

**UNITED DIVERS OF CENTRAL MASSACHUSETTS  
DIVE CLUB BYLAWS  
(Adopted 9/16/2004; Amended 6/15/2017 & 10/19/17)**

**ARTICLE I: ORGANIZATION NAME**

This organization shall be called the United Divers of Central Massachusetts (UDCM), hereinafter the “Club”.

**ARTICLE II: PURPOSES & POLICIES**

**A. Purposes**

1. To promote sportsmanship and the sport of SCUBA Diving by stimulating our members to achieve the highest standards of safety and proficiency in SCUBA Diving.
2. To promote friendship and wholesome social activity among its membership.
3. To promote educational programs that will provide fundamental knowledge supported by actual hands-on experience in a variety of areas including:
  - a. Safe Diving Practices
  - b. Conservation of Marine Ecosystems
  - c. First Aid and Handling Diving Related Emergencies
  - d. To organize group SCUBA diving trips, educational and social events that will allow our membership to accomplish the above stated purposes.

**B. Policies**

1. The Club will not be affiliated with any certifying agency.
2. The membership roster is the property of the Club. It may only be used for official business of the Club. Any other use is not authorized.

**ARTICLE III: MEMBERSHIP**

**A. Membership:** All candidates for membership must possess a valid Basic SCUBA Diver Certification Card obtained through a recognized certifying agency. Candidates under eighteen years of age will be eligible for membership only with the written consent of a parent or legal guardian. Members may attend all Club functions, vote in elections, hold office, and be placed on the mailing list.

**B. Additional Family Members:** Additional family members will have the rights of membership without exception provided that they meet the requirements for membership as stated above.

**C. Associate Membership:** Associate membership applies to those individuals who do not meet the qualification for Membership above. Associate members will have all the privileges as membership with the exception they cannot vote in elections or hold an elected office.

**D. Application:** Forms for membership application shall be available from the Membership-Publicity Coordinator, Club web site and if applicable, other sources. All membership applications must be submitted to the Membership-Publicity Coordinator along with payment of designated dues and/or fees and a signed statement (waiver) to the effect that the Club shall not be held responsible or liable for any accidents, injury, or loss occurring to any members or their guests while participating in any event associated with the Club.

**1. Existing Members.** All existing members including additional family and associate members) can renew their membership in the Club by updating their previous membership application, signing a statement of waiver (as noted above), and payment of annual dues. Payment of annual dues is expected at the first Club meeting of the year, but no later than April. Existing memberships may not be renewed until the member pays all monies that are owed to the Club.

**2. New Members:** Candidates for new membership shall submit a membership application. Candidates will be approved for Club membership by majority consensus. Upon membership acceptance, candidates must sign a statement of waiver (as note above), pay their dues and must agree to abide by the Bylaws.

**E. Membership Expulsion:** The Board of Directors (hereinafter “BOD”) will hold the authority to expel any member after a fair hearing. The BOD must present the accused with a written grievance. The accused must be given thirty (30) days to respond to the written grievance, or appear before the BOD before the expulsion is brought up for a vote by the Board. Should the accused be a member of the BOD, the accused may not participate in the expulsion vote. Actual expulsion requires a majority vote of all the Board Members (excluding the accused). The decision of the BOD will be final. An expelled member shall forfeit all prepaid dues and be ineligible for membership in the Club for a period of one (1) year from the date of expulsion. Reasons for expulsion shall include, but not be limited to the following:

1. Conduct that could cause harm or injury to themselves or other individuals.
2. Failure to comply with the rules and policies as outlined in the Club Bylaws.
3. Endangering the safety of another diver through negligent diving practices.
4. Theft or fighting. If necessary, law enforcement agencies will be notified.

#### **ARTICLE IV: BOARD OF DIRECTORS (BOD) & DUTIES**

**A. The BOD shall consist of five (5) elected officers, specifically:**

1. President
2. Vice-President
3. Treasurer
4. Secretary
5. Webmaster

**B. Duties**

1. The President shall preside over all BOD meetings. All actions of the BOD must be taken by vote of a simple majority of its Board members. The President will not actively vote on action items. However, in the event of a tie, the President will cast the deciding vote.

2. The BOD shall:

- a. Review the Club’s financial status
- b. Approve any commitment of Club funds not covered by the budget and amounting to one hundred (100) dollars or more
- c. Schedule the Club’s major activities
- d. Fill any vacated positions of Club officers as they deem necessary
- e. Recommend any changes to the Club’s Bylaws, or other rules not stated within the Bylaws (e.g., membership application) for membership vote
- f. Appoint committees and committee chairpersons as required
- g. Be responsible for the interpretation and application of the Bylaws and any other rules of the Club
- h. Present an approved budget at the March General meeting

#### **ARTICLE V: OFFICERS REQUIREMENTS & DUTIES**

**A. Requirements:** The officers of the Club shall be elected by the members of the Club. No individual may serve concurrently in more than one office. Elected officers must be a regular member in good standing (dues paid in full) and owe no other monies to the Club. Terms of office shall run concurrently with the fiscal year.

## **B. President**

1. Provide leadership, overall direction, and administration of the Club
2. Call and preside at all meetings of the BOD and all meetings of the General Membership
3. Manage the Club budget and approve expenditures of Club funds not covered by the budget and amounting to less than one hundred (100) dollars
4. Guide, develop, and coordinate the various activities of the Club towards the furtherance of the Club's purposes
5. Review the proposed budget in February, make any revisions necessary and submit the budget to the BOD for approval in March.

## **C. Vice-President**

1. Assist the President in directing and coordinating all activities of the Club.
2. Assume the duties of the President in his or her absence.
3. Succeed to the office of President should that office become vacant prior to the end of the President's term of office.
4. Assist members with coordinating Club sponsored dive trips and functions.
5. Coordinate/schedule presentations and lectures for meetings of the Club.

## **D. Treasurer**

1. Submit a proposed annual budget to the President at the BOD meeting in February.
2. Keep accurate financial books and records of all Club activities.
3. Make all financial records available for review and audit.
4. Normally write and sign all checks drawn upon the Club funds.
5. Maintain a file of all invoices and receipts.
6. Pay all Club bills as directed by the President.
7. Give a verbal summary report (since the previous Club meeting) of income, expenditures and remaining balance at every Club meeting.
8. Submit a written summary to the President of the BOD of the Club's income, expenditures and remaining balance at the end of the fiscal year.
9. Assume the duties of President and Vice-President in their absence.

## **E. Secretary**

1. Serve as recording and corresponding secretary of the Club and the BOD.
2. Keep accurate minutes of all meetings.
3. Handle all general correspondence as directed by the President.
4. Maintain all legal records of the Club, current copies of the Bylaws, and any other rules of the Club.
5. Maintain an inventory of all property and equipment owned by the Club.
6. Provide the names of all candidates for each particular office to all Club members prior to the October Election of Officers.
7. Prepare, distribute, and receive all membership applications.
8. Compile and maintain an up-to-date membership roster and make that roster available to all members on an annual basis.
9. Keep a record of dues payment for each member. This information will be used to determine eligibility for voting, holding office and other such matters requiring Club membership.
10. Transfer the membership dues payments to the Treasurer.
11. Submit photos, news and promotional articles to the Webmaster for posting on social media.
12. Prepare and distribute posters, handbills and fliers promoting Club activities to members and the news media.
13. Prepare promotional literature to attract new members.

## **F. Webmaster**

1. Maintain and update the UDCM website.
2. Monitor and edit content added or submitted for publication.
3. Authorize new members and audit and edit content added or submitted for publication on social media sites (e.g., Facebook). Other Club members may assist with this duty as necessary.
4. Post the names of all candidates for each particular office on the Club's website prior to the October Election of Officers.

## **ARTICLE VI: ELECTION OF OFFICERS**

**A. Election Committee.** The President shall appoint and Election Committee comprised of at least three (3) Club members. Officers on the existing BOD are not eligible for membership on the Election Committee.

**B. October Elections.** Elections will take place at the October Club meeting unless otherwise agreed by the membership.

**C. Election Committee Responsibilities.** By the end of the September Club meeting of each year the Election Committee shall submit to the BOD a slate of preferably at least two (2) qualified candidates for each office.

**D. Candidates.** At the September meeting any qualified member who has accepted a nomination from the membership for a particular office, will have their name placed on the ballot. In addition, any qualified member may request to the Election Committee, no later than the September meeting, to have their name placed on the ballot for any office. The names of all candidates for each particular office will appear in the Club's newsletter and be posted on the Club's website.

**E. Qualifications for Elected Office.** To be qualified for elected office, a member must be in good standing (dues paid in full) and owe no other monies to the Club. In addition, candidates must be at least 18 years of age. Associate members may not hold an elected office. Candidates must be familiar with the Club Bylaws and must be willing to donate the necessary time and effort to assure the continued success of the Club.

**F. Successive Terms.** All incumbent officers may succeed themselves in the same office without exception.

**G. Multiple Candidacy.** Candidates may not run for more than one office at the same time.

**H. Majority Vote Requirement.** To be elected to any office of the BOD a candidate must receive a majority of the votes cast.

**I. Statement from Candidates.** All candidates for office shall be given the opportunity prior to the election to present to the General Membership a brief statement about their experience, qualifications, and goals for the office to which they aspire. This may be printed in the newsletter or attached to the ballots, as long as all candidates for office have the same opportunity.

**J. Qualifications for Voting.** To be eligible to vote, a member must be in good standing (dues paid in full) and owe no other monies to the Club.

**K. Ballots.** The Election Committee will prepare the ballots. In addition, absentee ballots will be made available upon request for any member who will be unable to attend the meeting at which the elections will take place. An Absentee ballot must be completed and turned into the Election Committee no later than the night before the elections. Completed absentee ballots are to be submitted to a person at a location and/or address that will be designated by the Election Committee. Finally, at the October Club meeting, the Election Committee will distribute and collect all ballots (including absentee ballots). Results of the elections will be announced by the end of the Club meeting.

**L. Runoff Election.** If none of the candidates receives a majority of the votes cast for any office, then a runoff election will be held for the top two (2) candidates for that office. The election committee will

prepare, distribute, collect and tally the ballots for the runoff election at the October meeting and report the results to the Club.

**M. Filling Vacancies.** If the office of the President becomes vacant before the end of the term or office, the Vice-President will succeed the President and the BOD may elect a new Vice-President. Any other vacancies that arise during the year may be filled by election of the BOD.

## **ARTICLE VII: FINANCES**

**A. Fiscal Year.** The Fiscal Year for the Club will begin on January 1<sup>st</sup> of each year and it will end on December 31<sup>st</sup> of that year.

**B. Dues.** The BOD will recommend and approve any changes in the amount of dues to be paid by members and any additional membership fees. Payment of annual dues is expected at the first Club meeting of the year, but no later than April. Members who join the Club after the June meeting will pay a pro-rated amount for their membership dues. This amount will be based upon annual membership dues and the number of months remaining in the fiscal year. Any and all additional membership fees will be paid in full regardless of the month of joining the Club. Members elected to the BOD shall be exempt from paying dues for the term for which they hold their elected office.

**C. Activity Fees.** The BOD will determine the amount, if any, to charge for any of the Club's activities.

**D. Structure of the Treasury.** The treasury will be divided into two parts, the Reserve Savings Fund and the General Fund.

1. The purpose of the **Reserve Savings Fund** is to provide financial protection for the Club.
2. The purpose of the **General Fund** is to provide for financial resources with which to operate the Club.

**E. Budget.** The Treasurer will submit a proposed annual budget to the President by the BOD meeting in February. The President will review the proposed budget, make any revisions necessary and submit the budget to the BOD for approval. The BOD must act on the budget and present the approved budget at the March General meeting. The BOD may authorize budget adjustments during the year and approve additional expenditures if funds permit.

**F. Authority to Sign Checks.** The Treasurer and an additional member of the BOD shall be authorized to sign all checks.

**G. Financial Reports.** The Treasurer will verbally submit a summary report at each meeting of the General Membership. In addition, an annual financial report will be submitted to the BOD at their last meeting of the fiscal year. The annual report will be made available to interested members upon request.

**H. Audits.** Any group consisting of at least five percent (5%) of the membership may request in writing through the BOD, an in-house audit of the Club's financial and other records. The President must then call a meeting of the BOD and any interested members for the purpose of this audit.

**I. Members Financial Responsibility.** Any Club member may be held financially responsible for any unusual loss or damage to Club funds or property caused by their action or neglect. The BOD shall determine the amount of the damage owed.

## **ARTICLE VIII: MEETINGS**

**A. Presiding Officer.** The President shall call and preside at all meetings of the General Membership and the BOD.

**B. General Membership Meetings.** There will be scheduled meetings of the General Membership every month from February through November inclusive. The BOD will announce and set the date, time and place for all meetings of the General Membership. The President may call other meetings of the General Membership as necessary. In addition, the President must call a meeting upon receipt of a petition

requesting such, signed by at least five percent (5%) of the membership. Club members shall be notified of the dates and location of Club meetings via the Club newsletter and website.

**C. Board of Directors (BOD) Meetings.** The President will hold BOD meetings every month from February through November inclusive. The President will hold additional BOD meetings at his/her discretion. A BOD meeting will be required any time the President receives a petition requesting such signed by at least ten members. BOD meetings will be open to Club members. Dates, times and location of BOD meetings will be made available upon request. Any member may attend the BOD meetings but will not be eligible to vote on action items.

#### **ARTICLE IX: ACTIVITIES**

**A. Club-Sponsored Dives.** A SCUBA dive that has been authorized by the BOD shall be considered a Club-sponsored dive. These dives are announced at a Club meeting and have been organized by Club members. A sign-up sheet would normally be associated with such a dive. The BOD may authorize the use of Club funds for these activities.

**B. Limited Availability.** Members in good standing (dues paid in full) shall have precedence when a Club-sponsored dive has limited availability (such as a boat dive). However, if space is available, guests of paid members may be allowed to participate in Club-sponsored dives provided that they possess valid SCUBA Diver certification(s) and have signed a statement (waiver) to the effect that the Club shall not be held responsible or liable for any accidents, injury, or loss occurring to any members or their guests while participating in any event associated with the Club.

**C. Sanctioning.** The Club may participate in a variety of recreational, athletic, educational, and social activities in support of the purposes listed in Article II of these Bylaws. The BOD may authorize the use of Club funds up to \$100 for these activities.

**D. Coordinators.** The Vice President may appoint a coordinator or committee for each sanctioned event.

**E. Fees.** The BOD on the advice of the Vice President will determine what fees, if any, should be charged for Club activities and members shall prepay for these activities for the protection of club finances.

#### **ARTICLE X: AMENDMENTS**

**A. Proposal.** Any member or committee may propose changes to these Bylaws by submitting a written request to the BOD. If considered appropriate by the BOD the proposed change(s) will be reviewed for possible modification and then presented for vote by all the members.

**B. Two-thirds Vote.** Two-thirds of the votes cast by voting members is required to pass amendments.

**C. Effective Date of Amendments.** Amendments to these Bylaws shall take effect at the adjournment of the Club meeting at which they were adopted.

#### **ARTICLE XI: DISSOLUTION**

**Distribution of Assets.** In the event of dissolution of the Club, remaining assets after the satisfaction of all obligations shall be distributed by the BOD equally to all members.