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## BARBADOS DIVERS ASSOCIATION

**BADASS'n**

# CONSTITUTION

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**AMENDED OCTOBER 2013**

### **ARTICLE I - NAME**

The name of the Club shall be the Barbados Divers Association. The Club functions as a non-profit dive club.

### **ARTICLE II - PURPOSE**

The purpose and objectives of the Club shall be to promote and encourage the interest of scuba diving in a safe and organised manner; to further interest in continued education in diving and the diving environment; to save divers money.

### **ARTICLE III – MEMBERSHIP**

#### **Section 1:**

Any individual interested in scuba diving and willing to abide by the Constitution and Bylaws may apply for membership. Membership may be comprised of both Voting Members and Non-voting Members, as defined in the Club By-Laws.

#### **Section 2:**

Membership will be reviewed for individuals for the following actions: -

- A. Failure to pay the relevant dues as required under Article IV of the Constitution without valid reason.

# CONSTITUTION

- B. Upon complaint of misconduct or of a safety violation on the part of any member or upon complaint of conduct that creates serious disharmony among the Club Membership. Said member will be answerable to a review board consisting of a quorum of the Executive Committee who will dismiss the charges if considered unfounded, or recommend suitable reprimand, up to and including revocation of membership, which shall be ratified by a minimum vote of 2/3 of all Voting Members.

## Section 3

All members must annually sign a waiver or release agreeing not to hold the Club, any affiliated organisation, nor any individual liable for any accident or other misfortune which may occur to them while participating in Club activities. Club members are responsible for their own safety, by ensuring that the dives are within their capability and that the equipment they use, whatever the source, is in satisfactory condition

## ARTICLE IV - FEES AND DUES

### Section 1

There will be an initiation fee for all Voting Members and for any past Voting Member whose membership ceased while dues were still owed to the Club. In addition in order to be reinstated as a member any past member whose membership ceased while dues were still owed to the Club must pay to the Club the amount of the dues that were owed when their membership ceased.

### Section 2

Membership dues will be renewed annually by 1st October, except for Temporary members, who will pay a minimum of quarterly in advance. New members that join after October are required to pay the pro rata rate, set out in the Application for Membership form, in addition to the initiation fee. Membership is not transferable.

### Section 3

The rates for dues and fees will be as agreed at the Annual General Meeting of the Club

### Section 4

The Club funds will be used in the best interests of the Club and their use may be decided upon by the majority vote of a Quorum of the Voting Members at any General Meeting.

## ARTICLE V - MEETINGS

Meetings of the Club will be as follows: -

### Section 1

General Meetings: these will be held as determined by the Executive Committee.

### Section 2

Executive Committee Meetings: these will be held monthly.

### Section 3

Annual General Meeting: this will be held in the last quarter of each year. A minimum notice of one month will be given before the AGM.

# CONSTITUTION

## ARTICLE VI - OFFICERS AND DUTIES

The Club shall elect the following officers who will comprise the Executive Committee. They will be elected by the majority vote of a Quorum of the Voting Members at the Annual General Meeting except that when an office shall fall vacant a special election for that office will be held at the subsequent General Meeting. Each officer shall perform the duties herein ascribed to the office and other duties as assigned.

### Section 1

**PRESIDENT:** To preside as Chair at all meetings, unless represented by the Vice President; to act as official spokesperson of the Club; to be empowered to sign all necessary documents in the name of the Club when so directed by the Executive Committee or the membership; to appoint all necessary sub-committees and officials as required to coordinate all Club activities. He shall be an ex-officio member of all standing or special committees.

### Section 2

**VICE PRESIDENT:** To act as the assistant to the President and to preside in the absence of the President and, when so acting, to have the full authority of the President. The Vice President among other duties is accountable for the AGM arrangements.

### Section 3

**SECRETARY:** To record the minutes of all meetings; to be responsible for all Club correspondence;

### Section 4

**TREASURER:** To collect all monies for the Club; to disburse Club funds as directed by the Executive Committee; to keep a record of all transactions and to deliver a record of same at all General Meetings; to present a financial statement at the Annual General Meeting; to keep a record of all paid members and to work with the Membership Officer in maintaining the membership list; to be responsible for the maintenance of the inventory of all Club property.

### Section 5

**DIVE OFFICER:** To be responsible for the initiation of an investigation of any incident or unsafe acts; to encourage discussion of safety matters within the Club and to encourage the membership in the continued development of diving skills.

### Section 6

**MEMBERSHIP OFFICER:** To seek, propose and promote ways to ensure the Club maintains a full and active membership; to maintain a permanent record of membership application forms and waiver/release forms; to maintain the dive calendar and to ensure sufficient organizers of weekly dives.

### Section 7

**IT OFFICER:** To implement, manage and maintain the Club's internet presence and e-mail capabilities.

### Section 8

**PROJECT OFFICER(s):** The Committee may, by agreement of no less than four Executive Committee Officers, appoint up to two Officers to the Executive to be responsible for named

# CONSTITUTION

projects that arise and require skills or time that are not available within the incumbent committee.

## Section 9

**SOCIAL OFFICER:** To identify and organize social events for the benefit of the Club.

## ARTICLE VII – QUORUM AND VOTING

For the purpose of conducting Club business at General Meetings, 25% of the Voting Members, including proxies, shall constitute a Quorum.

Unless otherwise provided, decisions of the Club shall be made by a simple majority of those present at any General Meeting or at the Annual General Meeting.

Absent Members may vote by appointing a Proxy to vote on their behalf or by using a voting form (electronic or paper) to be circulated to members no less than 14 days in advance of the vote. The completed form may be returned as directed or submitted to an appointed Proxy. Where a Proxy is appointed to act on their behalf, the member must properly inform the Executive Committee of, in writing (in electronic or paper form), their choice of Proxy by the start of voting. The Club secretary shall maintain a record of all proxies and absentee votes cast.

Failure to pay dues in accordance with Article IV will disqualify a member from voting.

## ARTICLE VIII - AFFILIATIONS

The Club may maintain membership in such local, national or international organisations that may be decided upon by a majority vote of a Quorum.

## ARTICLE IX - PROPERTY

The Club may purchase, hold, lease, rent, or sell whatever types of property it deems necessary to carry out its stated purposes.

## ARTICLE X - AMENDMENTS

Articles I through IX inclusive shall be deemed in the nature of a Constitution and may be amended only by a minimum vote of 2/3 of all Voting Members, providing that such vote is taken at a General Meeting and further that all proposed amendments have been announced no later than 4 weeks prior to the vote.

This Constitution may be supplemented by whatever bylaws are approved by a majority vote of a Quorum of the Voting Members, provided that they are not in conflict with this Constitution.

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**BARBADOS DIVERS ASSOCIATION**

**BADASS'n**

**BY-LAWS**

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**AMENDED OCTOBER 2013**

**1. Membership**

1.1. **VOTING** Membership shall consist of the following types of members:

- A. **Full Membership:** This type of membership shall be open only to certified scuba divers.
- B. **Social Membership:** This type of membership shall be open to anyone interested in supporting the Club in its social activities.
- C. **Temporary Membership:** This type of membership shall be open only to certified scuba divers and will be available for a minimum membership period of 3 months.

1.2. **NON-VOTING** Membership shall consist of the following types of members:

- A. **Guest Membership:** Members bringing guests shall be responsible for them completing an 'Assumption of Risk Agreement' and be responsible for the safety and good conduct of their guests. Persons who are resident on the island and are potential members can dive as the guest of a Club member at Club rates on a maximum of 2 occasions, after which they pay the normal dive operator's price. Non-resident friends or relatives of members including past Club members are welcome to dive with the Club as often as they wish, but should pay the normal dive operators price. Where space is limited, members will be restricted to one guest.
- B. **Junior Membership:** This type of membership is open to junior divers, ages 12 through 17 inclusive. However, it is the responsibility of those members'

parents or legal guardians to arrange for their accompaniment on Club Dives by a member in good standing of 18 years or over.

- C. **Honorary Membership:** An Honorary Membership may be bestowed by the Club membership. An Honorary Membership will normally be reserved as a means to recognize the outstanding contributions made to the club by past club members who have either;
- i. Moved away from Barbados, or
  - ii. Retired from diving

However, it is recognized that there may be other occasions where an Honorary Membership may be warranted.

An Honorary Member is listed on the club membership roll and is entitled to all the benefits of the club as a Guest Member, but is not required to pay any membership dues.

An Honorary Membership can only be bestowed by a vote of 2/3 of all Voting Members.

## 2. Fees and Dues

- 2.1. The initiation fee for all members is \$30.00.
- 2.2. The annual membership dues for Full Members is BB\$120.00.
- 2.3. The annual membership dues for Junior Members is BB\$80.00
- 2.4. The annual membership dues for Social Members is BB\$70
- 2.5. The monthly dues for Temporary members is BB\$15.00.
- 2.6. The membership dues for Members are due in full on the 1<sup>st</sup> day of October each year. Voting Members that join in the middle of a membership year shall pay prorated membership dues, at the time of application, for the remainder of the year.
- 2.7. Voting Members whose dues are unpaid one month after they are due shall have their membership revoked. Per Section 1 of Article IV of the Constitution, the member would then have to pay the dues in arrears plus the initiation fee to be reinstated as a member.

## 3. Conduct of Meetings

- 3.1. If neither the President nor the Vice-President is present at a General Meeting, the Voting Members present shall choose someone of their number to be Chair.

- 3.2. At any meeting a motion put to the vote of the meeting shall be decided on a show of hands, unless a secret ballot is demanded by at least 2 Voting Members before the show of hands.
- 3.3. In the case of a tie vote, the Chair does not have a second, or casting, vote and the motion is defeated.

## 4. Club Dives

- 4.1. Weekly Club Dives will be organized by individual members on a rotational volunteer basis and coordinated by the Membership Officer. The dive organizer is responsible for setting the dive location and contacting all members to establish attendance for the dive. The Dive Organizer must confirm the number of divers to the dive operator by no later than the Friday preceding the dive. The Dive Organizer is also responsible for ensuring that members are informed of any cancellation.
- 4.2. A member who has indicated that he/she will be participating in a Club Dive and cancels after the final list has been confirmed or does not show up for the dive or decides not to dive for any reason, is responsible to pay any charges, up to the full amount of the dive, that the dive operator charges the Dive Organizer for the absent diver.

## 5. Eligibility of Executive

- 5.1. Any Voting Member of the Club is eligible to serve on the Executive Committee.

## 6. Removal of Executive

- 6.1. The members may, by a majority vote of not less than 2/3 of all the Voting Members, remove an Executive Committee Member from office before the expiration of his or her term of office.
- 6.2. Written notice specifying the intention to make a motion to remove the Executive Committee Member must be given to all Voting Members not less than 14 days before the meeting.

## 7. Remuneration

- 7.1. No member may be remunerated for serving on the Executive Committee, but may be reimbursed for expenses reasonably and necessarily incurred while engaged in the Club's affairs.
- 7.2. Members can be remunerated up to \$150.00 to help with the costs of hosting social events with prior consent from the Committee.

## 8. Notice

8.1. "Written notice" and "notice" shall include notification by electronic mail.

## 9. Property

9.1. When acquiring, maintaining or disposing of Club property no special benefit or burden shall accrue to any individual Club Member or Members.