



24 AUG 1991
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FOUNDED
HALIFAX, N.S.
1981

FOUNDING MEMBERS

Glenn Adams P. Eng
André Desrochers
Leo Goneau
Terry Havlik
Michael Walsh

First President
Stanley F. Watts

CONSTITUTION

CANADIAN NAVAL DIVERS ASSOCIATION

ARTICLE I

GENERAL

Section 1. Name

- 1.1 The name of the organization shall be the Canadian Naval Divers Association hereinafter referred to as CNDA.

Section 2. Origin

- 2.1 CNDA was founded in January, 1981 at Halifax, Nova Scotia, Canada.
- 2.2 Founding members of CNDA are:
André Desrochers, Leo Goneau, Terry Havlik, Glenn Adams, Michael Walsh and Stanley Watts

Section 3. Definitions

The following definitions apply to CNDA:

- 3.1 Administration: To govern the day to day management of CNDA. It shall include such items as expenditures of CNDA funds, correspondence, publicity, policy guidance, acquisition of equipment, printing, etc.
- 3.2 Audit: An examination of accounts by an authorized person or persons to verify with references to receipts, vouchers, financial statements, etc.
- 3.3 Chapter: Any group of Naval trained divers who organize a local Chapter in accordance with Article IV, Section 4, and who are recognized as such by the CNDA National Board of Directors.
- 3.4 Board of Directors: CNDA members elected as National or Chapter Directors who shall constitute their respective Board of Directors.
- 3.5 Co-ordinate: To be responsible that a defined end result is attained.
- 3.6 National Chairman: That person appointed to oversee the conduct of business and policies of CNDA.
- 3.7 Member in Good Standing: A member who adheres to the aims and objectives of CNDA and who pays annual dues.
- 3.8 Govern: To direct and control with authority.

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ARTICLE II

AIMS AND OBJECTIVES

Section 1. Purpose

1.1 CNDA is organized to:

- Foster communication with and promote the well being of its members;
- Enjoy the companionship and camaraderie of those who served, trained or were affiliated with the Naval diving units, Tenders or Diving Ships;
- To perpetuate the traditions of the Canadian Naval trained divers; and
- To encourage the founding of other CNDA Chapters.

ARTICLE III

Membership

Section 1. Founding Members

- 1.1 Are those persons who attended the first recorded National meeting and appointed or elected as National Directors at that time.

Section 2. Charter Members

- 2.1 Are those persons who attended the first recorded Chapter meeting and appointed or elected as Chapter Directors at that time.

Section 3. Regular Members

- 3.1 Are those persons who have been trained and certified as Naval trained divers by the diving units and have been accepted into CNDA as Regular Members.

Section 4. Associate Members

- 4.1 Are those persons, not qualifying as Regular Members, who may apply and are accepted into CNDA as Associate Members.

Section 5. Honourary Members

- 5.1 Are those persons held in high esteem who, due to their prominence and public stature could advance the aims and objectives of CNDA and contribute to its welfare.
- 5.2 Honourary Members shall be determined and appointed by vote of the National Board of Directors at the CNDA national meeting, or other meeting as appropriate.

Section 6. Life Members

- 6.1 Are those persons who, by their long term contributions towards the aims, objectives and welfare of CNDA and the membership, are deemed to be worthy of lifetime membership in CNDA. Life memberships shall be nominated to, and approved by, the National Board of Directors.

Section 7. Membership Eligibility

The Membership Director shall be responsible for ensuring applicant's qualifications meet the appropriate membership classification.

- 7.2 Acceptance of membership shall indicate compliance by members with the CNDA laws, rules and regulations.
- 7.3 No member may assign a membership or any right arising therefrom to any other person

Section 8. Membership Privileges

- 8.1 Only Regular Members in good standing shall have voting privileges.
- 8.2 Any member of CNDA may become a member of a Chapter or of more than one Chapter.

Section 9. Membership Certification

- 9.1 CNDA National Headquarters shall ensure each newly accepted member is furnished with a membership card and copy of the CNDA Constitution.

Section 10. Membership Duration

- 10.1 Regular and Associate membership may only be cancelled upon written request by the member to the Secretary of CNDA. CNDA Chapter memberships shall be governed by the specific Chapter rules and regulations.

Section 11. Membership Standing

- 11.1 Any member who fails to pay dues, assessments or other indebtedness to CNDA or CNDA Chapters within ninety (90) days after the same shall come due shall be notified by the Secretary-Treasurer and will thereupon cease to be a member in good standing.
- 11.2 A member not in good standing may be reinstated at any time upon payment of current annual dues or indebtedness and accepted in accordance with Section 3. of this Article

ARTICLE IV

ORGANIZATION

Section 1. CNDA

- 1.1 CNDA shall consist of a National Headquarters, National Board of Directors, local Chapters and members at large.

Section 2. National Headquarters

- 2.1 The National Headquarters may be hosted and operated by any one of the Chapters.
- 2.2 The National Headquarters shall be responsible for the day to day administrative functions of CNDA.
- 2.3 The National Secretary-Treasurer shall be appointed from the Headquarters host Chapter

Section 3. National Board of Directors

- 3.1 With the exception of the National Chairman and Vice Chairman, the National Board of Directors shall be appointed annually by the Chapters, and who shall be responsible for the policies of CNDA.
- 3.2 Each Chapter shall have two (2) Directors represented on the National Board of Directors. Each Chapter President shall be one of these Directors.

Section 4. Local Chapters

- 4.1 Local Chapters may be organized in any area and shall consist of not less than five (5) members.

- 4.2 Local Chapters may be recognized and accepted as a Chapter of CNDA by the Board of Directors providing they comply with the CNDA Constitution.

ARTICLE V

GOVERNMENT

Section 1. Chapter Directors

- 1.1 The Directors of a Chapter shall include five of: a President, Vice President, Secretary, Treasurer(or alternatively a Secretary-Treasurer), Membership Director, and Public Relations Director.

Section 2. Elections

- 2.1 At the Annual meeting of a Chapter the Vice President will automatically assume the position as President. All other Directors shall be elected by ballot or show of hands.
- 2.2 Any member in good standing may hold office with the term of office being one year beginning and terminating at the Annual meeting date.
- 2.3 Should a vacancy occur during the term of office of a Director a new Director may be appointed by the Board of Directors for the remaining duration of the annual term.
- 2.4 Should the President's position become vacant, the Vice President shall assume the position for the duration of the annual term.
- 2.5 The National Chairman and Vice Chairman shall be elected by a majority vote of the National Board of Directors at the Reunion national meeting, with their term of office being three (3) years.

Section 3. Board of Directors

- 3.1 The Board of Directors term of office shall be for one year for both National and Chapters Boards, excepting the National Chairman and Vice Chairman being three years.
- 3.2 Chapter Presidents or their delegates should attend the National Board of Directors Reunion meeting.
- 3.3 The Board of Directors shall be responsible to co-ordinate policy changes to the CNDA Constitution and laws.
- 3.4 The National Chairman of the Board shall be a non voting member of the Board except to resolve a tie vote.
- 3.5 The National Chairman of the Board shall control all CNDA property and shall be responsible for CNDA account audits.
- 3.6 A National Secretary-Treasurer shall, by majority vote of the National Directors, be appointed from the membership of the Chapter hosting the National Headquarters to assist the National Chairman in the conduct of the conduct and management of the Association's business. He shall maintain the Minutes, files and records, etc.
- 3.7 The National Chairman of the Board shall be responsible to promulgate an Agenda for any national meeting not later than 30 days prior to the meeting. This Agenda shall be forwarded to reach each Chapter before commencement of the meeting.
- 3.8 No National Board member, or his delegate, may represent two Chapters nor exercise two votes.
- 3.9 The National Board of Directors by majority vote shall determine the location of the CNDA Headquarters.

Section 4. Meetings

- 4.1 National meetings will be convened during each Reunion and at such other times as deemed necessary by the Board of Directors.
- 4.2 Chapters shall hold Annual meetings at which time Chapter Directors should be elected.
- 4.3 Chapters should hold General meetings at least Quarterly.
- 4.4 A quorum for meetings, other than Special or Emergency meetings, shall consist of a Chairman or President, Secretary and at least two (2) other members.
- 4.5 One complete copy of a Chapter's Minutes of their meetings shall be forwarded to National Headquarters within 30 days of the meeting having concluded.

ARTICLE VI

FINANCIAL

Section 1. CNDA National Account

- 1.1 The National Chairman shall be responsible for the establishment and control of the CNDA National account.
- 1.2 The CNDA National Account shall be used solely for the administration and operations of CNDA, and for the promotion of its objects, which shall be controlled by the Board of Directors. It shall normally operate without pecuniary gain to any of its members or Directors.
- 1.3 Membership fees and other accrued monies shall become part of the CNDA account.
- 1.4 Withdrawals from the CNDA National account shall be by any one of the National Chairman, Vice Chairman or Secretary-Treasurer.
- 1.5 New forming Chapters may request financial relief or assistance during its start up year from the National Board of Directors. Approval for this assistance shall require a majority vote by the Board.
- 1.6 The National Chairman and the National Treasurer are responsible for the conduct of the annual audit of the CNDA National account. They shall sign the audit document attesting to its correctness upon completion of the annual audit.
- 1.7 One copy of the National audit report shall be made available to the National Director at the Reunion meeting and to each Chapter immediately upon completion of the audit.
- 1.8 The National Chairman is authorized to expend an amount of monies on behalf of the Association as established by the National Board of Directors for the routine conduct of CNDA business.

Section 2. CNDA Chapter Accounts

- 2.1 Each Chapter shall open an account in the name of that Chapter.
- 2.2 An annual audit of the Chapter account shall be conducted by the President and the Treasurer, a report of which shall be presented to their membership at the Chapter's Annual meeting.
- 2.3 Withdrawals from the Chapter account shall require the signature of at least the Chapter's Treasurer.

Section 3. Membership Fees and Dues

- 3.1 Annual fees to maintain National membership status, as established by the National Board of Directors, shall be levied upon all persons acquiring Regular or Associate membership in the Association.

- 3.2 Annual National fees as stated in item 3.1 above shall be forwarded by the Chapters to reach CNDA National Treasurer thirty (30) days prior to the final day of the calendar year and shall become part of the CNDA National account.
- 3.3 Chapters may also require their membership to pay Chapter dues, the amount to be levied is the responsibility of each individual Chapter.

ARTICLE VII

CONSTITUTION

Section 1. Constitution Amendment

- 1.1 The Constitution may be amended, altered or added to by resolution of vote by the National Board of Directors.
- 1.2 Chapters may, by prior resolution, present proposals to amend, alter or add to the Constitution by forwarding, in writing, such proposals to the CNDA National Secretary.

Section 2. Rules of Order

- 2.1 Robert's Rules of Order, by General Henry M. Robert, Scott Foresman 1981 Newly Revised or later editions, shall govern CNDA in all procedural matters not contained in this Constitution.

Approved by the Canadian Naval Divers Association at the National meeting held at Victoria, British Columbia, Canada

24 August 1991
Day Month Year

Charles V. Rolfe
National Secretary

John MacLachlan
National Chairman

with subsequent amendments approved on

Day Month Year