

CANADIAN UNDERWATER GAMES ASSOCIATION

CONSTITUTION

Last Revised April 16, 2017

The name of the Association shall be: the Canadian Underwater Games Association, and may be referred to as C.U.G.A. (or CUGA).

CUGA Objectives:

1. To regulate all recognized (as recognized by the World governing bodies) Underwater Games at all levels in Canada. These games include: Underwater Hockey, Underwater Rugby, Finswimming, Underwater Orienteering, Photo Safari and Target Shooting. Not all sports are necessarily active in CUGA. Activity will depend on member interest.
2. To promote and develop all Underwater Games in Canada.
3. To select and develop national Underwater Sports teams that will represent Canada to World Championships, World Invitational Tournaments, and Zone Championships.
4. To sanction an annual National Championships, Zone Championships and other events at all levels possible for Underwater Games.
5. To provide a voice and vote for Canadian Underwater Sports at the International Level as an active member of CMAS or other International body governing these sports.
6. To develop and operate nationwide training programs for the participants of Underwater Sports and to provide training and certification for coaches and officials for Underwater Games.

Amendments to the Constitution must be approved by a two-thirds majority vote of all eligible voters present at the Annual General Meeting or a Special General Meeting of the Association.

The Association encourages the formation of provincial underwater games associations, and their affiliation with the National Association. The Association shall co-operate with the provinces, territories, clubs, groups and membership, as necessary, to maintain Canada's membership in the Sport Commission of CMAS or other International body, so as to have a voice and vote in all matters pertaining to Underwater Sports, and to be eligible to participate in Underwater Sports on a Zone, International and World level.

CUGA is willing to explore matters of affiliation with other National Sport Governing bodies when such affiliation would accrue additional benefits to CUGA.

CUGA shall be carried on without purpose of gain (financial or other) for its members and any profits or other gains to the organization shall be used in promoting its objectives.

EXECUTIVE & DIRECTORS:

The executive shall consist of:

- President
- Vice President
- Treasurer
- Secretary
- Past President

The directors shall consist of:

- a Director for each recognized Underwater Sport. The number of directors is determined by active participation of a recognized sport in Canada. A Directorship may be held by another executive member or may be a position on its own.
- a Rules Director
- a Chief Referee

The directors report directly to the executive.

No more than two (2) Executive may represent any one province. For the purpose of satisfying this requirement, an individual may represent either the province they currently reside in, or any province in which they are a member of a provincial underwater games organization that is recognized by CUGA.

The Executive and directors shall serve as such without remuneration and no executive or director shall directly or indirectly receive any profits from their positions as such provided that executive & directors may be paid reasonable expenses incurred by them in the performance of their duties.

TERMS OF OFFICE

The terms of office for each Executive and director position shall be two years, with the exception of the Chief Referee which is dependent on timing of CMAS Elite World Championships.

- The President, Treasurer and other active sport directors will be elected in odd years.
- The Vice President, Secretary and Underwater Hockey Director will be elected in even years.
- The Chief Referee for each active sport will be appointed by the Executive who shall consider the ranking referees obtained through peer assessment at the most recent CMAS Elite World Championships.

REPLACEMENT OF EXECUTIVE

The Executive may be replaced or a vacancy filled as follows:

- Upon the death or resignation of an Executive member, the vacancy may be appointed temporarily until the next Annual General Meeting (AGM) or by an election at a Special General Meeting.
- No Executive member can be removed by the Executive without due written notice by Registered Mail prior to a decision being taken by majority vote at the next Executive meeting.
- If a Special General Meeting is called to vote on a replacement for office, the replacement must be made at the meeting. If this cannot be accomplished, as in all other cases above, the Executive may appoint someone temporarily to fill the vacancy as it sees fit.
- Temporary appointments will apply until the next Annual General Meeting.

We certify that this Constitution is the governing document for the operation of this organization.

President

Signature

Vice President

Signature

Secretary

Signature

Treasurer

Signature

CANADIAN UNDERWATER GAMES ASSOCIATION BY-LAWS

Effective May 16, 2015

Note: Hereafter CUGA may also be referred to as the Association.

SECTION ONE - ORGANIZATION AND BUSINESS

- 1.01 ORGANIZATION: For giving full effect to the objectives of CUGA, the organization shall be comprised of the Executive, Directors of Individual Underwater Sports and CUGA members in good standing in the Association.
- 1.02 LOCATION: The head office of the Association shall be at such location as is determined by the Executive and will use as a mailing address the residential address of the President until such time as a National office is established.
- 1.03 FISCAL YEAR: The fiscal year of the Association shall end on the 31st day of December in each year.
- 1.04 EXECUTION OF INSTRUMENTS: Deeds, transfers, assignments, contracts, obligations, certificates, and other instruments, may be signed on behalf of the Association by the Treasurer and one other executive member.
- 1.05 BANKING ARRANGEMENTS: The banking of the Association shall be transacted with such banks, trust companies or other bodies corporate or organizations as may from time to time be designated by or under the authority of the Executive.
- 1.06 ACCEPTANCE OF DONATIONS: The Association may accept solicited or unsolicited donations from individuals or organizations, the proceeds of which shall be used for such purposes as the Executive may from time to time determine.
- 1.07 DISSOLUTION CLAUSE: In the event of dissolution of the Association, all of the assets after payment of all liabilities shall be transferred to a qualified donee (registered organization) as defined under the provisions of the Income Tax Act.

SECTION TWO - DEFINITIONS

- 2.01 MEMBER: A member shall be a person who is registered with the Association, either directly or through an affiliated provincial association.
- 2.02 PLAYER: A player shall be a member of the Association who plays or practices an Underwater Game.
- 2.03 TEAM: A team participating in a National, Zone, International or World Underwater Sports event shall be comprised of the number of underwater players appropriate for the particular underwater game, in accordance with the latest official rules for the game as determined by CUGA, or the World governing bodies respectively.

2.04 REPRESENTATIVES: Representatives shall be members designated by Provincial Associations, Clubs, Teams, or groups, to sustain effective contact between their associations/clubs/teams/groups and CUGA.

SECTION THREE - EXECUTIVE & DIRECTORS

3.01 The Executive shall consist of:

-President

-Vice President

-Treasurer

-Secretary

-Past President

3.02 The Directors shall consist of:

- a Director for each recognized Underwater Sport. The number of directors is determined by active participation of a recognized sport in Canada. A Directorship may be held by another executive member or may be a position on its own; and

- a Chief Referee for each recognized Underwater Sport.

- The directors report to the executive.

3.03 The directors and executive shall serve as such without remuneration and no director shall directly or indirectly receive any profits from their positions as such provided that directors may be paid reasonable expenses incurred by them in the performance of their duties.

SECTION FOUR - ELECTION AND APPOINTMENT OF EXECUTIVE AND DIRECTORS

4.01 A person nominated to the Executive must be a member in good standing of the Association and either be a Canadian citizen or have been a resident in Canada for a minimum of 12 months in the previous 18 months preceding his or her election or nomination, as the case may be

4.02 Election of Executive will be at the Annual General Meeting or as specified in special provision in Section Six of the By-Laws.

4.03 The Directors for each recognized underwater sport will be elected by the membership

4.04 The Chief Referee for each recognized Underwater Sport will be appointed by the Executive. The Executive shall consider the ranking referees obtained through peer assessment at the most recent CMAS Elite World Championships

4.05 No more than two (2) Executive may represent any one province. For the purpose of satisfying this requirement, an individual may represent either the province they currently

reside in, or any province in which they are a member of a provincial underwater games organization that is recognized by CUGA.

SECTION FIVE - TERMS OF OFFICE

- 5.01 The terms of office for each Executive and director positions shall be two years.
- 5.01.1 The President, Treasurer and other active sport directors will be elected in odd years.
- 5.01.2 The Vice President, Secretary, and Underwater Hockey Director will be elected in even years. Addition of further sports directors will be divided equally on even and odd years.
- 5.01.3 The Chief Referee for each active sport will be appointed by the Executive who shall consider the ranking referees obtained through peer assessment at the most recent CMAS Elite World Championships.
- 5.02 The Chief Referee will start duties 28 days after the last day of the CMAS Elite World Championships and continue until 27 days after the following CMAS Elite World Championships

SECTION SIX - REPLACEMENT OF EXECUTIVE

The Executive may be replaced or a vacancy filled as follows:

- 6.01 Upon the death or resignation of an Executive member, the vacancy may be filled temporarily or by an election at a Special General Meeting.
- 6.02 No Executive member can be removed by the Executive without due written notice by Registered Mail prior to a decision being taken by majority vote at the next Executive meeting.
- 6.03 If a Special General Meeting is called to vote on a replacement for office, the replacement must be made at the meeting. If this cannot be accomplished, as in all other cases above, the Executive may appoint someone temporarily to fill the vacancy as it sees fit.
- 6.04 Temporary appointments will apply until the next Annual General Meeting.

SECTION SEVEN - EXECUTIVE RESPONSIBILITIES

- 7.01 The Executive shall:

A) Hire salaried employees as it deems fit.

B) Have the authority to issue official sanction to teams competing at National, Zone, International or World levels or competing as a representative Canadian team, without which a team may not officially compete.

- 7.02 PRESIDENT

The President shall:

A) Preside at all meetings of the Association and the Executive, and shall set the agenda prior to all meetings.

B) Attend to the business and administration arising from the Association.

C) Exercise general supervision over the Association's affairs.

D) Represent the Association at all times, and promote the Association when opportunities arise.

E) Is Ex-officio (Member) of all standing and Special Committees

F) Represents the Association to the World governing bodies of Underwater Sports, other countries, government of Canada, provincial governments, provincial/National Sports bodies.

G) In the absence of a head office for the Association, have all Association mail delivered to his/her residence and distribute as needed. The President may at his/her discretion open a post office box for Association mail, but is responsible for the timely pick up and distribution of such mail.

H) In the absence of a head office for the Association, maintain the Association office out of his/her residence or other designated location.

I) Prepare an annual report to be read and included with the minutes of Annual General Meetings.

J) At the expiration of term of office, the President delivers to the Association, all books, papers, and other property of the Association.

7.03 VICE PRESIDENT

The Vice President shall:

A) Represent the Association in the President's absence

B) Chair meetings in the absence of the president

C) Assist the President in his/her duties.

D) May be responsible for other roles as requested/required by the Executive (e.g. chairing a committee on a particular topic)

E) Prepares an annual report to be read and included with the minutes of Annual General Meetings.

7.04 TREASURER

The Treasurer shall:

A) Receive and be responsible for all monies belonging to the Association

B) Pay all bills on behalf of the Association

C) Monitor the Association's account in a chartered Canadian banking institution

D) Produce a budget and furnish financial statements to the Executive

E) Present a financial report at the Annual General Meeting

F) Co-ordinate fund-raising efforts on behalf of the Association

G) Prepare and keep up-to-date records pertaining to Revenue Canada, and Association Incorporation

H) Ensure that an audit of the Association records is carried out on a periodic basis.

I) Prepare an annual report to be read and included with the minutes of Annual General Meetings.

7.05 SECRETARY

The Secretary shall:

A) Handle all routine correspondence of the Association.

B) Ensure that minutes of the Annual General Meeting are distributed to the membership on or before 1 month after the AGM.

C) Keep a record of the proceedings of the Association and Executive business.

D) Represent the Association at meetings of World governing bodies for Underwater Sports, where feasible, particularly the Sport Commission meetings.

E) Communicate news of World Underwater Games events and results to the Association, and promote the participation of Canadian teams in World Championships and tournaments at all levels.

F) Communicate regularly (minimum of four times each year) with membership about Association activities.

G) Prepare an annual report to be read and included with the minutes of Annual General Meetings.

7.06 PAST PRESIDENT

The Past President shall:

A) Work with the new President to ensure a smooth transition

B) Act as an ambassador to the Association

C) May be given specific responsibilities as requested/required by the Executive (e.g. chairing a committee on a particular topic)

D) Prepare an annual report to be included with the minutes of the Annual General Meeting

7.07 DIRECTORS

Rules Director (may be held by an executive member or member)

Responsibilities:

- A) Ensure the members have the current and up to date rules.
- B) Gather information from members on rule change proposals and submits them for consideration at the appropriate Games Rules Meetings.
- C) Ensure that Canadian hosted National or higher tournaments are using the most current rules.
- D) Prepare an annual report to be read and included with the minutes of Annual General Meetings.

Chief Referee (may be held by an executive member or member)

Responsibilities:

- A) Ensure the members have the current and up to date rules.
- B) Gather information from members on rule change proposals and submits them for consideration at the appropriate Games Rules Meetings.
- C) Train referees according to the current rules.
- D) Keep a record of Canadian Referees including certification and training completed, and ensures for each Canadian referee that a log of games refereed with a proper assessment is maintained. This record is to be passed on to the next Chief Referee.
- E) Ensure that Canadian hosted national or higher tournaments are using the most current rules
- G) Represent Canada at International and World tournaments as a referee.
- H) Put forth qualified candidates for consideration as World level referees.
- I) Prepare an annual report to be read and included with the minutes of Annual General Meetings.

Sport Directors

Responsibilities:

The Sport Directors shall:

- A) Promote the interests and programs of the Association to their respective groups

- B) Be responsible for the promotion and development of their sport in Canada
- C) Communicate with the executive on a regular basis
- D) Prepare an annual report to be included with the minutes of the Annual General Meeting

SECTION EIGHT - MEETINGS

8.01 General Membership Meetings

1) Annual General Meeting

The Annual General Meeting (AGM) shall be held in a location and at a time stipulated by the Executive, and will normally be held in conjunction with an annual National Championship. Notice of the meeting shall be distributed to the Executive, Directors, all Representatives and general membership sixty (60) days prior thereto using the Canadian Underwater Games Association mailing list (uwscanada@yahoogroups.com). All communication with the CUGA membership for the AGM will be done via the Canadian underwater hockey mailing list (uwscanada@yahoogroups.com).

An agenda, budget proposal, and financial report must be available to the membership forty five (45) days before an AGM.

An AGM quorum is defined as the presence of 3/5 of the executive members in addition to a minimum of 10% of the registered membership (includes those voting by proxy).

2) Special General Meetings

Special General Meetings may be called at the discretion of the Executive or when required by a majority of the Membership (a majority is 50% + 1 vote). Such requests are to be in writing and are to state the reason for convening such a meeting.

Ten (10) days notice of such meeting must be given to all members

All business transacted at the AGM may be transacted at a Special General Meeting, except:

- a) Election of Officers, except as otherwise provided in the foregoing By-Laws;
- b) Submission of Annual Reports (interim reports are permissible).

The quorum at a Special General Meeting shall be the same as for the AGM.

8.02 Executive Meetings

Executive meetings will be held as necessary and may or may not include directors. An Executive Meeting quorum shall consist of at least three members eligible to vote as Executive members.

8.03 Rules of Order

Roberts Rules of Order will have effect for meetings and other activities of the Association, where they are applicable and where they are not inconsistent with these By-Laws and Standing Rules.

SECTION NINE - VOTING

9.01 Establishment of Votes

- a) Executive
Each member of the Executive as listed in the By-Laws is entitled to one (1) vote. If an executive member is also acting as a Director, they are still only entitled to one (1) vote.
- b) Members

Each member in good standing is entitled to one (1) vote.
- c) Proxy Votes
A member unable to attend a meeting may give their proxy to another member in good standing. This proxy must be in writing, signed by the person giving the proxy and submitted to the CUGA secretary for confirmation on or before the first day of the Canadian National Championships. No member may hold more than two (2) proxies.

9.02 Voting Delegates

Voting delegates must be members in good standing in CUGA.

9.03 Voting Procedure

All votes will be registered with the Secretary prior to the start of the meeting wherein voting will be called for, other than regular Executive meetings.

All voting shall be by a show of hands unless a motion to the contrary has been made and passed (i.e. secret ballot)

In all voting matters, a simple majority shall decide, except as otherwise stated in the By-Laws or Standing Rules.

- 9.04 If a motion is accepted or defeated at the CUGA AGM by a margin equal or greater to a 90% margin of all votes available, then:
- the motion cannot be tabled again at an AGM for a period no less than 3 years.
 - special exceptions can be made only if all members of the CUGA executive agree unanimously to have the issues brought forward within this time frame.

SECTION TEN - FEE STRUCTURE

- 10.01 Due to the changing needs of the Association, no permanent fee structure can be established. It is intended that the Executive shall be able to formulate a fee structure to best serve the needs of the Association.
- 10.02 Any fee structure established shall be ratified by vote at the AGM or a Special general Meeting called for that purpose and will be noted in the CUGA Policy Manual.

SECTION ELEVEN - AMENDMENTS TO BY-LAWS

- 11.01 The By-Laws may be amended by the Executive at any Executive Meeting (where quorum exists) by a simple majority of Executive members present and voting. Notice of the amendments to the By-Laws, along with a copy of the amendment, must be distributed to each member of the Executive, each Representative/Director and the

general membership within 14 days of the Executive Meeting at which the amendment was passed.

Amendments to the By-Laws shall remain in force until the AGM or Special General Meeting, following their passage, at which time they must be approved by a simple majority of votes. Any By-Law amendment not so approved becomes null and void.

SECTION TWELVE - STANDING RULES

- 12.01 The Executive shall formulate and adopt, and, from time to time, revoke, alter or rescind Standing Rules which may seem necessary or advisable for the better regulation and supervision of a game. The whole shall be in conformity with the constitution and By-Laws. Any and all changes to the Standing Rules must be made available to the membership within thirty (30) days of any change to the Standing Rules and Policies adopted by CUGA.

- 12.02 All regulations of the Association which are not specifically contained in the Constitution of By-Laws of the Association shall be considered Standing Rules.

- 12.03 Standing Rules and Policies adopted by CUGA are included in the Policy Manual. The Executive shall review the Policy Manual every 2 years. The Policy Manual must be revised by the Executive within thirty (30) days of any change to the Standing Rules and Policies adopted by CUGA.

The effective date of these bylaws is: May 16, 2015.

We certify that these by-laws are the governing document for the operation of this organization.

President

Signature

Vice President

Signature

Secretary

Signature

Treasurer

Signature