

# STATUTE

## CALYPSO SUB-AQUA CLUB

Club Statute as approved on the 17th February 2015

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Chairman

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Secretary

Section 1: Foundation and Aims

- 1.1 The Calypso Sub-Aqua Club, hereinafter also referred to as “CSAC”, is hereby adopting this Statute upon the resolution approved at the Extraordinary General Meeting held by its members on the 17<sup>th</sup> February 2015.
- 1.2 The CSAC and its members shall in all respects be governed by the provisions of this Statute and its Annexes. Members shall endeavour to keep themselves updated on the provisions of this Statute and its annexes and on alterations or additions made thereto.
- 1.3 The CSAC may obtain a pecuniary gain from its activities when such gain is not received or credited to any private interest but is exclusively utilised for the purposes of the organization; and
- 1.4 buy or sell or otherwise deal in goods or services where such activities are exclusively related to its principal purposes as defined in points 1.6 and 1.7 of this Statute
- 1.5 For the purposes of this statute the following terms are to be construed thus:
  - (a) “Committee” covers the Executive Committee of the CSAC as well as all sub-committees and commissions appointed by the CSAC, unless explicitly indicated otherwise in the respective context.
  - (b) “Members” refers to persons enrolled in the Club who are included in the paid up members list in line with the provisions of Section 4 of this Statute, except where the term explicitly refers to members of the Executive Committee. The term “membership”, likewise refers to membership in line with the provisions of Section 4.
  - (c) “Officers” refers to officers appointed by the Executive Committee to perform duties as per Sections 9, 10 and 11 below and includes the members of the Executive Committee and of Sub-Committees set up by CSAC in line with Section 11.
  - (d) all references to the male gender shall also cover the female gender and vice-versa.
  - (e) all references in the singular shall also apply in the plural and vice-versa unless the context requires otherwise.
  - (f) all references to Articles, Sections, Annexes and Codes refer to Articles and Sections of this Statute and to Annexes and Codes attached thereto, respectively.

1.6 The CSAC is a non-profit making organisation as defined in the Voluntary Organisations Act (Chapter 492 of the Laws of Malta), presently affiliated with the British Sub-Aqua Club whose main goals are:

- (a) to provide for its members facilities, opportunity and training for diving in accordance with the standard of the British Sub-Aqua Club, together with related social activities.
- (b) to promote underwater sport exploration science and related studies to promote safety in these activities and by co-operation with other organizations with related objects to provide the widest exchange of knowledge and experience therein and by setting and maintaining the highest standards to sustain recognition as the governing body for all such amateur activity.

1.7 In order to attain the aims stated in Article 1.4 above, the Executive Committee will also endeavour to pursue the following objectives:

- (a) to organize and unite its members so that the aims and objectives of the CSAC can be better attained.
- (b) to act on behalf of its members in the preparation and revision of institutional procedures and training programs.
- (c) to collaborate with others in taking any steps consistent with its aims and objectives.
- (d) to seek affiliation, and/or develop relations, with appropriate national or international groups, organizations and agencies that share the same or compatible goals.
- (e) to improve communication among its members.
- (f) to promote the provision of resources for the attainment of its aims and objectives
- (g) to influence public policy and opinion and the media to issues concerning its members, both directly and indirectly
- (h) to collect, circulate and issue information of interest to the membership
- (i) to lawfully and rationally promote, support or oppose any laws, regulations policies and procedures affecting the aims of CSAC
- (j) to pursue such other lawful activities including raising of funds as are conducive to or consistent with the aims of CSAC
- (k) to seek representation in decision-taking bodies, assessment panels and other boards, authorities, commissions and sub-committees
- (l) to provide advice and direct input in the formulation of policies, guidelines and other documents that may affect its members

- (m) to act as a forum for discussion and exchange of ideas and as a vehicle promoting cooperation between its members, as well as with other bodies having the same or compatible goals
- (n) to monitor, in its members' interest, compliance with agreements and institutional commitments and regulations stipulated by local authorities.

## SECTION 2: OFFICES OF THE CLUB

- 2.1 The premises of CSAC shall be at Dive Systems (W.S.) Ltd. , Tower Point, Tower Road, Exiles, Sliema SLM 1601, Malta. In the event of a change of premises, the Executive Committee shall take full responsibility to seek alternative premises.
- 2.2 In the event of a change of address, the Executive Committee shall advise its' members by means of a notification and/or announce the change in local newspapers. The Executive Committee may also opt to issue any other communication to the same effect, at its' discretion.

## SECTION 3: OFFICIAL LANGUAGES

- 3.1 The official languages of CSAC shall be Maltese and English, however, other languages may be used wherever appropriate.

## SECTION 4: MEMBERSHIP

- 4.1 There shall be five classes of membership:
  - (a) BSAC Full Diving Calypso Member, for which any person 14 years of age or over shall be eligible if the applying member has already obtained his membership with BSAC.
  - (b) Student Membership, for which any person between the age of 18 or over shall be eligible, provided that they are in full time education and has undergone successfully the BSAC Ocean Diver Standard training.
  - (c) Junior Diving Membership, for which any person between the ages of 12 to 17 shall be eligible upon attaining a recognised diving qualification for persons under 18 years old.
  - (d) Calypso Diving Membership, for which any person of the age of 18 or over who can prove of having been certified as a diver by an international diving organisation such as PADI, CMAS, TDI etc. shall be eligible. Calypso Diving Members have a right to participate in all Branch diving and social activities.

- (e) Honorary Membership, which shall be conferred solely by the Executive Committee and for which any person shall be eligible based on the recommendation of the simple majority of committee members.

4.2 The Executive Committee, as defined in Section 9, shall decide whether applicants are eligible or not for membership.

4.3 Only members who are BSAC Full Diving Calypso Members or Calypso Diving Members shall be voting members with the exception that Calypso Diving Members will have no voting rights where BSAC matters are concerned.

All other members shall be non-voting members. Non-voting members shall have no right to receive notices of or to attend General Meetings.

4.4 Applications for membership will be considered by the Executive Committee, which will reserve the right of approving or refusing such applications.

4.4a Applications for membership from persons who:

- Are unable to provide a clean Police Conduct Certificate if requested at time of registration;
- Have been already dismissed from similar organisations due to misconduct
- Are unwilling to abide by this Statute

may not be accepted.

4.5 The applicant shall be notified of the decision of the Executive Committee, in writing and within not more than (1) week from the date of application, stating reason for refusal if such is the decision of the Executive Committee.

A person refused membership may provide clarifications in respect of refusal reasons in writing to the Executive Committee which the Executive Committee may reconsider and provide a final answer to the applicant within not more than one week from the date such a clarification would be submitted.

Should the final answer result to be a refusal, the applicant has the right to ask a club member of his choice to table a motion in the next Annual or Extraordinary General Meeting contesting the final decision.

The refusal is to be explained by the outgoing Executive Committee Members and discussed by the members in the Annual or Extraordinary General Meeting, during which discussion the refused applicant will be invited to attend and for whose conduct the member submitted the motion is to be responsible.

A vote in respect of this refusal is to be taken following the discussion, during which the applicant may be requested to step out. In order for the Executive Committee's decision to be

overruled, two thirds of the members of the club must vote in favour of this applicant to be allowed to join the club.

4.6 A subscription fee to be determined by the Executive Committee from time to time, and ratified by a General Meeting, shall be payable in advance prior to the Annual General Meeting.

4.7 A member who does not pay his membership fee for up to (3) months after the Annual General Meeting, will be considered to have resigned. Should the said person decide to attend any CSAC activities/courses, he will be treated as a non-member and non-member fees will have to be paid for such activities. Priority will be given to fully paid members.

4.8 Persons who have been admitted to membership in CSAC, and who have duly paid their subscription fee, shall be issued with a membership certificate by the Executive Committee, as proof of their valid membership. Such membership Certificate shall:

- (a) bear the official address and emblem of CSAC.
- (b) be signed, on behalf of the Club, by the Chairman, the name of the signing officer being clearly indicated on the certificate, and
- (c) contain membership details including the name, and membership number of the member concerned, the term during which the certificate is valid, and any other details which the Executive Committee deems relevant.

Members shall submit or present their membership certificate as required by the Provisions of this Statute, and whenever reasonably requested by the Executive Committee or by officers of CSAC.

4.9 Members of CSAC shall have the right to resign from CSAC at their own discretion and without providing any justification. The members concerned may be invited, but shall not be required or forced, to provide feedback about their resignation.

4.10 A resigning member shall forfeit the subscription fee which he may have paid in advance. The provisions of this article (Article 4.13) shall also apply in the event of:

- (a) suspension of membership in terms of Section 12 below, or
- (b) expulsion from CSAC in terms of Section 12 below.

## SECTION 5: ORGANS OF THE CLUB

5.1 The official organs of the CSAC are, in descending hierarchical order:

- (a) General Meetings (governed by Section 6 below), and
- (b) the Executive Committee (governed by Section 9 below).

## SECTION 6: GENERAL MEETINGS

6.1 General Meetings shall be composed of all members of CSAC who have duly paid their membership dues. Eligible members attending a General Meeting shall be entitled to propose matters for discussion, to take part in discussions held during the respective General Meeting, and to take part in voting sessions held during the respective General Meeting.

6.2 Annual General Meetings shall be held during the month of February and shall establish the general lines to be pursued by CSAC.

6.3 The following items shall be presented during the Annual General Meeting:

- (a) reading of the minutes of the preceding Annual General Meeting.
- (b) a report by the Chairman and/or Secretary on the work and activities of the Executive Committee and the CSAC during the previous year followed by an invitation for discussion by members on matters relating to such report.
- (c) an audited account of the Club's financial details for the previous financial year, followed by an invitation for discussion by members on matters relating to such account.
- (d) consideration of proposed amendments, proposed motions and resolutions, if any, to the Statute in line with the provisions of Article 6.15
- (e) election of the Electoral Commission as per Section 7
- (f) appointment of an auditor or auditors in accordance with Article 13.6 to examine the books of accounts and audit the financial report for the following year.
- (g) resignation of the outgoing Executive Committee
- (h) election of a new Executive Committee in line with the provisions of Section 8
- (i) election of the new Chairman from amongst the elected Executive Committee members, in line with the provisions of Section 8, and

(j) other matters, if any.

6.4 All General Meetings other than the Annual General Meeting shall be referred to as Extraordinary General Meetings.

6.5 Extraordinary General Meetings shall be held:

- (a) whenever it is decided by the Executive Committee, to discuss any specific subject of interest to the CSAC, to its objectives or to its members; or
- (b) whenever a written request is made to the Executive Committee by not less than twenty (20) members or one-fifth of the members of CSAC, whichever is the smaller. Provided that the members making the request shall state the reason or reasons for which the Meeting is being requested and that all the members making the request shall sign the letter of requisition, showing their full name and identity card number or Diver Certification Card number. These members would have been fully paid members for not less than (12) twelve months.

6.6 Decisions on the following matters shall only be taken during General Meetings:

- (a) Amendments, alterations, revocations, additions, deletions or revisions to this Statute or any part or parts thereof;
- (b) Decisions on all matters which in terms of this Statute are reserved to the General Meetings of the Club or which the Executive Committee may place before it; and
- (c) Decisions requested in terms of Article 6.5

6.7 A General Meeting shall have the power to dissolve the Executive Committee, and/or to remove any member or members from the Executive Committee, at its discretion.

6.8 The quorum for General Meetings shall be thirty three per cent plus one (33% + 1) of the CSAC's membership. If, after (30) minutes from the time appointed for the General Meeting, only ten per cent (10%) of CSAC membership is present, the members present shall be considered as constituting a quorum for the Meeting in question, provided that this does not apply for the purposes of Section 15 (dissolution) below, and Article 6.6 (a) and 6.7 above. All paid up members that are not present at the General Meeting but have explicitly notified the Honorary Secretary of the Executive Committee that they intend to avail themselves of the proxy procedure shall be considered as being present for the calculation of the quorum.



- 6.9 In the event that no quorum is reached for a General Meeting, the Executive Committee shall state and minute that no quorum has been reached but still proceed with the General Meeting. No decisions that are binding on the CSAC and/or on the Executive Committee shall be made at any General Meeting unless a quorum is present. The same procedures applicable to other General Meetings shall also apply vis-à-vis repeatedly convened Meetings.
- 6.10 Advance notification of General meetings, including the date, time and venue of the meeting and an agenda faithfully showing the items, issues and decisions to be discussed during the Meeting shall be given to members by means of an official communication at least fifteen (15) clear days before the date chosen for the General Meeting. In cases of legitimate urgency, notification shall occur at least one (1) clear working week before the date chosen for an Extraordinary General Meeting, provided also that this provision for a one-week notification Shall not be applicable to Annual General Meetings.
- 6.11 During advance notification of the Annual General Meeting, the Executive Committee shall also invite written requests from members for the proposal of Resolutions. Any member or members shall have the right to make one or more requests, provided that such requests are received by the Executive Committee not later than seven (7) clear days before the date of the Annual General Meeting in question. Late submissions may be accepted at the Executive Committee's discretion, but only if this would not preclude their communication to the members of the Club as laid down by Article 6.12 below.
- 6.12 The full details of all the proposed resolutions made in terms of Article 6.6 and 11 above, together with the names of the respective proposers, shall be made available to the Club's members during the Annual General Meeting.
- 6.13 Decisions at Extraordinary General Meetings shall be taken by open vote, provided that any member shall have the right to ask for a secret ballot on any item or items, in which case the voting shall be carried out accordingly. Provided that voting for the purpose of Section 8 below (election to the Executive Committee) and Section 12 below (disciplinary action) shall always be secret. In all cases, every voting member shall be entitled to one (1) vote.
- 6.14 Members wishing to vote shall be requested, by an ad hoc officer delegated by the Executive Committee, to present their membership certificate and to sign their Attendance on an appropriate register. Members who have not paid their Membership fee in accordance with the procedures set out in this Statute, or who fail to comply with the provisions of this article (Article 6.14) shall be denied the right to participate in the vote.

- 6.15 Resolutions and proposals placed before an Extraordinary General Meeting shall be deemed to have been validly approved if consented to by a simple majority of the members present except in the following cases which require consent by not less than two-thirds of the members present:
- (a) amendments, alterations, revocations, additions, deletions or revisions to Articles 1.2 to 1.5, Article 6.15 and Article 15.4 of this Statute;
- 6.16 An updated chronological list recording the dates of the Extraordinary General Meetings during which time this Statute is amended, shall be annexed to the updated Statute. The actual amendments shall be compiled as a separate cumulative document which shall be made available to members of the CSAC upon request to the Executive Committee.

#### SECTION7: ELECTORAL COMMISSION

- 7.1 The Electoral Commission shall be a Committee of two (2) members and one (1) substitute not seeking election to the Executive Committee, one of whom shall act as Chairperson of the Commission, elected by the members of the Club during an Annual General Meeting in line with Article 6.3 above. The Electoral Commission shall be elected for a period of one year and shall be responsible for the administration of all electoral proceedings, until the next Annual General Meeting.
- 7.2 In the event that a member resigns from the Electoral Commission for any reason, the vacant post shall be automatically filled by the substitute.
- 7.3 In the event that there are only two (2) nominees on the Electoral Commission, and only one (1) nominee as substitute they shall automatically fill in the posts. Whenever there are more nominees than those requested, the Electoral Commission shall be elected therefrom by the members present at the General Meeting.
- 7.4 In the event that due to resignations from the Electoral Commission and substitutes during the year there are less than two (2) members who are able to form the Electoral Commission, the Executive Committee shall issue a call for nominations to fill in the posts by not later than one month from the resignation of the last member.

#### SECTION8: ELECTIONS TO THE EXECUTIVE COMMITTEE

- 8.1 The election of members of the Executive Committee shall be open on the day of the Annual General Meeting or during an ad hoc Extraordinary General Meeting following the resignation of the outgoing Executive Committee.
- 8.2 Candidates eligible for election must be:
- (a) members of the Club for a cumulative of 12 months during the last three (3) years prior to the General Meeting as established in Article 8.1 above.
  - (b) at least qualified Sports Diver or equivalent. Members shall submit their updated membership certificate/receipt to the Electoral Commission prior to the commencement of voting, as proof of eligibility in line with the provisions of this article.
- 8.3 The Electoral Commission shall be notified of the election date by the executive Committee. Official nomination forms (Annex 5) shall be made available to Club members at the Club premises on the day of the election.
- 8.4 Candidates for the Executive Committee, who accept nomination, must be proposed in writing by one member and seconded in writing by another member of the CSAC on the official nomination form issued by the Electoral Commission; nominations must reach the Electoral Commission on the day of the election.
- 8.5 Voting for the election of members of the Executive Committee shall be by secret ballot during the General Meeting established in Article 8.1 above.
- 8.6 Voting shall be recorded by writing the names of those candidates for whom the member desires to vote on an official ballot paper. The number of names on any ballot paper shall not exceed the number of candidates to be elected; in the event of default, the provisions of Article 8.9 below apply.
- 8.7 Ballot papers shall not be valid unless these are stamped with the Club's logo and signed by the two members of the new Electoral Commission prior to the commencement of the voting.
- 8.8 The Electoral Commission shall proceed to openly count the votes in front of the members present at the General Meeting immediately after the closing of the ballot and shall

immediately thereafter draw up and submit to the General Meeting a list recording the number of votes cast for each candidate.

- 8.9 A ballot paper recording more votes than the number of candidates to be elected or having any defacing or unauthorized markings or marked in such a manner as to render attribution of votes to candidates clearly ambiguous shall be considered null and invalid by the members of the Electoral Commission.
- 8.10 The Electoral Commission, whose decision shall be final, shall settle any question or dispute regarding the validity of any ballot paper.
- 8.11 If the number of nominated candidates is equal to eight (8), these shall be declared by the Electoral Commission as duly elected to the Executive Committee. If the number of nominated candidates exceeds eight (8), the eight (8) candidates who obtain the highest number of votes shall be declared by the Electoral Commission to have been duly elected. In the event that the number of nominated candidates is less than eight (8), these shall be declared by the Electoral Commission as elected to the Executive Committee, and the elected candidates shall seek to co-opt other members in sufficient numbers to form an Executive Committee. In any case, the Executive Committee shall always have a minimum number of three members.
- 8.12 If the number of nominated candidates exceeds eight (8), but less than seven (7) candidates obtain enough votes to ensure election, the remaining candidates with a parity of votes shall undergo another secret ballot to fill the remaining vacancies. Candidates obtaining the highest votes shall be elected, according to the number of vacancies. Should there be parity between votes after the second ballot in such a manner as to prevent demarcation between elected candidates and non-elected candidates, the name or names of the candidate or candidates to be elected shall be drawn by lot by the Electoral Commission, in front of the members present at the General Meeting, from among the candidates who will have obtained a parity of votes.
- 8.13 Following the election of the new Executive Committee, the Chairman of the Executive Committee shall be sought from among the elected members by mutual agreement between the committee members or if so requested by at least three eligible members present at the General Meeting, by a general secret ballot or show of hands for which all present and eligible members may vote. If the elected Chairman refuses to accept the post, than another election by means of a Secret ballot or a show of hands will take place on the same day in order to appoint a Chairman.

- 8.14 The Electoral Commission shall be responsible for the whole conduct of all the ballots carried out during the General Meeting, for the validation of the voting papers before and after the ballot, and for communicating the result to the General Meeting.
- 8.15 The newly elected executive Committee shall hold its first meeting within twenty-one (21) days of its election. Pending the appointment of the new Officers of the Executive Committee, the newly elected Chairman shall undertake to notify the newly elected members of the Executive Committee of the date, time and venue of such meeting.
- 8.16 The newly elected Executive Committee shall, after its first meeting, furnish the members of CSAC with a list of the members elected and their posts within the Executive Committee.

#### SECTION 9: THE EXECUTIVE COMMITTEE

9.1 Management of the CSAC shall be entrusted to an Executive Committee which shall be made up of eight (8) members elected for a one-year term at a General Meeting according to Section 8 above, who do not receive any remuneration for their services for carrying on functions of administrators.

9.2 Without prejudice to

- (i) the aims and objectives set out in Articles 1.4 and 1.5 above,
- (ii) the powers conferred on General Meetings of the Club, and
- (iii) all matters expressly reserve to General Meetings,

the Executive Committee shall have the power to:

- (a) conduct and manage all the business, functions, discussions and affairs of the CSAC;
- (b) establish contacts with external organizations;
- (c) make representations with the Local and Central Government and other institutions and/or individuals as may be necessary;

- (d) appoint local and overseas representatives of the Club, provided that representatives of the Club are selected from within the membership of the CSAC;
  - (e) make commitments on behalf of the Club;
  - (f) incur expenses on behalf of the CSAC and pay such expenses;
  - (g) submit proposals to General Meetings;
  - (h) initiate disciplinary proceedings against members in terms of Section 12 below.
  - (i) determine its own procedures; and
  - (j) take decisions on any matter not covered by any provisions of this Statute or its Annexes, provided that this does not conflict with the aims or objectives of the CSAC.
- 9.3 Persons holding business concerns, which are directly involved in the diving field or are in direct conflict with the aims and objectives of the Club, are not eligible to sit on the Executive Committee.
- 9.4 The Executive Committee shall appoint, at the start of its first meeting following its election, a Chairman, a Secretary, Treasurer, a Diving Officer, an Activities Officer and a Public Relations Officer.
- 9.5 The Executive Committee shall have the power to appoint sub committees from amongst its members to undertake tasks or duties assigned by the Executive Committee. No decision of any subcommittee shall become valid until approved by the Executive Committee.
- 9.6 The executive Committee shall meet at least once a month, or more frequently at the request of any member of the Executive Committee.
- 9.7 The Executive Committee shall be notified at least one (1) working week prior to the date fixed for an Executive Committee meeting. In case of legitimate urgency, the Chairman, delegate as per Article 10.2 below, may call a meeting without such notice.
- 9.8 The quorum of the Executive Committee shall consist of at least four (4) elected members.
- 9.9 A resolution in writing signed by ALL the members of the Executive Committee outside a meeting shall be as effective as a resolution passed at a meeting of the Executive Committee.

- 9.10 Except where expressly stated otherwise, decisions of the Executive Committee shall be taken by consensus between the members of the Executive Committee, or by a simple majority of votes in favour by the Executive Committee members present. Voting shall be secret only if so requested by any one of the Executive Committee members present.
- 9.11 In the event that a simple majority of votes, as required for the purposes of Article 9.10, is not attained, the members of the Executive Committee present at the meeting shall seek to reconsider the case and take another vote thereupon. In the event of equality of votes at this stage, the Chairman or his replacement or delegate as provided in Article 10.2 shall have a casting vote in addition to his original vote. If, for any reason, the voting remains inconclusive, then the matter shall be referred to a General Meeting of the CSAC for resolution.
- 9.12 In the event that the Chairman, the Secretary and the Treasurer of the outgoing Executive Committee are not re-elected, they may be invited by the newly elected Executive Committee to attend, without voting rights, meetings of the new Executive Committee as may be necessary to ensure adequate continuity in the Executive Committee's functioning.
- 9.13 Disciplinary measures against members, in terms of Section 12 below, may be taken by a resolution passed by a simple majority of the members of the Executive Committee.
- 9.14 The election of a member of the Executive Committee shall lapse, and his post shall be considered as vacated, if:
- (a) he absents himself, without just cause, from four (4) consecutive meetings of the Executive Committee;
  - (b) he resigns in writing;
  - (c) he ceases to form part of the CSAC; or
  - (d) he is removed under the provisions of Article 9.13, 9.4 or Section 12.
- 9.15 If a member of the Executive Committee ceases to form part of the Executive Committee for any cause whatsoever, the unelected runner-up at the last Election shall be invited to fill the vacancy thus created and will serve for the unexpired period of office as a co-opted member. In the event that the first runner-up is not in a position to fill the vacancy, the next runner-up shall be invited in his stead, and so forth. In case of parity of votes between two or more runners-up, or if, for any reason, the vacancy is not filled, a fresh ballot shall take place between the Executive Committee within not more than two (2) months from the day the position becomes vacant. A co-opted member shall be given all rights pertaining to elected Executive Committee members.

- 9.16 If the Chairman of the Executive Committee ceases to form part of the Executive Committee for any cause whatsoever, the vacancy is temporarily filled by universal agreement through members of the Executive Committee until the next Annual General Meeting or filled by election via a simple majority vote of the members of the Executive Committee and an Extraordinary General Meeting will be called within not more than two (2) months from the day the position becomes vacant, to elect a new Executive Committee.
- 9.17 The executive committee shall be empowered to appoint any member of the CSAC as an observer within the Executive Committee for any purpose deemed necessary and for a period of time as deemed necessary by the Executive Committee. An observer member shall be invited to attend Executive Committee meetings at the discretion of the Executive Committee. Without prejudice to the provision of Article 8.12, the number of observer members within the Executive Committee shall not exceed two (2) at any one time.
- 9.18 Members of the Executive Committee are be bound by confidentiality not to disclose sensitive information clarified as so during Executive Committee meetings and correspondence where disclosure of such information may harm the interests of the Calypso Sub-Aqua Club or of its members. Such information is to be disclosed by request of any club member during General Meetings with the members being informed about the sensitiveness of any such information and requested to treat such information with the appropriate sensitiveness and care.

## SECTION 10: OFFICERS OF THE EXECUTIVE COMMITTEE

- 10.1 The Chairman shall preside over the meetings of the Executive Committee and over General Meetings of the CSAC, and shall ensure that these are conducted in accordance with the provisions of this Statute. He shall also endeavour to keep the Secretary as well as all the other Executive Committee members constantly informed in order to ensure proper handling over of responsibilities during the Chairman's absence.
- 10.2 In the event that the Chairman absents himself from a duly convened meeting for more than (20) minutes, an Executive Committee member appointed by the Executive Committee members present shall assume the role of Chairman on an ad hoc basis. These procedures shall apply to both General Meetings and Executive Committee meetings.



- 10.3 Duties as per Article 10.1 above shall be applicable in all cases where any Executive Committee member occupies the Chairman's post in his stead.
- 10.4 The secretary, or any Executive member to whom any one or more of the following functions may be delegated by the Executive Committee, shall be responsible for:
- (a) the organization and administration of the Club;
  - (b) maintaining appropriate Club documentation;
  - (c) ensuring that the instructions of the General Meetings and Executive Committee Meetings are duly carried out;
  - (d) assisting the Chairman in his duties;
  - (e) causing minutes to be kept of all General Meetings and Executive Committee meetings;
  - (f) ensuring that minutes of Committee meetings are duly kept in line with Section 11 below;
  - (g) taking care of the official correspondence of the CSAC and keeping records thereof;
  - (h) ensuring that communications are issued to members informing them of the CSAC's activities and news;
  - (i) issuing notices of the CSAC;
  - (j) giving an account in writing to the Annual General Meeting as per Article 6.3.
  - (h) taking care of the official correspondence of the CSAC with relevant authorities, and submit documentation to such authorities as required by Law *in vigore* at the time.
- 10.5 The Treasurer, or any Executive Committee member to whom any one or more of the following functions may be delegated, shall be entrusted with:
- (a) the financial administration of the CSAC according to Section 13 below;
  - (b) regularly updating the Executive Committee about the financial administration of the CSAC and any matters ancillary thereto;
  - (c) ensuring that the Club's financial reports are properly audited;
  - (d) ensuring that updated lists of paid-up members are kept; and
  - (e) submitting to the Annual General Meeting a detailed financial statement and, if ready, an audited Balance Sheet as at the end of the CSAC's financial year being December 31st. If the audited Balance Sheet is not available by the date of the Annual General Meeting, this shall be readied within a maximum of two months and any member

may request to be immediately provided with a copy by simple request to the Treasurer.

- 10.6 The Public Relations Officer, or any Executive Committee member to whom any one or more of the following functions may be delegated, shall be entrusted with:
- (a) informing CSAC members, the relevant communication media and the general public about the CSAC, its work and its opinions as directed by the Executive Committee;
  - (b) issuing press releases as directed by the Executive Committee; and
  - (c) keeping the Executive Committee updated on issues and information appearing, and/or broadcast, in the communication media as may be relevant to the CSAC and its areas of work.
- 10.7 The Diving Officer, or any Executive Committee member to whom any one or more of the following functions may be delegated, shall be entrusted with:
- (a) to organize the CSAC diving courses; and
  - (b) to update all CSAC members and instructors with any changes or amendments to the diving regulations and procedures as stipulated by the British Sub-aqua Club; and
  - (c) to keep an updated record of all members' certification cards and ensure that these are valid at the time of each CSAC activity; and
  - (d) to bar a diver following a diving course or attending a diving activity organised by CSAC from continuing the diving course /activity due to any technical and/or medical reason. Such cases are to be reported to the Executive Committee for verification;
  - (e) organise all the diving activities as directed by the Executive Committee;
  - (f) to ensure that all diving activities should not exceed the maximum depth as allowed by the divers certification level; and
  - (g) to ensure that no spearfishing or any other form of fishing takes place and that no harm to the marine environment is done during CSAC diving activities.
  - (h) to ensure that all the necessary diving logistics are available on site.
- 10.8 The Activities Officer, or any Executive Committee member to whom any one or more of the following functions may be delegated, shall be entrusted with:
- (a) organise all the CSAC social activities as directed by the Executive Committee;
  - (b) prepare a detailed income and expenditure statement of account for each and every activity which is to be presented to the Treasurer; and,

- (c) delegate and discuss with the Diving Officer, the divers' qualifications required for each activity;

## SECTION 11: SUB-COMMITTEES AND OTHER OFFICERS

- 11.1 The Executive Committee may delegate any of its duties to ad hoc officers appointed by the Executive Committee, or to sub-committees or commissions consisting of officers, members or other persons approved by the Executive Committee. The ad hoc officers may have the role as observer members as specified in Article 9.17 above.
- 11.2 All officers, sub-committees and commissions shall in the exercise of their duties conform to any rules, guidelines, instructions and terms of reference as may be issued, required or approved by the Executive Committee for the purpose, as well as to the provisions of this Statute and its Annexes. No resolution or recommendation of any officer, sub-committee or commission shall be valid or of any effect if it goes against any Executive Committee decision or against any rules, guidelines, instructions or terms of reference governing the officer or sub-committee or commission, or against the provisions of this Statute or its Annexes. Whenever there is any doubt with regard to interpretation as to validity or otherwise, the Executive Committee's decision shall be final.
- 11.3 Every sub-committee and commission shall determine its own procedures, subject to Articles 11.2, 11.3 and 11.4.
- 11.4 Every sub-committee and commission shall be chaired by an officer, hereafter referred to as the Chairperson of the sub-committee or commission, appointed by the Executive Committee. The Chairperson shall keep the Executive Committee updated on the work carried out, and on decisions taken and recommendations made, by the sub-committee or commission for which he is responsible.

## SECTION 12: DISCIPLINARY ACTION

- 12.1 Disciplinary proceedings shall be instituted by the Executive Committee against members of the CSAC who:
  - (a) Deliberately breach any provisions of this Statute or its Annexes; or

- (b) deliberately act in such a manner as to prejudice or undermine the CSAC's position and/or its members' conditions; or
  - (c) intimidate any Officer or member of the CSAC; or
  - (d) deliberately hinder in any way the work of the CSAC; or
  - (e) act fraudulently, or provide fraudulent information to the CSAC or its members, in such a manner as to prejudice or undermine the CSAC's position and/or its members' conditions; or
  - (f) commit any comparably serious offence against the CSAC or its members.
- 12.2 The Executive Committee is to inform the members concerned of the alleged breach and of the date of the meeting at which their case is to be discussed, at least seven (7) clear days from the date of the meeting.
- 12.3 The member concerned may:
- (a) make written submissions to the Executive Committee
  - (b) attend the relevant meeting to state his case. The member has the right to be assisted by persons of his choice whilst presenting his case at the meeting. The member and all those formally accompanying him at the meeting shall withdraw after stating his case and as soon as the Executive Committee starts discussing and deliberating on his case; and
  - (c) resign.
- 12.4 If a member of the Executive Committee is in any way involved in any question of breach, or has any conflict of interests relating to the case being discussed, he shall withdraw prior to the matter being discussed and shall not vote on the matter. The quorum for reaching an Executive Committee decision on the matter shall be half the number of the Executive Committee members excluding the member or members disqualified from voting, plus one.
- 12.5 If the alleged breach forms the subject matter of a pending Court case, proceedings before the Executive Committee will be suspended so long as the case is sub judice. Nevertheless, an Executive Committee member who is the (or one of the) accused in a pending case in the Criminal Court, or in a pending Court case the subject matter of which is constituted by the alleged breach, shall be suspended from forming part of the Executive Committee until the respective Court case is concluded.

- 12.6 The Executive Committee can take any of the following actions, according to the merits of the case, if the member is found to have breached any of the provisions of this Statute or its Annexes:
- (a) Give the member sufficient time to fully regularize his position failing which further disciplinary action may ensue;
  - (b) Suspend the member from membership for a specified period as decided by the Executive Committee;
  - (c) Expel the member from the Club;
  - (d) Any combination of Provisions 12.6 (a) and 12.6 (b) above.
- 12.7 A member suspended under Article 12.6 above shall, for the period of his suspension, be deprived of all rights pertaining to members of the CSAC, and shall relinquish all appointments and positions of office in the CSAC as well as all appointments and positions of office representing the CSAC in external bodies (e.g. confederations). Once the suspension period is terminated, the member has no right to take up his previous position within the CSAC.
- 12.8 An expelled member shall not be eligible for re-applying for membership.
- 12.9 A member who has faced disciplinary proceedings as per Section 12 of this statute, may appeal to any measures taken as per article 12.6 by presenting a motion for appeal at the next Annual General Meeting of the club or, as per article 6.5b, request an Extraordinary General meeting to be held to discuss this appeal. Pending decision on this appeal, measures taken as per article 12.6 will be active.
- 12.10 During the discussion of the appeal as per 12.9, the Executive Committee Chairman is to report on the causes, deliberations and decisions taken during by the Executive Committee in the disciplinary proceedings against the disciplined member. The member is to present his or her arguments and a discussion between the Club members is to be undertaken. At the end of this discussion, a secret vote is to be taken by the members to either:
- (a) approve the decisions of the Disciplinary proceedings and sanctions imposed, or
  - (b) revoke the decisions of the Disciplinary proceedings and sanctions imposed.
- For the vote to be effective, a majority of two thirds of the members present at the meeting must vote in favour of either option. Should this majority not be achieved, the disciplinary actions taken will stand.

## SECTION 13: FINANCE, ACCOUNTS, INVESTMENTS AND GENERAL ADMINISTRATION

- 13.1 All assets and funds of the CSAC may be invested in such a manner as the Executive Committee may from time to time decide, provided that:
- (a) the investment or expense is in line with the aims and objectives of the Club;
  - (b) an adequate account is given of such investments/expenses to the Annual General Meeting for endorsement or otherwise by the members present; and
  - (c) members disagreeing with the administration of assets and funds by the Executive Committee may appeal to an Extraordinary General Meeting in Terms of Section 6 above.
  - (d) the nature of the expense does not exceed the amount of EUR10, 000.00. In the case where the expense exceeds this amount, then a letter will be sent to all fully paid-up members to inform them about this. All members will be asked to fill in a form showing their approval of this. If 25% of the members disapprove, then an Extraordinary General Meeting will be held for a vote to be taken by the members.
- 13.2 The payment of bills for agreed expenses exceeding EUR500.00 shall require the authority of the Executive Committee. Urgent bills may be paid by the Honorary Treasurer provided that prior authority from the Chairman and Honorary Secretary has been obtained. In the justified absence of the Chairman, the provisions of Article 10.3 above shall apply; in the justified absence of the Honorary Secretary, the Chairman or his official replacement (as per Article 10.3 above) shall appoint another Executive Committee member to act in his stead.
- 13.3 An official receipt shall be issued by the Honorary Treasurer in respect of all funds received by the CSAC.
- 13.4 All cheques issued in the name of CSAC shall be signed by the Honorary Treasurer and countersigned by the Chairman or Honorary Secretary.
- 13.5 The Executive Committee shall cause to be kept proper books of account with respect to:
- (a) all sums of money received and expended by the CSAC and the matters in respect of which the receipts and expenditures take place;
  - (b) the assets and liabilities of the CSAC;

- (c) all sales, purchases and investments made by the CSAC; and
  - (d) all other matters concerning the administration of the financial matters of the CSAC.
- 13.6 All account books are to be certified by the auditor appointed by the Annual General Meeting in line with Article 6.3 above. The financial report prepared by the Treasurer to the Annual General Meeting shall be certified by the auditor and any discrepancies found should be reported to the same meeting.
- 13.7 The books of account of CSAC shall at all times be open for inspection by members by prior appointment with the Secretary.
- 13.8 Any individual or constituted body that is empowered by law to inspect books accounts or documents of the CSAC may do so by appointment with the Honorary Secretary following written request to the Executive Committee.

#### SECTION 14: COMMITMENTS ON BEHALF OF THE CLUB

- 14.1 The Chairman and Secretary, or any two (2) or more Officers duly authorized by the Executive Committee, shall represent the CSAC in all judicial and extra-judicial proceedings.
- 14.2 The Chairman, Secretary and, where necessary, the Treasurer are to represent the CSAC in any official discussion with other constituted bodies or local or foreign authorities unless the Executive Committee delegates such function to other officers of the CSAC, whether on an on-going or ad hoc basis.
- 14.3 Deeds and certificates, excluding cheques, issued on behalf of CSAC shall be signed by any two (2) members of the Executive Committee duly authorized by the Executive Committee. Other documents and correspondence which do not fall in any of the above categories shall be signed by an Officer or Officers duly authorized by the Executive Committee.
- 14.4 All members and non-members shall obtain the authorization of the Executive Committee prior to undertaking any initiative or commitment on behalf of the CSAC or otherwise involving the CSAC. In case of default, the Executive Committee shall be empowered to:
- (a) refuse to honour the commitment made without its consent;

- (b) refuse to refund any unauthorized expenses;
- (c) disclaim any involvement in the initiative or commitment made;
- (d) take disciplinary action in terms of Section 12 above against members involved in the unauthorized initiative or commitment;
- (e) take legal action, or any action whatsoever in so far as this is permissible by law, against the undertaker of the unauthorized initiative or commitment; or
- (f) resort to any combination of (a) to (e) above.

## SECTION 15: DISSOLUTION & DISTRIBUTION OF ASSETS


- 15.1 The CSAC may only be dissolved or amalgamated with another Club or legally constituted body upon a unanimous resolution of the Executive Committee which is approved by two-thirds of the members present and voting at an Extraordinary General Meeting convened for the purpose.
- 15.2 After payment of all liabilities has been made following dissolution, any assets and funds shall be applied in favour of another non-profit organisation with similar purposes as the organisation which may be selected by the Executive Committee which is approved by two-thirds of the members present or the Court.

## SECTION 16: OTHER PROVISIONS

- 16.1 All other Statutes, bye-laws, resolutions and regulations issued by the CSAC prior to the issuing of this Statute are hereby repealed, unless explicit reference thereto is made in this Statute.



ANNEX 1: MEMBERSHIP FORM

 <p><b>CSAC</b> Calypso Sub-Aqua Club BSAC 393 Malta</p>		<p><b>Calypso Sub-Aqua Club</b> c/o Dive Systems (W.S.) Ltd. Tower Point, Tower Road, Exiles Sliema SLM 1601, MALTA E-mail: calypsosubaquaclub@gmail.com Website: www.csacmalta.org</p>
<h2>Enrolment Form</h2>		
<p><b>Personal Information: (PLEASE PRINT CLEARLY)</b></p>		
Name:		Surname:
Address:		
Town:		Post Code:
Date of Birth:		
Telephone Nos.		
Home:	Work:	Mobile:
E-mail address:		
<p><b>Diving Qualification :</b></p>		
BSAC	PADI	CMAS
SAA	Other:	
<p><b>I agree to abide by the rules of the Calypso Sub-Aqua Club and acknowledge that I undertake underwater swimming and associated activities at my own risk and responsibility. I am not suffering from any physical complaint or ailment which may jeopardize my safety or wellbeing whilst taking part in such activities and agree that the Calypso Sub-Aqua Club may hold my Membership details on a computer database.</b></p>		
Signature:		Date:
Signature of Parent/Guardian if under 18 :		
Membership Receipt :		
Received the amount of €25.00 in respect of 12 months subscription.		
Treasurer:		Date:

ANNEX 2: PAYMENT OF MEMBERSHIP FEES

1. The annual membership fee shall be EUR110.00 for new BSAC members, EUR90.00 for renewing BSAC members, EUR75 for abated BSAC members and EUR25 for non BSAC members.
2. The membership fee shall be paid prior to the Annual General Meeting.
3. Members wishing to terminate their membership at any time throughout the year will not be eligible to a refund for the fees paid.

ANNEX 3: LIST OF HONORARY MEMBERS

## ANNEX 4: CHRONOLOGICAL LIST OF STATUTE CHANGES

### AGM 2014 on the 25<sup>th</sup> March 2014

#### *Previous Statute Article 4.4*

4.4 Applications for membership will be considered by the Executive Committee, which will reserve the right of approving or refusing such applications.

#### *Addition to the above through a new Article 4.4a as approved*

4.4a Applications for membership from persons who:

- Are unable to provide a clean Police Conduct Certificate if requested at time of registration;
- Have been already dismissed from similar organisations due to misconduct
- Are unwilling to abide by this Statute

may not be accepted.

#### *Previous Statute Article 4.5*

4.5 The applicant shall be notified of the decision of the Executive Committee, in writing and within not more than (1) week from the date of application.

#### *Statute Article 4.5 as approved*

4.5 The applicant shall be notified of the decision of the Executive Committee, in writing and within not more than (1) week from the date of application, stating reason for refusal if such is the decision of the Executive Committee.

A person refused membership may provide clarifications in respect of refusal reasons in writing to the Executive Committee which the Executive Committee may reconsider and provide a final answer to the applicant within not more than one week from the date such a clarification would be submitted.

#### *Previous Statute - Article 9.4*

9.4 The Executive Committee shall appoint, at the start of its first meeting following its election, a Secretary, Treasurer, a Diving Officer, an Activities Officer and a Public Relations Officer.

#### *Statute Article 9.4 as approved*

9.4 The Executive Committee shall appoint, at the start of its first meeting following its election, **a Chairman**, a Secretary, Treasurer, a Diving Officer, an Activities Officer and a Public Relations Officer.

*Statute Article 10.4, proposed addition to Secretary's role:*

- 10.4(k) taking care of the official correspondence of the CSAC with relevant authorities, and submit documentation to such authorities as required by Law *in vigore* at the time.
- 

## **AGM 2015 on the 17<sup>th</sup> February 2015**

### **Modification 1 (KMS)**

*Statute Article 1.4 (as in effect)*

- 1.4 buy or sell or otherwise deal in goods or services where such activities are exclusively related to its principal purposes.

*Statute Article 1.4 (as proposed)*

- 1.4 buy or sell or otherwise deal in goods or services where such activities are exclusively related to its principal purposes as defined in points 1.6 and 1.7 of this Statute

### **Modification 2 (CVO)**

*Statute Article 8.11 (as in effect)*

- 8.11 If the number of nominated candidates is equal to eight (8), these shall be declared by the Electoral Commission as duly elected to the Executive Committee. If the number of nominated candidates exceeds eight (8), the eight (8) candidates who obtain the highest number of votes shall be declared by the Electoral Commission to have been duly elected. In the event that the number of nominated candidates is less than eight (8), these shall be declared by the Electoral Commission as elected to the Executive Committee, and the elected candidates shall seek to co-opt other members in sufficient numbers to form an Executive Committee.

*Addition to the above:*

“In any case, the Executive Committee shall always have a minimum number of three members”

### **Modification 3 (CVO)**

*Statute Article 10.5e(as in effect)*

- 10.5(e) submitting to the Annual General Meeting a detailed financial statement and an audited Balance Sheet as at the end of the CSAC's financial year being April 30th. The Balance Sheet shall be available for perusal by members of the CSAC thereafter.

*Statute Article 10.5e as proposed*

10.5(e) submitting to the Annual General Meeting a detailed financial statement and, if ready, an audited Balance Sheet as at the end of the CSAC's financial year being December 31st. If the audited Balance Sheet is not available by the date of the Annual General Meeting, this shall be readied within a maximum of two months and any member may request to be immediately provided with a copy by simple request to the Treasurer.

**Modification 4 (KMS)**

*Statute Article 4.1 (as in effect)*

4.1 There shall be five classes of membership:

- (a) BSAC Full Diving Calypso Member, for which any person 14 years of age or over shall be eligible.
- (b) Student Membership, for which any person between of the age of 18 or over shall be eligible, provided that they are in full time education.
- (c) Junior Diving Membership, for which any person between the ages of 12 to 17 shall be eligible.
- (d) Calypso Diving Membership, for which any person of the age of 18 or over shall be eligible. Calypso Diving Members have a right to participate in all Branch diving and social activities.
- (e) Honorary Membership, which shall be conferred solely by the Branch Committee and for which any person shall be eligible.

*Statute Article 4.1 (as proposed)*

4.1 There shall be five classes of membership:

- (a) BSAC Full Diving Calypso Member, for which any person 14 years of age or over shall be eligible if the applying member has already obtained his membership with BSAC.
- (b) Student Membership, for which any person between the age of 18 or over shall be eligible, provided that they are in full time education and has undergone successfully the BSAC Ocean Diver Standard training.
- (c) Junior Diving Membership, for which any person between the ages of 12 to 17 shall be eligible upon attaining a recognised diving qualification for persons under 18 years old.
- (d) Calypso Diving Membership, for which any person of the age of 18 or over who can prove of having been certified as a diver by an international diving organisation

such as PADI, CMAS, TDI etc. shall be eligible. Calypso Diving Members have a right to participate in all Branch diving and social activities.

- (e) Honorary Membership, which shall be conferred solely by the Executive Committee and for which any person shall be eligible based on the recommendation of the simple majority of committee members.

### **Modification 5 (KMS)**

*Statute Article 4.5 (as in effect)*

- 4.5 The applicant shall be notified of the decision of the Executive Committee, in writing and within not more than (1) week from the date of application, stating reason for refusal if such is the decision of the Executive Committee.

A person refused membership may provide clarifications in respect of refusal reasons in writing to the Executive Committee which the Executive Committee may reconsider and provide a final answer to the applicant within not more than one week from the date such a clarification would be submitted.

*Statute Article 4.5 (addition as proposed)*

Should the final answer result to be a refusal, the applicant has the right to ask a club member of his choice to table a motion in the next Annual or Extraordinary General Meeting contesting the final decision.

The refusal is to be explained by the outgoing Executive Committee Members and discussed by the members in the Annual or Extraordinary General Meeting, during which discussion the refused applicant will be invited to attend and for whose conduct the member submitted the motion is to be responsible.

A vote in respect of this refusal is to be taken following the discussion, during which the applicant may be requested to step out. In order for the Executive Committee's decision to be overruled, two thirds of the members of the club must vote in favour of this applicant to be allowed to join the club.

### **Modification 6 (KMS)**

*Statute Article 4.10 (as in effect)*

- 4.10 A resigning member shall forfeit the subscription fee which he may have paid in advance. The provisions of this article (Article 4.13) shall also apply in the event of:
- (a) forced resignation as per Article 4.14 below
  - (b) suspension of membership in terms of Section 12 below, or
  - (c) expulsion from CSAC in terms of Section 12 below.

*Statute Article 4.10 (amended as proposed)*

- 4.10 A resigning member shall forfeit the subscription fee which he may have paid in advance. The provisions of this article (Article 4.13) shall also apply in the event of:
- (a) suspension of membership in terms of Section 12 below, or
  - (b) expulsion from CSAC in terms of Section 12 below.

**Modification 7 (KMS)**

*Statute Article 4.11 (as in effect)*

- 4.11 A member whose status or situation has altered since admission in such a manner as to deprive him of one or more of the requirements which make him eligible for membership shall be called upon, in writing, to submit his written resignation forthwith. If such member fails to resign within one (1) month from the date on which he is called upon to do so, the Executive Committee shall remove the member's name from the membership list. In both cases, membership of CSAC shall be deemed to have ceased in all respects.

*Statute Article 4.11 (deletion as proposed)*

- 4.11 DELETED (Section 12 covers these circumstances)



**Modification 8 (KMS)**

*Statute Article 8.3 (as in effect)*

- 8.3 The Electoral Commission shall be notified of the election date by the executive Committee. Official nomination forms (Annex 3) shall be made available to Club members at the Club premises on the day of the election.

*Statute Article 8.3 (as proposed, fixes Annex number typo)*

- 8.3 The Electoral Commission shall be notified of the election date by the executive Committee. Official nomination forms (Annex 5) shall be made available to Club members at the Club premises on the day of the election.

**Modification 9 (KMS)**

*Statute Article 8.13 and 8.13a (as in effect)*

- 8.13 Following the election of the new Executive Committee, the Chairman of the Executive Committee shall be sought from among the elected members by means of a secret ballot by all eligible members present at the General Meeting. If the elected Chairman refuses to accept the post, than another election by means of a Secret ballot or a show of hands will take place between the Executive Committee on the same day.

OR

- 8.13a Following the election of the new Executive Committee, the Chairman of the Executive Committee shall be sought from among the elected Committee members by means of an open vote provided that any member of the Executive Committee shall have the right to ask for a secret ballot at a meeting after the General Meeting the date of which to be decided upon by the elected committee Members. This meeting is to take place not more than 15 days after the General Meeting.

*Statute Article 8.13 (as proposed amalgamates the articles in one)*

- 8.13 Following the election of the new Executive Committee, the Chairman of the Executive Committee shall be sought from among the elected members by mutual agreement between the committee members or if so requested by at least three eligible members present at the General Meeting, by a general secret ballot or show of hands for which all present and eligible members may vote. If the elected Chairman refuses to accept the post, than another election by means of a Secret ballot or a show of hands will take place on the same day in order to appoint a Chairman.

### **Modification 10 (KMS)**

*Statute Article 9.4 (as in effect)*

- 9.4 The Executive Committee shall appoint, at the start of its first meeting following its election, a Chairman, a Secretary, Treasurer, a Diving Officer, an Activities Officer and a Public Relations Officer.

*Statute Article 9.4 (as proposed, changes due to statute changes proposed in 8.13/8.13a)*

- 9.4 The Executive Committee shall appoint, at the start of its first meeting following its election, a Chairman, a Secretary, Treasurer, a Diving Officer, an Activities Officer and a Public Relations Officer.

### **Modification 11 (KMS)**

*Statute Article 9.10 (as in effect)*

- 9.10 Except where expressly stated otherwise, decisions of the Executive Committee shall be taken by consensus between the members of the Executive Committee, or by a simple majority of votes in favour by the members present. Voting shall be secret only if so requested by any one of the members present.

*Statute Article 9.10 (as proposed)*

- 9.10 Except where expressly stated otherwise, decisions of the Executive Committee shall be taken by consensus between the members of the Executive Committee, or by a simple majority of votes in favour by the Executive Committee members present. Voting shall be secret only if so requested by any one of the Executive Committee members present.

### **Modification 12 (KMS)**

*Statute Article 9.12 (as in effect)*

- 9.12 In the event that the Chairman, the Secretary and the Treasurer of the outgoing Executive Committee are not re-elected, they shall be invited by the newly elected Executive Committee to attend, without voting rights, meetings of the new Executive Committee as may be necessary to ensure adequate continuity in the Executive Committee's functioning.

*Statute Article 9.12 (as proposed)*

- 9.12 In the event that the Chairman, the Secretary and the Treasurer of the outgoing Executive Committee are not re-elected, they may be invited by the newly elected Executive Committee to attend, without voting rights, meetings of the new Executive Committee as may be necessary to ensure adequate continuity in the Executive Committee's functioning.

### **Modification 13 (induced due to changes due to statute changes proposed in 8.13/8.13a)**

*Statute Article 9.16 (as in effect)*

- 9.16 If the Chairman of the Executive Committee ceases to form part of the Executive Committee for any cause whatsoever, the un-elected runner up at the last election Shall be invited to fill the vacancy within the Executive Committee and an Extraordinary General Meeting will be called within not more than two (2) months from the day the position becomes vacant, to elect a new Chairman by means of Articles 8.13 or 8.13a.

*Statute Article 9.4 (as proposed)*

- 9.16 If the Chairman of the Executive Committee ceases to form part of the Executive Committee for any cause whatsoever, the vacancy is temporarily filled by universal agreement through members of the Executive Committee until the next Annual General Meeting or filled by election via a simple majority vote of the members of the Executive Committee and an Extraordinary General Meeting will be called within not more than two (2) months from the day the position becomes vacant, to elect a new Executive Committee.

**Modification 14 (KMS)**

*Statute Article 9.18 (as in effect)*

- 9.18 Members of the Executive Committee are bound by confidentiality not to disclose sensitive information clarified so by the Executive Committee.

*Statute Article 9.18 (as proposed)*

- 9.18 Members of the Executive Committee are be bound by confidentiality not to disclose sensitive information clarified as so during Executive Committee meetings and correspondence where disclosure of such information may harm the interests of the Calypso Sub-Aqua Club or of its members. Such information is to be disclosed by request of any club member during General Meetings with the members being informed about the sensitiveness of any such information and requested to treat such information with the appropriate sensitiveness and care.

**Modification 15 (KMS)**

*New Statute Article 12.9 (as proposed)*

12.9 A member who has faced disciplinary proceedings as per Section 12 of this statute, may appeal to any measures taken as per article 12.6 by presenting a motion for appeal at the next Annual General Meeting of the club or, as per article 6.5b, request an Extraordinary General meeting to be held to discuss this appeal. Pending decision on this appeal, measures taken as per article 12.6 will be active.

**Modification 16 (KMS)**

*New Statute Article 12.10 (as proposed)*

12.10 During the discussion of the appeal as per 12.9, the Executive Committee Chairman is to report on the causes, deliberations and decisions taken during by the Executive Committee in the disciplinary proceedings against the disciplined member. The member is to present his or her arguments and a discussion between the Club members is to be undertaken. At the end of this discussion, a secret vote is to be taken by the members to either:

- (a) approve the decisions of the Disciplinary proceedings and sanctions imposed, or
- (b) revoke the decisions of the Disciplinary proceedings and sanctions imposed.

For the vote to be effective, a majority of two thirds of the members present at the meeting must vote in favour of either option. Should this majority not be achieved, the disciplinary actions taken will stand.

ANNEX 5:

**CALYPSO SUB-AQUA CLUB**

**Application Form for Elections to the Executive Committee**

Applicant:

I, hereby undersigned, would like to contest the Executive Committee elections for the forthcoming term of office.

Name: \_\_\_\_\_

Signature: \_\_\_\_\_

Date: \_\_\_\_\_

**Nominated by:**

**Seconded by:**

Name: \_\_\_\_\_

Name: \_\_\_\_\_

Signature: \_\_\_\_\_

Signature: \_\_\_\_\_

Date: \_\_\_\_\_

Date: \_\_\_\_\_

---

**For office use only:**

Applicant is (tick as appropriate):

- Valid
- Not valid for the following Reason (s):

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

**Certified on behalf of the Electoral Commission by:**

Name: \_\_\_\_\_ Position: \_\_\_\_\_

Signature: \_\_\_\_\_ Date: \_\_\_\_\_