

**Michigan  
Lake Diver's Association:  
By-Laws**  
(as proposed 12/08/06)

- **ARTICLE I: ORGANIZATION NAME**
  - A. This Organization shall be known as; Michigan Lake Diver's Association, hereinafter "MLDA".
- **ARTICLE II: PURPOSES**
  - A. **The purposes of the MLDA are:**
    1. To promote sportsmanship and the sport of SCUBA Diving by stimulating our members to achieve the highest standard of safety and proficiency in SCUBA Diving.
    2. To promote friendship and family friendly social activities among its membership.
    3. To promote educational programs that will provide fundamental knowledge supported by actual hands-on experience in a variety of areas including:
      - o Safe Diving Practices.
      - o Conservation of Marine Ecosystems.
      - o First-Aid and Handling Diving Related Emergencies.
      - o To organize group SCUBA diving events/ trips, educational and social events that will allow our membership to accomplish the above stated purposes.
  - B. **Policies:**
    1. The MLDA will not be affiliated with any certifying agency.
    2. The membership roster is the property of the **MLDA**. It may only be used for official MLDA business. Any other use is not authorized.
- **ARTICLE III: MEMBERSHIP**
  - A. **Charter Membership.** All candidates for Charter membership must possess a valid SCUBA Diver Certification Card obtained through a recognized certifying agency. Candidates under eighteen years of age will be eligible for membership only with the written consent of a parent or legal guardian. Member may attend all **MLDA** functions, vote in elections, hold office and be placed on the mailing list.
  - B. **Standard Membership.** All candidates for Standard Membership must possess a valid SCUBA Diver Certification Card obtained through a recognized certifying agency. Candidates under eighteen years of age will be eligible for Standard Membership only with the written consent of a parent or legal guardian. Standard Members may attend all MLDA functions, vote in elections, hold office and be placed on the mailing list
  - C. **Family Members.** Additional family members will have the right of membership without exception provided that they meet the requirements for membership as stated above. However, family memberships will only receive one newsletter per household.
  - D. **Associate Membership.** (Non Diving) Associate Membership applies to those individuals who do not meet the qualification for full Membership above. Associate members will have all the privileges as Membership with the exception they cannot vote in elections or hold an elected office.
  - E. **Honorary Membership.** Any member in good standing may nominate for honorary membership any person or persons who have rendered distinguished service to the sport of SCUBA Diving or has made a notable contribution to this organization. This is considered to be an honorarium, and as such confers no actual benefits or membership to the recipients.

1. A written nomination must be sent to the BOD stating the reasons for the nomination.
  2. The BOD shall review and act upon the nomination.
  3. Upon receiving the award the nominee shall be presented with a suitable certificate stating their status as an honorary member of the MLDA.
- F. **Membership Application.** Forms for membership application shall be available from the Membership- Publicity Coordinator, the **MLDA** website, and if applicable, other sources. All membership applications must be submitted to the Membership- Publicity Coordinator along with payment of the designated dues and/ or fees, and a signed statement (waiver) to the effect that the **MLDA** shall not be held responsible or liable for any accidents, injury, or loss occurring to any members or their guests while participating in any event associated with the **MLDA**.
1. **Existing Members.** All existing members (including additional family and associate members) can renew their membership in the MLDA by updating their previous membership application, signing a statement of waiver (as noted above) and payment of annual dues. Payment of annual dues is expected at the first MLDA meeting of the year. Existing memberships may not be renewed until the member pays all monies that are owed to MLDA.
  2. **New Members.** Candidates for new membership shall submit a membership application. Candidates will be approved for membership by majority consensus. Upon membership acceptance, candidates must sign a statement of waiver (as noted above), pay their dues and must agree to abide by the Bylaws.
- G. **Termination.** Membership will be terminated for any individual who has not paid their annual dues by the end of April meeting of the MLDA. Terminated members will be removed from the membership roster and mailing list. Reinstatement of any terminated member may take place at any time and may be obtained by payment of designated dues and/ or fees. Reinstated members shall be considered new members for the purposes of these Bylaws.
- H. **Membership Expulsion.** The Board of Directors (Hereinafter “BOD”) will hold the authority to expel any member after a fair hearing. The BOD must present the accused with a written grievance. The accused must be given thirty (30) days to respond to the written grievance, or appear before the BOD before expulsion is brought up for a vote by the Board. Should the accused be a member of the BOD, the accused may not participate in the expulsion vote. Actual expulsion requires a majority vote of all the Board Members (excluding the accused). The decision of the BOD will be final. An expelled member shall forfeit all prepaid dues and be ineligible for membership in the MLDA for a period of one (1) year from the date of expulsion. Reasons for expulsion shall include, but not be limited to, the following:
1. Conduct that could cause harm or injury to themselves or other individuals.
  2. Failure to comply with the rules and policies as outlined in the Association Bylaws.
  3. Endangering the safety of another diver through negligent diving practices.
  4. Theft or fighting. If necessary, law enforcement agencies will be notified.
- **ARTICLE IV: BOARD OF DIRECTORS (BOD)**
    - A. The Board of Directors shall consist of the following Five (5) MLDA members:
      1. President
      2. Vice-President
      3. Treasurer
      4. Secretary
      5. Divemaster

B. The President shall preside over all BOD meetings. All actions of the BOD must be taken by vote of a simple majority of its board members. The President will not actively vote on action items. However, in the event of a tie, the President will cast the deciding vote.

C. Duties of the BOD shall be:

1. Review the MLDA financial status.
2. Approve any commitment of MLDA funds not covered by the budget and amounting to one hundred (100) dollars or more.
3. Schedule the MLDA major activities.
4. Fill any vacated positions of the MLDA officers as they deem necessary.
5. Recommend any changes to the Association's Bylaws, or other rules not stated within the Bylaws (e.g., membership application) for membership vote.
6. Appoint Committees and Committee Chairpersons as required.
7. Be responsible for the interpretation application of the Bylaws and any other rules of the MLDA.

• **ARTICLE V: OFFICERS**

**A. OFFICERS.** The officers of the **MLDA shall** be elected by the members of the MLDA. No individual may serve concurrently in more than one office. Elected officers must be a regular member in good standing (dues paid in full) and owe no other monies to the MLDA. Terms of office shall run concurrently with the fiscal year. Below is the list of the officer positions, and the duties and responsibilities associated with each office.

1. **President.** The President will:
  - a. Provide leadership, overall direction, and administration of the MLDA.
  - b. Call and preside at all meetings of the BOD and all meetings of the general membership.
  - c. Manage the MLDA budget and approve expenditures of MLDA funds not covered by the budget and amounting to less than one hundred (100.00) dollars.
  - d. Guide, develop, and coordinate the various activities of the MLDA towards the furtherance of the MLDA's purpose.
2. **Vice-President.** The Vice – President will:
  - a. Assist the President in directing and coordinating all activities of the MLDA.
  - b. Assume the duties of the President in his or her absence.
  - c. Succeed to the office of President should that office become vacant prior to the end of the President's term of office.
3. **Treasurer.** The Treasurer will:
  - a. Submit a proposed annual budget to the President at the BOD meeting in February.
  - b. Be responsible for keeping accurate financial books and records of all MLDA activities.
  - c. Make all financial records available for review and/ or audit.
  - d. Normally write and sign all checks drawn upon the MLDA's funds.
  - e. Maintain a file of all invoices and receipts.
  - f. Pay all MLDA bills as directed by the President.
  - g. Give a verbal summary report (since previous MLDA meeting) of income, expenditures, and remaining balance at every MLDA meeting.
  - h. Submit a written summary to the President of the BOD of the MLDA's income, expenditures and remaining balance at the end of the fiscal year.
  - i. Assume the duties of the President and Vice – President in their absence.

4. **Secretary.** The Secretary will:
  - a. Serve as recording and corresponding secretary of the MLDA and the BOD.
  - b. Keep accurate minutes of all meetings.
  - c. Handle all general correspondence as directed by the President.
  - d. Maintain all legal records of the MLDA, current copies of the Bylaws, and any other rules of the MLDA.
  - e. Maintain an inventory of all property and equipment owned by the MLDA.
  - f. Will be responsible for publishing a monthly newsletter.
5. **Divemaster.** The Divemaster will:
  - a. Hold an Advanced Open Water Certification
  - b. Preside at all in-water activities and over dive-site selection.

- **ARTICLE VI: ELECTION OF OFFICERS**

- A. Election Committee.** The president shall appoint an Election Committee comprised of at least three (3) MLDA members. Officers on the existing BOD are not eligible for membership on the Election Committee.
- B. October Elections.** Elections will take place at the October MLDA meeting unless otherwise agreed by the membership.
- C. Election Committee Responsibilities.** By the end of the September MLDA meeting of each year the Election Committee shall submit to the BOD a slate of preferably at least two (2) qualified candidates for each office.
- D. Candidates.** At the September MLDA meeting any qualified member who has accepted a nomination from the membership for a particular office, will have their name placed on the ballot. In addition, any qualified member may request to the Election Committee, no later than the September meeting, to have their name placed on the ballot for any office. The names of all candidates for each particular office will appear in the MLDA's newsletter and posted on the MLDA's web site.
- E. Qualifications for Elected Office.** To be qualified for elected office, a member must be in good standing (dues paid in full) and owe no other monies to the MLDA. In addition, candidates must be at least 18 years of age. Associate members may not hold an elected office. Candidates must be familiar with the MLDA's Bylaws and must be willing to donate the necessary time and effort to assure the continued success of the MLDA.
- F. Successive Terms.** All incumbent officers may succeed themselves in the same office without exception.
- G. Multiple Candidates.** Candidates may not run for more than one office at the same time.
- H. Majority Vote Requirement.** To be elected to any office of the BOD a candidate must receive a majority of the votes cast.
- I. Statement from Candidates.** All candidates for office shall have the opportunity prior to the election to present to the General Membership a brief statement about their experience, qualifications and goals for the office to which they aspire. This may be printed in the newsletter or attached to the ballots, as long as all candidates for office have the same opportunity.
- J. Qualifications for Voting.** To be eligible to vote, a member must be in good standing (dues paid in full) and owe no other monies to the MLDA.
- K. Ballots.** The Election Committee will prepare the ballots. In addition, absentee ballots will be made available upon request for any member who will be unable to attend the meeting at which the elections will take place. Absentee ballots must be completed and turned into the Election Committee no later than the night before the elections.

Completed absentee ballots are to be submitted to a person at a location and/ or address that will be designated by the Election Committee. Finally, at the October MLDA meeting, the Election Committee will prepare, distribute and collect all ballots (including absentee ballots). Results of the elections will be announced by the end of the MLDA Meeting.

- L. Runoff Election.** If none of the candidates receives a majority of the votes cast for any office. The election committee will prepare, distribute, collect and tally the ballots for the runoff election at the October meeting and report the results to the MLDA.
- M. Filling the Vacancy.** If the office of the President becomes vacant before the end of the term of office, the Vice President will succeed the President and the BOD may elect a new Vice-President. Any other vacancies that should arise during the year may be filled by election of the BOD.

- **ARTICLE VII: FINANCES**

- A. Fiscal Year.** The fiscal year for the MLDA will begin on January 1<sup>st</sup> of each year, and it will end on December 31<sup>st</sup> of that year.
- B. Dues.** The BOD will recommend and approve any changes in the amount of dues to be paid by members and any additional membership fees. Membership dues are due and payable by the April MLDA meeting. Members who have not paid their dues by the April meeting will have their membership terminated and be dropped from the membership roster. Members who join the MLDA after the June meeting will pay a pro-rated amount for their membership dues. This amount will be based upon annual membership dues and the number of months remaining in the fiscal year. Any and all additional membership fees will be paid in full regardless of the month of joining the MLDA. Members elected to the BOD shall be exempt from paying dues for the term for which they hold their elected office.
- C. Activity Fees.** The BOD will determine the amount, if any, for any of the MLDA activities.
- D. Structure of the Treasury.** The Treasury will be divided into two parts, the Chairmen's Protection Fund and the General Fund.
  - 1. **Chairperson's Protection Fund.** The purpose of the Chairman's Protection Fund is to provide financial protection for a person or person's running an MLDA sponsored dive (See Article IX for the definition of an MLDA -sponsored dive). A portion of every membership dues shall be placed into this fund.
  - 2. **General Fund.** The purpose of the General Fund is to provide for financial resources with which to operate the MLDA.
- E. Budget.** The Treasurer will submit a proposed annual budget to the President by the BOD meeting in February. The President will review the proposed budget, make any revisions necessary and submit the budget to the BOD for approval. The BOD must act on the budget and present the approved budget at the March General Meeting. The BOD may authorize budget adjustments during the year and approve additional expenditures if funds permit.
- F. Authority to Sign Checks.** The Treasurer and an additional member of the BOD shall be authorized to sign all checks.
- G. Financial Reports.** The Treasurer will verbally submit a summary report at each meeting of the General Membership. In addition, an annual financial report will be submitted to the BOD at their last meeting of the fiscal year. The annual report will be made available to interested members upon request.
- H. Audits.** Any group consisting of at least five percent (5%) of the membership may request in writing through the BOD, an in-house audit of the MLDA's financial and other

records. The President must then call a meeting of the BOD and any interested members for the purpose of this audit.

- I. **Members Financial Responsibility.** Any MLDA member may be held financially responsible for any unusual loss or damage to MLDA funds or property caused by their action or neglect. The BOD shall determine the amount of the damage owed.

- **ARTICLE VIII: MEETINGS**

- A. **Presiding Officer.** The President shall call and preside at all meetings of the General membership and the BOD.
- B. **General Membership Meetings.** There will be scheduled meetings of the General Membership every month from February through November inclusive. The BOD will announce and set the date, time, and place for all meetings of the General Membership. The President may call other meetings of the General Membership as necessary. In addition, the President must call a meeting upon receipt of a petition requesting such, signed by at least five percent (5%) of the membership. MLDA members shall be notified of the dates and location of MLDA meetings via the Assoc MLDA newsletter and website.
- C. **Board of Director Meetings.** The President will hold BOD meetings every month from February through November inclusive. The President will hold additional BOD meetings at their discretion. A BOD meeting will be required any time the President receives a petition requesting such signed by at least ten members. BOD meetings will be open to MLDA members. Dates, times, and locations of BOD meetings will be made available upon request. Any member may attend the BOD meetings but will not be eligible to vote on action items.

- **ARTICLE IX: ACTIVITIES**

- A. **MLDA -Sponsored Dives.** A SCUBA dive that has been authorized by the BOD shall be considered an MLDA -sponsored dive. These dives are announced at a club meeting and have been organized by MLDA members. A sign-up sheet would normally be associated with such a dive. The BOD may authorize the use of MLDA funds for these activities.
- B. **Limited Availability.** Members in good standing (dues paid in full) shall have precedence when an MLDA -sponsored dive has limited availability (such as a dive boat). However, if space is available, guest of paid members may be allowed to participate in MLDA -sponsored dives provided they possess valid SCUBS diver certification(s) and have signed a statement (waiver) to the effect that the MLDA shall not be held responsible or liable for any accidents, injuries, or loss occurring to any members or their guest while participating in any event associated with the MLDA
- C. **Sanctioning.** The MLDA may participate in a variety of recreational, athletic, educational, and social activities in support of the purposes listed in article II of these bylaws. The BOD may authorize the use of MLDA funds up to \$100.00 for these activities.
- D. **Coordinators.** The Activities Coordinator may appoint a coordinator or committee for each sanctioned event.
- E. **Fees.** The BOD on the advice of the Activities Coordinator will determine what fees, if any, should be charged for MLDA activities.

- **ARTICLE X: RULES OF ORDER**

- A. **Quorum.** For taking votes on any business the following quorum must be present at any meeting:
  - 1. Any business conducted at a meeting of the General Membership requires a majority vote of the votes cast of a quorum of at least ten percent (10%) of the

total membership is present, or a two-thirds vote if less than the quorum is present. Notice of the meeting and the business to be covered must be sent out at least two weeks in advance.

2. A quorum of the BOD consists of a majority of the members of the BOD. A majority vote of the quorum is required to conduct the duties of the BOD outlined in Paragraph H of Article IV or to conduct any other MLDA business which may come before the Board.
    - A. **Parliamentary Authority.** The rules contained in Robert's Rules of Order Newly Revised shall govern the BOD, General Membership, and all the committees of the MLDA, in all cases to which they are applicable, and in which they are not consistent with these Bylaws.
- **ARTICLE XI: AMENDMENTS**
    - A. **Proposal.** Any member or committee may propose changes to these Bylaws by submitting a written request to the BOD. If considered appropriate by the BOD the proposed change will be reviewed for possible modification and then presented for vote by all members.
    - B. **Two-Third Vote.** Two-thirds of the votes cast by voting members is required to pass amendments.
  - **ARTICLE XII: DISSOLUTION**
    - A. **Distribution of Assets.** In the event of dissolution of the MLDA, remaining assets after the satisfaction of all obligations shall be distributed by the BOD equally to all members.