

GLUG

The Gay and Lesbian Underwater Group

Constitution

Adopted on 6 December 2014

Section 1 Name, Club Philosophy and Objectives

- 1 The name of the Club shall be “The Gay and Lesbian Underwater Group” – GLUG.
2. Club Philosophy: GLUG is a non-political, non-denominational diving group, which aims to provide a safe, friendly, inclusive and supportive environment for all LGBTT divers, their partners, family and friends. We aim to eradicate the “macho” image associated with diving and provide dive trips and events which encourage members to improve their dive skills at their own pace. GLUG strives to meet the needs of our less-able or physically challenged members, whilst always ensuring their safety and that of other divers. GLUG recognises all major diving qualifications.
- 3 Objectives:
 - To provide a safe and welcoming environment to all LGBTT divers, trainee divers, and those interested in diving.
 - To promote diving as a safe and exciting sport.
 - To promote safe diving practices, techniques and procedures.
 - To remain independent of affiliation and accept membership of qualified and novice divers, and those who wish to become divers, regardless of training agency.
 - To promote marine conservation and encourage responsible diving practices to protect and preserve the marine environment for the enjoyment of others.
 - To facilitate and organise diving holidays, diving trips and social events for Club Members.
 - To provide training opportunities for Club Members.

Section 2 Officers

- 4 All officers of the Club (“**Officers**”) shall be members of the Club.
- 5 The Officers shall consist of one Chair, one Secretary, one Treasurer, one Membership Coordinator, one ICT Coordinator, one Events Coordinator, one Training Coordinator, one Diving Coordinator, and one Equipment Coordinator. Other Officer positions can be created by the Committee from time to time with the agreement of members at a General Meeting. Similarly, Officer positions (with the exceptions of Chair, Treasurer and Diving Coordinator) can be left unfilled with the agreement of the members at a General Meeting.
- 6 Officers shall be elected at the Annual General Meeting (AGM) in each year and shall hold office for one year, retiring at the termination of the AGM in each year. All Officers of the Club shall be eligible for re-election.

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- 7 All members are entitled to stand for any of the Officers positions subject to the restrictions in paras 17-19, duly proposed and seconded by other members. Should there be more than one member standing for any position, a simple majority vote of those present (or represented) will take place.
- 8 Should one of the Officer positions become vacant during the period between AGMs, the Committee have the power to co-opt a member into the vacant position until the AGM takes place.
- 9 The positions set out above may be held by more than one person, creating two or more Officers sharing responsibilities. By similar agreement, posts can be combined should there be too few people to fill the available posts or where combining posts would lead to greater efficiency in managing Club affairs.

Chair

- 10 The Chair prepares agendas for and chairs meetings of the Committee and General Meetings; represents and promotes the Club at events; provides leadership and encouragement with respect to Club activities; in partnership with other Officers provides strategic direction for the Club; and delivers an account of activities at any General Meetings. The post of Chair shall not be held by the same individual for more than three consecutive years.

Treasurer

- 11 The Treasurer is responsible for monitoring the income and expenditure of the Club and reporting on the Club finances to the Officers, who are jointly responsible for ensuring proper management of the Club's resources.

Club Secretary

- 12 The Club Secretary is responsible for taking minutes at Committee meetings and General Meetings and circulating such minutes to members; arranging General Meetings; receiving complaints; and ensuring the Club is run in accordance with the Constitution.

Membership Coordinator

- 13 The Membership Coordinator keeps a database of members' names, contact details and diving experience and qualifications and conducts correspondence relating to membership issues on behalf of the Club.

ICT Coordinator

- 14 The ICT Coordinator is responsible for the development and maintenance of the Club's website, for ensuring it has an appropriate database and other functionality including capacity for communication via social media.

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Events and Publicity Coordinator

- 16 The Events Coordinator is responsible for membership events including club socials and public events, and for external communications and liaison with the press and other media. .

Training Co-ordinator

- 17 GLUG is not a training club. The Training Co-ordinator plans and organises specialist dive training with suitably qualified dive instructors operating under an appropriate external structure or training agency. The Training Coordinator must hold a current training qualification from any internationally recognised dive training body. If no suitably qualified person is available, the post will be held vacant.

Diving Co-ordinator

- 18 The Diving Co-ordinator ensures there is an annual programme of diving in the UK and/or overseas. The Diving Coordinator may organise these him/herself, or oversee organisation by others. The Diving Coordinator must have a level of diving qualification of at least BSAC Dive Leader or equivalent from other internationally recognised training bodies.

Equipment Co-ordinator

- 19 The Equipment Co-ordinator is responsible for storing and managing the Club's diving equipment, ensuring that any equipment in active use is maintained in a safe condition and serviced in accordance with UK-recommended practice, and keeping records of when equipment is used and serviced. It is anticipated that except where none of the other committee members have facilities to store the club equipment, that this role will be combined with one of the other committee roles.

Section 3 Membership

Members

- 20 The club shall be open to any LGBT diver, trainee diver or person interested in learning to dive, and who wish to dive in an LGBT-friendly environment, irrespective of ethnicity, gender, sexual orientation, disability, religion or age.

Subscription fee

- 21 The Club's subscription year runs from January to December. The annual subscription fee shall be set by the Committee and the current rate of subscription shall be published on the Club's website. All members shall pay their first annual subscription upon application for membership to the club. For new members who join after 30 September, the subscription fee shall cover the remaining months of the current calendar year and the following calendar year. Renewal subscriptions shall be due on or before 31 March each year, or prior to participation in any diving event organised by the Club, whichever is the sooner.

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Members' duty to provide up to date contact details

- 22 Each member must provide the Membership Secretary with a valid up-to-date email address and any notice sent to such address shall be deemed to have been duly delivered. It is each member's duty to promptly notify the Membership Secretary to any change to either postal or email address.

Election and retirement of members

- 23 Applications for membership shall be in the form prescribed from time to time by the Committee and shall include the name and email address of the applicant.
- 24 The Membership Secretary, on behalf of the Committee, will review all applications, referring to the Committee if necessary.
- 25 The Committee reserves the right to decline any application for membership. Each application will be considered in light of the Club's philosophy and objectives as set out in section as above and no application shall be declined in breach of such philosophy and/or objectives.
- 26 Once the application approved by the Membership Secretary or the Committee and once the membership fee has been received, the Membership Secretary shall enter the new member's details in the Club's database of members and ensure the new member has access to any membership benefits currently provided by the Club.
- 27 A member may retire from the Club on written notice (which may be by email) to the Membership Secretary. Subscription fees are non-refundable.

Overdue subscription fee

- 28 The Membership Secretary may cancel without notice the membership of any member whose subscription fee is overdue provided that such membership may be re-instated upon payment of the overdue amount. No member whose subscription fee is overdue may take part in any Club diving trip or vote at any meeting.

Members' duty to comply with rules

- 29 Each member is deemed to have read and agreed to comply with the Constitution and Club's rules concerning dive trips and behaviour. Any refusal or neglect to do so, or any conduct, which in the reasonable opinion of the Committee is in breach of the Constitution and/or Club's rules or injurious to the interests of the Club may result in the expulsion of the concerned member, who shall be notified of such by the Committee.

Expulsion of members

- 30 Before expelling a member, the Committee must ask the member concerned for a written explanation of the member's conduct and give the member full opportunity to give an explanation to the Committee or to resign.

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- 31 The Committee may resolve to expel a member by a simple majority vote of those Committee Members present and voting on the resolution. Subscriptions shall be non-refundable.

Settlement of Accounts

- 32 A member shall settle any fees for events or Club trips before the start of such event or trip, or in accordance with any rules relating to the settlement of such fees.

Complaints

- 33 Complaints of any nature must be addressed in writing to the Secretary who shall then present the complaint to the next meeting of the Committee. The Secretary shall then respond to the complainant with the Committee's decision.

Data Protection

- 34 Membership of the Club and acceptance of this Constitution by the member will be deemed to constitute consent to the holding and processing of the member's relevant personal data for the purpose of then current data protection legislation. Personal details of retired members will not be held for longer than two years.

Section 4 Committee

Constitution of the Committee

- 35 The Committee shall comprise of the Officers.

Committee Meetings

- 36 The Committee shall meet at least once monthly, which shall usually be prior to the Club's social evening, organised in accordance with the Club Rules, making such arrangements as to the conduct, place and holding of such meetings as it may wish. These arrangements may include electronic conferencing from remote locations. The Chair, and in his/her absence a chair elected by those participating, shall preside.

Quorum and voting

- 37 A quorum of four Officers present is required for any resolution to be officially taken and recorded. Voting (except in the case of a resolution relating to the expulsion of a member) shall be by show of hands of those present and an audible decision by those using electronic conferencing. In the event of equality of votes, the Chair shall have a second and casting vote. All members are welcome to attend committee meetings as observers. If the meeting is held during or prior to a members' Social event, the Chair will give a short oral report to members not present at the Committee meeting. Minutes of each meeting will be provided to Members either through email or by some other means such as posting on the website.

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Conflicts of Interest

Committee members must declare the nature and extent of any interest, direct or indirect, which s/he has in any proposed transaction or activity. The Chair (or if the interest relates to the Chair, the Secretary) will determine whether the conflict is sufficiently great to require the member to absent themselves from the discussion.

Powers of the Committee

- 38 **Management.** The Committee shall manage the affairs of the Club according to the Constitution and on behalf of the members. The Committee shall be responsible for the overall policy, finance and administration of the Club.
- 39 **Club Funds.** The Club shall be financed by the proceeds from any fund raising events, donations, sponsorship and annual membership fees. The Committee shall cause the funds of the Club to be applied solely to the achievement of the objectives of the Club. The Financial Year of the Club shall be 1 November to 31 October.
- 40 **Agency.** The Committee or any person delegated by the Committee to act as agent of the Club shall enter into contracts only as far as expressly authorised, or authorised by implication by the members. No one shall, without the express authority of the membership in General Meetings, pledge the credit or assets of the Club.
- 41 **Payment limits.** For the purposes of making payments from Club funds, cheques or any other means of payment must be signed by two Officers. All general expenses of the Club need to be approved by a resolution of the Committee. Any expense greater than £300.00 (that sum to increase by a percentage equivalent to the December Retail Price Index each year) shall require the expense to be approved in advance by a majority of members, that vote to be taken either at a General Meeting or via electronic poll.
- 42 **Club Rules.** The Committee shall make such Club Rules to govern the activities of the Club as it shall from time to time think fit and shall cause the same to be published on the Club's website. Such Club Rules shall be published on the Club's website and shall remain in force until approved or set aside by a vote of the General Meeting of the Club.

Section 5 General Meetings of the Club

Annual General Meeting

- 43 An AGM shall be held each year within 3 months of the financial year end on a date to be fixed by the Committee. The Secretary shall circulate a notice (in writing or by email) convening the AGM to the Club membership at least 21 days prior to the date of the AGM, and nominations for Officers positions invited to be received no later than 14 days before the date of the AGM. The Agenda for the AGM, together with a list of nominations and motions (in full) shall be sent to the Club membership no later than 10 days before the set date of the AGM

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Business at Annual General Meeting

- 44 No business, except the passing of the Accounts, the election of the Officers, the setting of the annual membership subscription and any business that the Committee may order to be inserted in the Agenda shall be discussed at such meeting, unless notice thereof is given in writing by a member entitled to vote to the Secretary at least 14 days before the date of the AGM.
- 45 Club accounts will be presented to the AGM for approval. Accounting records may be reviewed by any member between AGMs at a time mutually convenient to both the Member and the Treasurer. After the accounts have been approved, the accounting records shall be scanned for electronic storage, and paper records destroyed. Records will be kept for a minimum of 7 years.

Extraordinary General Meetings

- 46 An Extraordinary General Meeting (EGM) may be called at any time by the Committee by giving 21 days' notice to members in writing or by email for any special business, the nature of which shall be stated in the notice convening the meeting and the discussions at such meeting shall be confined to such stated business.
- 47 The Committee shall similarly call an EGM on written request addressed to the Secretary of at least one third of paid up Club members. The discussion at such meeting shall be confined to the business stated in the notice sent to members.

Chair at General Meetings

- 48 At every meeting of the Club the Chair or, in his/her absence, a chairman elected by those present shall preside.

Quorum at General Meetings

- 49 10% of the membership entitled to vote, and that number when including three Officers physically present, shall form a quorum at any General Meeting of the Club.
- 50 If a quorum is not present 30 minutes after the start time published in the notice of the General Meeting, the Chair must adjourn the General Meeting. A new date shall be set within 30 days of the adjourned General Meeting.
- 51 If a quorum is not present 30 minutes after the start time of the adjourned General Meeting, the members present shall constitute a quorum.

Entitlement to vote at General Meetings

- 52 Only fully paid up members shall vote at any General Meetings of the Club.

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Voting at Meetings

- 53 Voting shall be by show of hands. Where it is not possible to determine the outcome by the show of hands or upon the election of Officers, the Chair of the Meeting may at his/her discretion call for a secret written ballot to determine the outcome of the vote.

Proxy voting

- 54 Members unable to attend meetings can nominate another member to speak and vote on their behalf at any General Meeting. Proxies must be submitted to the Club in writing and in accordance with the notice for the relevant General Meeting¹.

Minutes

- 55 Draft minutes of General Meetings shall be circulated to members after the meeting, and approved at the following General Meeting.

Section 6 Amendments to the Constitution

- 56 Proposals to change this Constitution by the Committee shall be made available to the membership as a consultation draft inviting comment or amendment. Suggested amendments by a member must be seconded by another member. The comments and amendments received shall be considered by the Committee and a definite proposal produced which will be made available to the membership for decision at a General Meeting or by postal or electronic ballot with voting details including methods of voting and deadline for the close of voting. Changes to the Constitution shall require the assent of at least 75% of members present at a General Meeting or of those voting if by postal/electronic ballot. In addition to the minutes, members will promptly be notified by email of the adoption of the amended Constitution.
- 57 The constitution shall be available to members at all times, through the website or some equally accessible means.

Section 7 Dissolution of the Club

- 58 The Club shall only be dissolved by agreement of 75% of all Club members at a properly convened General Meeting.
- 59 If, upon the winding up or dissolution of the Club, there remains after the satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid or distributed amongst the members of the Club but shall be given or transferred to another institution or institutions having charitable objects to be determined by the members by resolution passed at a General Meeting at or before the time of the dissolution. If and so far as effect cannot be given to such provision then to be divided equally between [xxx] and [yyy].

¹ i.e. the form of proxy and deadline to be included in the notice for the General Meeting