DOLPHIN AQUATIC CLUB Inc.

CONSTITUTION
1989
As amended January 2012

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ARTICLE I - GENERAL

1) This organization shall be known as the Dolphin Aquatic Club Inc. a not for profit organization, also known in this document as the Club.

2) The purpose of the Club shall be to provide training in recreational **SCUBA Diving**.

3) The objectives of the Club shall be to:
   a) Teach, promote and advance the sport of skin and SCUBA diving to ACUC standards.
   b) Promote safe diving techniques.
   c) Promote sportsmanlike conduct of its members and the dive community.
   d) Provide the community with underwater service in time of need.

4) The Club shall be run on democratic principles.

5) All regular items of business shall be carried by a simple majority vote of members present at a General Membership Meeting as listed in Article VII.

6) The Constitution shall not be changed except on a 2/3 majority vote of members present. Notice of motion must be made at a preceding General Membership meeting and said motion distributed to all Regular members by special notification. (See quorum under article VII)

ARTICLE II - MEMBERSHIP

1) All members must conform to the standards set down by the Board of Directors. These standards may be changed from time to time as the need arises.

2) Membership of the Club shall consist of:
   a) Regular members
   b) Associate members
   c) Honourary members.

3) Regular or Associate Membership shall be open to certified divers or candidates from the age of 10 years and over.
4) Membership commences upon acceptance of application and payment of the annual Club dues for the fiscal year.

5) Membership terminates at the end of the fiscal year.

6) Associate Membership shall be open to a regular member's immediate family whose principal residence is the same as that of the regular member.

7) Honourary Memberships may be awarded at the discretion of the Board of Directors upon approval of the general membership.

8) Dive/Equipment privileges shall be extended to members who show proof of certification and provide a personal dive log book.

ARTICLE III – RIGHTS AND PRIVILEGES OF MEMBERS

1) Regular Members shall be entitled to vote at all general meetings. They shall be informed of the operational activities of the Club either by bulletin or general meeting.

2) Associate Members shall have all the rights and privileges of regular members.

3) Honourary members have all the rights and privileges of regular members. Honourary members from outside of the dive community will have privileges as extended by the Board of Directors.

4) All members shall receive a copy of the Constitution.

5) All members shall receive a copy of the Club Standards.

ARTICLE IV – BOARD OF DIRECTORS

1) Ten (10) members shall be elected to the Board of Directors for a period of one year in November and are to take office on January 1st of the following year.

2) The Board of Directors shall be made up of a maximum of (10) elected Directors and a maximum of five (5) other Club members, appointed annually by a minimum) 2/3 of the elected Directors, as are required to fill Director positions.

3) The Board of Directors shall consist of the following Director positions:

   a) President
   b) Vice-President
   c) Treasurer
   d) Secretary
   e) Training Director
   f) Membership Director
   g) Equipment Director
   h) Dive Coordinator
   i) Director at Large
   j) Immediate-Past President may fill, if required, all positions with the exception of A, B &C above.

   And, such other positions as they feel are necessary to properly manage the affairs of the Club.

4) The Club President, Vice-President and Treasurer must be elected to these positions by the general membership as per article VIII.

5) The quorum for Board meetings shall be 5 elected Directors with a voting majority of 2/3 required.

6) All Directors must be notified of all Board meetings.

7) An owner of a Commercial Dive Store is ineligible to become a member of the Board of Directors.

8) Working relationships with Commercial Dive Stores are encouraged.

ARTICLE V - DUTIES OF DIRECTORS POSITIONS

1) The President shall preside at all the meetings and conduct them in an orderly manner following Roberts Rules of Order. He/she shall sign the minutes of the meetings after they have been approved, as well as all documents and cheques. He/she shall ensure that all Club related business matters are carried out with diligence and expedience.

2) The Club President is accountable for the smooth operations of the Club and that all members of the Executive carry out their responsibilities.

3) The Club President shall have VETO power in the event that he/she feels that it is in the best interest of the Club. Disagreements between the President and the Board can be brought to the General Membership for resolution.

4) The Vice-president shall take the place of, and discharge the duties of the President when he/she is absent.

5) The Treasurer shall pay all accounts and keep an orderly set of books balanced to the last day of each month. A report shall be submitted in writing at every Board of Directors and General Membership meeting.

6) The Secretary shall keep the minutes of all meetings and submit them in writing at all meetings. He/she shall manage all correspondence of the Club and shall keep a central file for all Club records.

7) The Training Director shall organize and coordinate the Club courses in a safe manner that follows

the training standards as laid out by the instructor cadre. He/she shall keep a record of all proficiency tests, submit them to ACUC for processing and ensure that diver certifications have been properly issued.

8) The Membership Director shall collect all membership dues, issue membership cards and maintain and provide the Board of Directors with an accurate up to date membership list. He/she shall review the qualifications of new applicants for membership and submit completed applications to the Board of Directors for approval.

9) The Immediate Past-president shall advise the President on historical matters. The Immediate Past President shall have all the powers and privileges of a full Board member.

10) The Equipment Director shall ensure that all usage and maintenance of Club equipment is properly documented, equipment is properly maintained and stored, is readily available for Club use and ensures that all required VIP, and Hydro's are completed and documented as per schedules required by law.

11) The Dive Coordinator and or his designate shall coordinate Club dive activities within ACUC, OUC and Club Standards.

ARTICLE VI- COMMITTEES

1) Special committees are struck by the Board of Directors as required, E.g. Compressor Committee, and are accountable to the Board of Directors however; committee members have no powers or privileges beyond the scope of the committee.

2) The Board will appoint a Nominating Committee prior to the September meeting.

ARTICLE VII - MEETINGS

1) There shall be a General Meeting every 3rd Monday in January, March, May, June, September, and November, and the quorum shall be 12.

2) A General Membership meeting will be held in September to nominate candidates for the Board of Directors for the following year. The chair of the Nominating Committee will present the proposed slate of candidates.

3) The President or any seven members may call an emergency general meeting at a minimum of forty-eight hours notice. All Club members must be notified of this emergency meeting and the quorum of 12 still applies.

4) Proper conduct shall be observed to keep order at meetings, failing this, Robert's Rules of Order shall be followed. Robert's Rules of Order shall be used at all meetings.

5) Reports to general meeting shall be in writing, but verbal reports will be accepted.

6) The order of business of general meetings shall be:

   a) Call to order by the President or Chair.
   b) Reading of the minutes of previous meeting by the Secretary which, after being approved, shall be co-signed by the President.
   c) Business arising out of the minutes.
   d) Treasurer's financial report.
   e) Directors reports
   f) General and new business.
   g) Adjournment.

7) At the hour appointed the President/Chair shall call the meeting to order and proceed.

8) The Presiding Officer/Chair shall, in his/her judgment, rule out of order any prejudicial matters which do not refer to the well being of the Club.

9) The Presiding officer/Chair shall have the right to decide all questions of order, subject to an appeal

to the meeting sustained by a two-thirds vote of the members attending as decided by a show of hands.

10) A member wishing to introduce a motion, or to speak, shall wait until he/she is recognized by the Chair before addressing the floor.

ARTICLE VIII – ANNUAL GENERAL MEETING (AGM)

1) During the election meeting voting for all positions will take place by secret ballot, even in the event that only 10 members have been nominated for the Board of Directors. Separate ballots will be cast for the positions of President/ Vice President and Treasurer.

2) The candidate with the most votes for President shall assume the Presidency while the second place finisher assumes the Vice Presidency. In the event of a tie, a second vote will be held.

3) The Chair will present the voting process to the membership prior to announcing the nominated candidates.

4) Voting proxies and letters of acceptance from those members/candidates not present will be submitted to the Chair prior to the vote.

5) At least two scrutinizers are to be elected, for the duration of the elections, from the members present by a show of hands.

6) The list of candidates from the September meeting is to be written on the blackboard and the floor opened for any additional nominations.

7) Once the nominations are closed each candidate is to be asked as to whether he/she accepts the nomination and whether the candidate is in a conflict of interest.

8) Once the canvass is complete only those names that are running for office (candidate list) are to remain on the black board.

9) The Secretary will hand out ballot forms to all present for the positions of President/Vice President, Treasurer and the remaining board of Directors.

10) Upon completion of voting the scrutinizers will count the ballots and submit them to the Meeting Chair.

11) In the event where less than ten (10) directors are elected, the new board can appoint the remainder as per article IV section 2 at the first board meeting.

12) In the event of a tie, where there would be an eleventh director elected, the board would assign the candidate a role within the board.

13) Ballots are to be kept for a period of three months after the elections.

ARTICLE IX –FINANCES

1) All members, except Honourary members, shall be required to pay dues as presented by the Board of Directors and approved by the membership.

2) The Board is authorized to disburse up to $500.00 without prior approval of the general membership.

3) All monies disbursed are to be paid by numbered cheques signed by two members with signing authority.

4) The President, Treasurer and Vice-President or Secretary shall have cheque signing authority.

5) The financial records shall be audited annually. The audit committee shall be appointed by the membership at the November General Meeting and shall consist of 2 or 3 club members.

6) Dues shall be refunded at the discretion of the Board only.

7) The Club's fiscal year shall begin on January 1st and will end on December 31st.

8) All capital expenditures will be tendered by at least three suppliers, with the lowest bid not necessarily being accepted. Preference is to be given to local suppliers.

ARTICLE X - CLUB EQUIPMENT

1) The equipment Director shall be responsible for the maintenance and safe keeping of all Club equipment as per Article V section 10.

2) Club equipment shall be loaned to members on Club sanctioned events only.

3) Members using Club equipment shall be responsible for its proper use, cleaning and safekeeping while in their charge and shall be financially responsible for its loss or damage.

4) Request for the use of Club equipment may be denied any member by the Equipment Director or his/her designate, subject to appeal to the Board.

5) Club equipment shall not be borrowed/rented by a member and loaned/rented to a non-member.

6) Club equipment shall not be used by anyone in the pursuit of professional activities.

7) All data regarding the loan and/or rental of equipment shall be recorded by the Equipment Director or his/her designate in an equipment loan/rental log book.

8) Borrowed equipment shall be returned, within two (2) days following the Club dive for which it was borrowed.

9) Upon approval of the Board, Club equipment can be rented to members only.

ARTICLE XI - TRAINING

1) The basis of Club training shall be to ACUC standards.

2) The Training Cadre, comprised of ACUC Certified SCUBA Instructors, will develop the Club standards to which Club training will be carried out, and make any amendments to these standards as the need arises. Non-certified instructors, i.e., Assistant Instructors or Dive Masters may, at the discretion of the Instructors, assist in this regard.

3) Instructors within the Club from other certifying agencies may be invited to participate in Club training activities by the Training Cadre.

4) Instructors who are also owners of a commercial dive establishment may instruct at the discretion of the Training Cadre provided that they do not receive any remuneration for this service.

5) Other programs or elements from other certifying agencies may be adopted as deemed necessary by the Training Cadre.

6) The Club will run annually an Open Water Diver course. Other courses may be run as required to provide advance training for Club members wishing to progress within the field of SCUBA diving.

7) The Club will maintain an adequate training cadre of certified ACUC Instructors.

8) Open Water Diver candidates must meet medical requirements and submit a completed liability waiver prior to participating in the Open Water Diver training program.

9) The Senior Instructor Trainer Evaluator or most Senior Instructor, with the exception of Diver Store owners or their employees, will monitor training activities to ensure that they are compliant with ACUC and Club training standards.

ARTICLE XII – CLUB DIVES

1) All Club arranged dives will follow the Open water diving protocol established by the Training Cadre and located in the Club Standards, (E.g., Dive Master/Recorder, dive flag, etc.)

2) Club dives are to be arranged with the Dive Coordinator at least two weeks prior to the event.

ARTICLE XIII –INFRACTIONS

1) The Board of Directors is empowered to expel any member for just cause, subject to appeal to the general membership if requested.

2) A disciplinary committee consisting of three members will investigate complaints and submit their findings/recommendations to the Board for a decision. This committee will be chosen at the November General Meeting during the election process by the general membership.

ARTICLE XIV – DISSOLUTION OF THE CLUB

1) The Club shall be deemed inviable if it is unable to meet its regular financial obligations through normal Club activities for a period of 2 consecutive years.

2) In the event the executive becomes aware of potential insolvency, the executive is tasked to reduce Club expenditure and seek alternate means of funding, including but not limited to the rental or sale of Club training equipment.

3) Should the executive determine that operations of the Club are no longer viable, they are directed to notify all active members and non active members on record from the previous two membership years that the Club has become inviable and its operations will be terminated.

4) Once the membership has been notified, the executive shall inform ACUC, OUC, and announce through local media that the Club's operations will be terminated and that its assets will be liquidated.

5) All remaining Club assets are to be liquidated at fair market value. Price consideration and first option to purchase is to be offered through ACUC and OUC to other Not for Profit ACUC training clubs and organizations.

6) Monies raised are to be used to pay off all outstanding debts. Any remaining funds are to be offered first to The Ontario Trillium Foundation, then to a local charity as determined by the general membership.

APPENDIX A

Marine Heritage Policy of the Dolphin Aquatic Club

Adopted March 23, 1992 by Resolution: 91/92-21

We in the Dolphin Aquatic Club (DAC) must firmly support the cause of marine heritage preservation, and endorse the efforts of those Canadians engaged in the protection and preservation of our marine heritage.

The shipwrecks of the Great Lakes and other inland waters are an important non-renewable recreational diving resource. Shipwrecks also represent an important historical link with an earlier era in the social and commercial development of North America.

The protection of underwater historical sites, including sites in the Great Lakes, is one of the pressing concerns of divers in Canada. Canadian marine heritage organizations have been instrumental in establishing a positive direction for this new field. Groups such as Save Ontario Shipwrecks (SOS) have succeeded in their efforts to make "wreck stripping" and the indiscriminate removal of artifacts socially unacceptable in the diving community.

Divers should actively assist in the protection of underwater wreck sites. 'Peer pressure' must be exerted to prevent the removal of artifacts. Once an artifact is removed from the water, it is gone forever. The removal of an artifact from a shipwreck completely alters the archaeological information which the site has to offer. When a wreck is vandalized or 'stripped', both its historical and recreational value depreciate.

Unlike land-based heritage sites, underwater wrecks are invisible, except to divers, and the provincial authorities lack the personnel to police divers at every site. However, several statutes exist which can be used to protect sites from looting. These range from sections of the Ontario Heritage Act, to criminal Code offenses such as theft, break and enter, and possession of stolen property.

Removal of artifacts, in whole or in part, is illegal and persons committing such acts are liable to prosecution and punishment. Archaeological study of underwater sites, such as shipwrecks, prehistoric Indian remains, sunken aircraft and bottle dumps can only be conducted under a license issued by the Province.