General Meeting in accordance with the affirmative vote of 50% 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 shall be made to this Bye-law nor 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 BSAC shall have notified the Branch in writing of the BSAC's approval of the subject and text thereof.

### **21. BSAC RULES**

These Bye-laws are made in compliance with Rule 4 of the Rules of The British Sub-Aqua Club BSAC, 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 nor with those of the Articles of Association of The British Sub-Aqua Club.

Signed and dated:

Chairman of Cleveland Divers.  
John Lampett 6<sup>th</sup> April 2022

6<sup>th</sup> April 2022