

## **The Constitution of Liverpool University Sub-Aqua Club**

### **1. Scope**

- 1.1. This Constitution shall regulate the structure, administration and activities of a University of Liverpool Athletic Union club and Branch of the British Sub-Aqua Club to be known as Liverpool University Sub-Aqua Club (hereinafter 'the Club').

### **2. Objects**

- 2.1. 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 and other underwater activities, together with related Social activities.

### **3. Character**

- 3.1. The Club is an unincorporated body of persons interested in underwater activities. It is part of the University of Liverpool Athletic Union supported by Sport Liverpool, the ultimate parent of which is the University of Liverpool incorporated by Royal Charter, and a Branch of the British Sub-Aqua Club incorporated as a Company Limited by Guarantee. The sovereign body of the Club is the members in General Meeting.

### **4. Headquarters**

- 4.1. The Club shall be based at the University of Liverpool in the City of Liverpool, or at such other location as the members in General Meeting may decide, provided that the Committee may at any time determine an alternative venue within the City of Liverpool which shall be the interim base of the Club until the matter has been considered by the members in General Meeting.

### **5. Meeting Place**

- 5.1. The Committee shall appoint a meeting place within the City of Liverpool, provided that no change in meeting place shall be final unless or until it has been ratified by the members in General Meeting.
- 5.2. Meeting can be held virtually when a physical space is not available, and all members are informed of the change.

### **6. Membership**

- 6.1. Ordinary Membership  
There shall be two classes of Ordinary Membership:
  - 6.1.1. Diving Membership
  - 6.1.2. Social Membership, which shall include Octopush Membership
- 6.2. The following shall be eligible for Ordinary Diving or Social Membership of the Club:

- 6.2.1. Current and former students of any course taught by or at the University or of any affiliated college or institution
- 6.2.2. Current and former employees of the University, the Guild of Students, any affiliated college or institution or any company or body owned by or associated with the University, the Guild or any affiliated college or institution
- 6.2.3. Current and former visiting students, researchers, lecturers and other persons attending or working at the University or any affiliated college or institution
- 6.2.4. The spouse, partner, sibling or child of any of the above
- 6.2.5. Such other persons as the committee shall determine at its discretion
- 6.2.6. No person who is eligible for Ordinary Membership shall lose that eligibility other than by expulsion from the Club confirmed by the General Meeting.
- 6.2.7. All Ordinary Members of the Club shall be required to be members of the University of Liverpool Athletic Union. All Diving members shall be required to be members of the British Sub-Aqua Club.
- 6.3. Probationary Membership
  - 6.3.1. The Committee may at its discretion elect persons who are not eligible for Ordinary Membership to Probationary Membership for a period not exceeding one year. During that period, such persons shall be required to be members of the Athletic Union, and if Diving Members, the British Sub-Aqua Club. At the end of that period such persons will become eligible for Ordinary Membership unless the Committee determines that there is good reason that they should not.
- 6.4. Honorary Life Membership
  - 6.4.1. The Annual General Meeting may at its discretion elect persons who have given valuable service to the Club to Honorary Life Membership, and may make such arrangements regarding their subscriptions as it sees fit.
- 6.5. Social Membership
  - 6.5.1. Social members shall be permitted to use swimming pool and octopush facilities but shall not take part in any activity using diving equipment or Club boats and shall only be permitted to vote on social and octopush matters.
- 6.6. Subscriptions
  - 6.6.1. All Ordinary Members shall pay the current subscription, which will be set by the Committee. The Committee may offer different subscriptions covering different periods of membership, and may offer different subscriptions to students and non-students.
- 6.7. Loss of membership
  - 6.7.1. Any member may resign their membership in writing to the Membership Secretary.
  - 6.7.2. Any Ordinary Member whose Club, BSAC, or Athletic Union subscription is in excess of one month in arrears shall be deemed to have resigned their membership. Such persons may resume their membership on payment of the subscription and all arrears.
  - 6.7.3. Any member who is expelled from the Club shall cease to be eligible for Ordinary

Membership.

- 6.7.4. The membership of any member who is suspended or expelled from the Athletic Union or the British Sub-Aqua Club will be considered by the Committee.

## **7. Management**

- 7.1. The Club shall be managed by a Committee elected at each Annual General Meeting of the Club, which shall comprise five officers and not fewer than three other members. The five officers shall be:
- 7.1.1. The Chairman
  - 7.1.2. The Diving Officer
  - 7.1.3. The Treasurer
  - 7.1.4. The Secretary
  - 7.1.5. The Membership Secretary
- 7.2. The Committee shall hold and administer for the benefit of the membership all funds, equipment and property owned by the Club.

## **8. Duties of Officers**

- 8.1. The Chairman
- 8.1.1. The Chairman shall be the Chief Executive Officer of the Club. He/She shall take the Chair at all meetings of the Branch and the Committee at which He/She is present and subject to this Constitution and challenge by a simple majority of those present shall rule on all matters of procedure.
  - 8.1.2. When any matter in which the Chairman has a personal interest is discussed, or when the Chairman wishes to contribute to debate, the Chair will be taken by another person.
- 8.2. The Diving Officer
- 8.2.1. The Diving Officer shall advise the Committee and members on matters relating to diving, safety and training.
  - 8.2.2. The Diving Officer derives his/her 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/she 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/her for the performance thereof.
  - 8.2.3. The Diving Officer's decision in respect of his/her responsibilities shall be final in the Branch, subject only to such guidelines consistent with this clause as may be established from time to time by the Committee.
- 8.3. The Treasurer

- 8.3.1. The Treasurer shall be responsible for dealing with all monies received or paid on behalf of the Club, shall keep proper books of account and shall prepare financial statements for the Committee and General Meetings of the Club.
  - 8.3.2. He/She shall arrange for all Club funds to be banked in the name of the Club with the University of Liverpool Guild of Students, and shall make all arrangements to open and operate accounts with the Guild Finance Office.
  - 8.3.3. He/She shall ensure that the Club's accounts and financial procedures comply with the requirements of the Guild.
- 8.4. The Secretary
  - 8.4.1. The Secretary shall maintain the Club's records and shall record the meetings of the Committee, General Meetings of the Club, and such other meetings as the Chairman may request. He/She shall be responsible for the Club's communications with third parties, and shall keep the Officers, the Committee and/or the Club, as appropriate, informed of matters coming to his attention which pertain to Club activities.
- 8.5. The Membership Secretary
  - 8.5.1. The Membership Secretary shall maintain the register of members and shall be responsible for accepting applications for membership and for collecting subscriptions which he/she shall remit to the Treasurer, or by arrangement with the Treasurer to the Guild of Students. He/She shall ensure that correct subscriptions are remitted to the British Sub-Aqua Club and the University of Liverpool Athletic Union.
- 8.6. Other members
  - 8.6.1. The duties of other members of the Committee shall be determined by the General Meeting at the time of their election or by the Committee.

## **9. Annual General Meeting**

- 9.1. An Annual General Meeting shall be held before the end of the undergraduate teaching year of the University. Notice of the date, time, location and of the meeting shall be given by the Secretary to all paid up members at least three weeks prior to the meeting.
- 9.2. The Committee, or any Ordinary Member may propose any motion to be debated at the meeting provided that the text of such a motion is delivered to the Secretary at least two weeks prior to the meeting.
- 9.3. The Secretary shall notify all paid up members of the Agenda of the meeting at least one week prior to the meeting.
- 9.4. To receive the reports of the committee and the financial statements and to carry out duly notified elections, the quorum for business shall be ten members. For all other business the quorum shall be twenty members.
- 9.5. The Annual General Meeting shall elect the Officers and shall elect such other members of the Committee as it shall determine by simple majority.
  - 9.5.1. Additionally The Diving Officer will have the right to appoint additional officers for training, expeditions and equipment with approval of the committee in line with

the BSAC guidance

- 9.6. Elections shall be carried out by show of hands unless the meeting shall require by simple majority a secret ballot. If a secret ballot is to be held, the meeting will break for sufficient period for all members who wish to vote to do so. If it is not practical for a secret ballot to take place at the meeting then the meeting may determine that the election take place by postal ballot or where this is not practical by digital ballot.
- 9.7. The right to vote at an Annual General Meeting shall be restricted to Ordinary Members whose subscriptions are paid in full.

## **10. Extraordinary General Meeting**

- 10.1. The Committee, or not fewer than ten paid up Ordinary Members may demand the calling of an Extraordinary General Meeting.
- 10.2. A demand for an Extraordinary General Meeting shall be delivered in writing to the Secretary and shall state the reason for the meeting and business to be conducted.
- 10.3. The Secretary shall notify all paid up members of the date, time, location and agenda of an Extraordinary General Meeting at least two weeks prior to the meeting.
- 10.4. The quorum for business of an Extraordinary General Meeting shall be twenty paid up members.
- 10.5. The business of an Extraordinary General Meeting shall be that for which it was called, and no other.
- 10.6. The right to vote at an Extraordinary General Meeting shall be restricted to Ordinary Members whose subscriptions are paid in full.

## **11. The Committee**

- 11.1. The Committee shall take office on election and shall hold office until the election of their successors.
- 11.2. All members of the Committee shall be voting members.
- 11.3. Any member of the Committee except the Secretary may resign in writing to the Secretary. The Secretary may resign in writing to the Chairman.
- 11.4. The Committee, or any member thereof shall be deemed to have resigned on a vote of 'no confidence' passed by a two-thirds majority at a quorate General Meeting.
- 11.5. The Committee shall have the power to fill any vacancy amongst the Committee's membership which occurs during their term of office, and any person so co-opted shall become a full voting member, provided that the number of co-opted members shall never exceed the number of elected members.
- 11.6. The Committee shall have the power to appoint sub-committees reporting to it for specific projects or tasks.
- 11.7. The Committee shall determine any question as to the interpretation of this Constitution and 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 Club. Its continued validity shall depend upon ratification of that meeting.

- 11.8. The quorum for business of the Committee shall be a simple majority of the members of the Committee provided that no quorum shall be formed without the presence of at least one of the Chairman, Treasurer or Secretary. A quorum shall not be lost through the departure of members, even if the number of members present falls below the number required to open the meeting.
- 11.9. Any member having a personal interest in any proposal under discussion shall declare that interest and shall not vote on that proposal. At the discretion of the Chairman, such a member will withdraw from the meeting for that item of business.
- 11.10. No resolution may be adopted by the Committee unless:
  - 11.10.1. It has the support of a simple majority of those members
  - 11.10.2. 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.
  - 11.10.3. The Chairman, or any two members shall be entitled to demand that a meeting of the Committee be called.
- 11.11. Any member of the Committee who fails to attend three consecutive meetings of the Committee without offering apologies acceptable to the Committee will be deemed to have resigned from their office and the Committee.

## **12. Club Activities and Equipment**

- 12.1. The Committee may make rules and procedures for the conduct of Club activities and the use of Club equipment.
- 12.2. At the discretion of the Committee, Club diving and open-water training activities may be open to members of other clubs and to guests.
- 12.3. If a member damages or loses Club equipment the Committee may at its discretion charge that member the cost of repairing or replacing that item.

## **13. Discipline**

- 13.1. All matters involving discipline or alleged misconduct shall be dealt with swiftly and according to the principle of natural justice. Complaint may only be made of a breach of this Constitution or of regulations or procedures made hereunder or of misconduct during a Club activity.
- 13.2. Minor matters shall be dealt with informally.
- 13.3. Any complaint of misconduct by a member other than the Secretary shall be made in writing to the Secretary. Any complaint of misconduct by the Secretary shall be made in writing to the Chairman.
- 13.4. The Secretary or Chairman shall call a meeting of the Committee to discuss the complaint.

- 13.5. If the Committee considers that it is necessary and urgent, it may, by two-thirds majority of all serving members, suspend the membership of the member involved. The member shall be informed in writing of the decision and his right to be heard at a meeting of the Committee. If the Committee considers that it is not necessary and urgent, but that there is a case to answer then the member matter may be deferred to a future meeting and the member asked to attend.
- 13.6. The Secretary or Chairman as appropriate shall inform the member in writing of the complaint against him and his right to attend the next meeting of the Committee and answer the complaint.
- 13.7. Both the member bringing the complaint, and the member against whom the complaint is made shall have to right to call witnesses and to question the witnesses of the other. The member shall be permitted to answer fully the complaint against him. Both the member bringing the complaint and the member complained about shall then leave the meeting and the Committee shall discuss the complaint.
- 13.8. If the member involved declines to attend the meeting of the Committee when the complaint is to be heard then the Committee may proceed without him.
- 13.9. If the Committee by a two-thirds majority of all serving members, upholds the complaint, it may suspend the membership of the member for a period (specified, or until the next General Meeting) and / or may call for his expulsion from the Club by the General Meeting.
- 13.10. The member shall have the right of appeal to a General Meeting, and no decision to expel a member shall be final unless ratified by a General Meeting
- 13.11. Where a member of the Committee is involved, either as the member bringing the complaint, or the member against whom the complaint is brought, they will take no part in the determination of the complaint.

#### **14. Dissolution**

- 14.1. The Club may only be dissolved by a two-thirds majority at a quorate General Meeting provided that a motion to dissolve the Club has been included in the agenda circulated prior to the meeting.
- 14.2. A proposal to dissolve the Club shall provide for the disposal of the Club's assets remaining after the Club's outstanding liabilities have been discharged.
- 14.3. If such a proposal is carried then the Committee shall wind up the affairs of the Club, discharge the Club's remaining liabilities and distribute any net assets remaining as resolved by the General Meeting.
- 14.4. If upon winding-up or dissolution of the club there remains, after the satisfaction of all debts and liabilities, any property or money, this shall not be distributed among members but shall be applied to sporting or charitable purposes or given or transferred to a Community Amateur Sports Club, a registered charity or sport's governing body.

#### **15. Amendment**

- 15.1. This Constitution may only be amended by a two-thirds majority at a quorate General Meeting provided that a motion to amend the Constitution has been included in the agenda circulated prior to the meeting.

- 15.2. Notwithstanding anything to the contrary contained in this Constitution, no amendment may be made to this clause or to clauses 2, 8.2, 14 and 17 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 Club in writing of the British Sub-Aqua Club's approval of the subject and text thereof.

## **16. Notices**

- 16.1. Any notice which this Constitution requires to be given in writing to an individual member may be delivered by hand or by the Royal Mail, or by an electronic method such as fax or Internet Email, provided that the member is able and willing to receive messages by that method.
- 16.2. Any notice which this Constitution requires to be given to the membership as a whole, or to a group of the membership may be given by an Internet Email list provided that:
- 16.3. such messages shall conform to prevailing Internet Email standards and are readable without the use of proprietary software and subscription to the Internet Email list is open to all members and is free of charge.

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

- 17.1. These Bye-laws are made in compliance with Rule 3 of the Rules 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.