

The Villages Scuba Club

Constitution

Preamble

The Villages Scuba Club is dedicated to the promotion of safe and responsible enjoyment of scuba diving and related activities. The club is open to all residents of The Villages.

ARTICLE I-Name and Location

1. The club shall be called The Villages Scuba Club
2. The principle place shall be The Villages of Lake, Sumter and Marion counties within The Villages, Florida.
3. The club contact is the current contact and/or any of the elected officers.
4. Meetings will be held the first Wednesday of the month, unless otherwise notified.

ARTICLE II-Objectives

1. The club exists to promote social, recreational and informational exchange for safe diving.
2. The club exists to help organize recreational dives and activities for its members.
3. The club exists to present programs and presentations that are diving related at its monthly meetings.

ARTICLE III-Membership

1. Any resident of The Villages possessing a valid ID card shall be eligible for membership upon payment of annual dues. Seasonal renters who possess a Villages ID card will be granted membership for the validity of their card upon payment of annual dues.
2. Dues are to be collected at the first meeting in January, or when initially joining the club.
3. The elected officers of the club shall determine the amount and applicable period of the dues.
4. In addition to completing The Villages liability waiver form, all active, paid members must execute The Villages Scuba Club liability waiver form. The Villages Scuba Club liability waiver is a continuing waiver which holds harmless the club, its officers and its membership from liability. The Secretary shall keep both forms for each active, paid member on file.
5. The club nor its officers shall be held liable for debt, liability or obligation of any member or guest.

ARTICLE IV-Officers

1. The officers of the club shall be elected at a regularly scheduled meeting held in March of each year.
2. All officers shall be full time residents of The Villages.
3. The affairs of the club will be transitioned to the new officers, who will assume operation of the club, starting in April. The outgoing officers and newly elected officers are to meet approximately two weeks prior to the April meeting in order to fully organize and implement the transition.
4. The elected officers of the club shall serve a one (1) year term of office, or until their successors are elected.

Authority:

The club shall be democratically self governed, deriving its existence and authority from this constitution and from the consent of its membership in meeting or, in certain circumstances, by mail or email.

President

The president is the principle officer of the club and exercises supervision and control of the affairs and business of the club. In addition, the president fulfills the following duties and responsibilities:

- a. Promotes the welfare and progress of the club.
- b. Presides at all meetings of the general membership and all officers' meetings.
- c. Appoints members to all committees and the chairman of the nominating committee, or as otherwise specified in this document.
- d. Is the ex-officio voting member of all committees, except the nominating committee.
- e. Issues guidelines and directives to convey instructions necessary to fulfill the duties of the office.
- f. Manages the club web site at www.users.thevillages.net/johkoe/scubaclub.htm. The president is responsible that information is updated, current, and correct. This can be accomplished through a webmaster assigned by the president, if required.
- g. Submits an agenda to club officers for review and approval two weeks prior to each scheduled meeting. This agenda is to be distributed to the general membership one week prior to the next scheduled general meeting.

Vice President

The vice president assumes all rights and responsibilities in the absence of the president and responsibilities assigned by the president.

Treasurer

- a. The treasurer is responsible for custody of all financial records and property of the club, and keeps an accurate record of all money, funds, and other assets. The treasurer shall submit monthly reports on such accounts and presents such statements to the president prior to each scheduled meeting. The treasurer, or his/her agent, dispenses funds as the club's business may require, taking proper vouchers therefore.

- b. All funds received by any person for the club shall be delivered to the treasurer or such other agent as the officers may designate, who shall immediately enter them in the book of account and deposit such funds to the credit of the club.
- c. The treasurer shall have an audit conducted of the books and records of the club each January for the prior calendar year by a minimum of two (2) non-officer club members in good standing. A report will be prepared by this committee no later than January 20th, to be provided to the membership at the February meeting, either in-person or by any other means.
- d. The treasurer shall record all paid members, issue receipts and membership cards. A copy of the list of paid members shall be provided to the secretary.

Secretary

- a. The secretary shall maintain minutes of all meetings of the membership and board, provide a copy to the officers prior to the next scheduled meeting, and read the unapproved minutes at each meeting.
- b. The secretary shall record the accepting of the minutes, including who motioned to accept the minutes, who seconded the motion, and whether the minutes were approved or not.
- c. The secretary shall maintain the list of all active, paid members including email addresses, addresses, and phone numbers as provided by each member.
- d. The secretary shall keep all records such as sign-in sheets, meeting minutes, treasurer's reports, the club constitution and amendments, liability waivers, etc. These records are to be maintained for a period of no less than seven years.

Special Committees

Special committees may be appointed at the discretion of the officers. Members must be in good standing to serve on such special committees.

Web Master

The web master establishes and maintains the club's web site and assists officers in computer related matters.

Board of Directors

- a. The president, vice president, secretary and treasurer shall constitute the board of directors.
- b. The board of directors is responsible for the general supervision of the affairs of the club between business meetings. The board shall be subject to the orders of the club, the club's constitution, and none of the boards acts shall be in conflict with the club.
- c. At the discretion of the Board of Directors, an Advisory Board consisting of past officers may be appointed. The Advisory Board shall exist to provide guidance to the existing Board of Directors, and shall have no voting privileges at/during board meetings.

ARTICLE V-Club Administration

Dive Trips

The club may help promote, plan, organize and/or sponsor dive trips anywhere in the world.

The trips that require airline reservations must be made through a reputable travel agent, dive operator, or dive wholesaler in order to gain the most advantageous group fares. Lodging and dive Operator reservations may be made through the most advantageous means.

For each trip, a coordinator will be appointed by the Board. The coordinator will publish a flyer describing the trip, estimated trip expenses, and payment schedule and refundable/non-refundable conditions.

The club reserves the right to take deposits for upcoming club trips to reserve space on said trips.

No club monies shall be committed without first having collected monies/deposits from those attending the trip.

Parliamentary Procedure:

If questions of parliamentary procedure arise, all such questions shall be resolved through consulting *Robert's Rules of Order*.

Quorum:

a. Definition (From *Black's Law Dictionary*)

A quorum is the minimum number of people who must be present to pass a law, make a judgment, or conduct business. Quorum requirements typically are found in a court, legislative assembly, or corporation (where those attending might be directors or stockholders). In some cases, the law requires more people than a simple majority to form a quorum. If no such defining number is determined, a quorum is a simple majority.

A quorum also might mean the number of members of a body defined as competent to transact business in the absence of the other members. The purpose of a quorum rule is to give decisions made by a quorum enough authority to allow binding action to be conducted.

b. Simple Majority

For most meetings and for the transaction of most club business, a simple majority of present members will represent a quorum.

c. Special Meetings

There may be occasion in which special meetings may be called in which a 2/3rds majority will represent a quorum. Such meetings shall include, but not be limited to, meetings in which this constitution may be amended.

Voting:

- a. Except as specified elsewhere in these bylaws, a simple majority vote of members whose dues are current and are present for voting shall be required to approve or reject any matter.
- b. Balloting shall be conducted by show of hands, closed ballot, or electronic (emailed) ballot, or any other means necessary. If a matter is deemed extremely urgent or important, an electronic vote may be undertaken in order to reach the total membership.

ARTICLE VI- Amendment of the Constitution

Amending Procedure:

- a. This constitution may be amended by a 2/3 affirmative vote of the members present and voting at a duly called meeting, provided that prior notice of at least 30 days has been given of the proposition to amend.
- b. Any member of the club (provided he/she is in good standing and annual dues have been paid) may propose amendments to the constitution.
- c. Approved amendments to the constitution become effective immediately upon their adoption, or at such time as specified in the amendment.

Distribution:

Copies of changes, additions, amendments, or revisions of this constitution shall be forwarded to the club membership by email, regular mail, and/or other means. Any additional information concerning the constitution shall only be provided upon request.

August 11, 2012