

Photosub Underwater Photographic Club

Constitution and Rules of the Club

These rules regulate the structure, administration and activities of Photosub Underwater Photographic Club (hereinafter called 'the Club').

The aims of the Club are to promote, through social activities, the enjoyment members get from underwater photography and to provide informal learning opportunities through sharing images and ideas amongst the group.

Membership

Membership shall be open to all persons interested in underwater photography.

There shall be two types of membership: (a) Ordinary Members, who agree to pay the full annual subscription, and (b) Social Members, who pay a reduced subscription. Social Members are those who don't take underwater pictures but wish to be members of the club.

A Member shall retain his or her membership until he/she has resigned, or is deemed to have resigned as the result of his/her Society subscription being three months or more overdue.

The Committee may terminate the membership of any member who, in its opinion, brings the Club into disrepute. Any member removed from membership in this way shall have the right of appeal to the membership at either the Annual General Meeting (AGM). In the case of an upheld or unchallenged termination of membership no refund of annual subscription will be payable.

Subscriptions

Subscriptions shall be paid annually on the first day of February, at a rate to be agreed by the members present at an AGM.

Management

The affairs of the Society shall be managed by a Committee consisting of the Officers of the Society and up to three ordinary members, who shall be elected at each AGM. The Committee shall have the power to co-opt additional members.

The Committee will hold office following its election at an AGM until its dissolution at the next such meeting.

The Committee shall hold and administer for the benefit of the membership all funds, equipment and property owned by the Club.

The Officers shall consist of Chairman, Honorary Secretary and Honorary Treasurer.

The Chairman shall normally take the chair at all meetings of the Club and of the Committee at which he/she is present, and his/her decision on matters of procedure shall be final. The

Chairman shall have a second or casting vote if a situation so requires it. If the Chairman is unavailable the Secretary shall take the chair.

The Secretary shall record the Minutes of all meetings and shall conduct the correspondence of the Society. The Minutes of Committee proceedings shall be open to inspection by any member who approaches the Honorary Secretary to do so.

The Honorary Treasurer shall be responsible for all monies received or paid on behalf of the Society, after authorisation by the Committee. All cheques issued on behalf of the Society shall be signed by one out of two nominated Committee members. One nominated Committee member who is also a cheque signatory shall be authorised to be the person for telephone and internet banking on behalf of the Club.

At the close of each financial year the Honorary Treasurer shall prepare for consideration by the Committee a statement of Income and Expenditure to be audited by a nominated person or persons, and submitted to the AGM.

Annual General Meeting

The Annual General Meeting of the Society shall be held during the month of January each year. Notice of the meeting and the Agenda shall be sent by post or otherwise transmitted to all paid-up members at least twenty-one days before the meeting.

The Notice shall identify those members of the Committee who are standing again and shall request nominations for Officers and other members of the Committee. Committee members standing again shall be deemed to have been nominated by the Committee.

The Notice of the meeting shall also include the text of any motions proposed by or to the Committee. Any member may propose amendments to such motions and may propose any further motions for consideration at the meeting. However, all proposals for consideration must be received *in writing* by the Honorary Secretary at least seven days before the date of the meeting.

The Officers and other members of the Committee shall be elected at the meeting by a show of hands or, at the Chairman's option, by ballot. If a Nominee stands unopposed, he/she shall be deemed to have been so elected.

The quorum at an AGM shall comprise a minimum of ten per cent of the paid-up members, including Social Members.

1. The Agenda at the AGM shall include:
2. Apologies for absence
3. Minutes of previous AGM
4. Matters arising
5. Chairman's report
6. Honorary Treasurer's report
7. Other reports, as relevant
8. Election of new Committee
9. Proposals in respect of which due notice has been received
10. Any other business

Voting

Voting of any given motion at a general meeting shall be by show of hands or by ballot, as the Chairman may decide, and motions shall be carried by the affirmative votes of a simple majority of voting members.

The Committee

A simple majority of voting Committee members then serving shall form a quorum for a meeting provided, however, that no quorum shall be formed without the presence of either the Chairman, the Honorary Secretary or the Hon Treasurer.

No resolution may be adopted by the Committee unless it has the affirmative votes of a simple majority of those members present and entitled to vote. In the event of an equality of votes the Chairman shall have a casting vote.

Committee vacancies occurring during the year may be filled by co-option, and these co-opted members shall have full voting rights.

Dissolution

The Club may not be dissolved except as the result of a vote taken at a General Meeting.

A proposal to dissolve the Club shall be subject to a ballot and, in order to be carried, it must receive the affirmative votes of two-thirds of the voting members of the Club who are present at the meeting.

If the dissolution of the Club is voted in accordance with the preceding provisions of this Rule, the Committee shall proceed without delay to realise the property of the Club and to discharge the Society's outstanding liabilities. Any net assets remaining shall be distributed to such recipient or recipients and in such fashion as the Meeting shall have decided.

Amendment of Rules and Matters Not Covered By Them

These Rules may only be amended at a General Meeting in accordance with the affirmative votes cast by not less than ten per cent of the Members of the Society entitled to vote at a General Meeting.

The Committee shall have the authority to decide any matter not covered by these rules.