



# **Federation of Underwater Activities - Malta**

# **STATUTE**

**Version 1.1 – As amended during the Extraordinary General Meeting of the  
06<sup>th</sup> November 2018**

## F.U.A.M Statute – 2018

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## **Article I Name**

The organisation shall be called “Federation of Underwater Activities – Malta”, hereinafter referred to as the F.U.A.M. The Federation be autonomous and the supreme and exclusive authority on matters relating to representation of Malta within the World Federation “C.M.A.S”, and any other National or International activities which fall under the jurisdiction of the F.U.A.M.

### **Logo – Flag**

The F.U.A.M Emblem and Flag are designed as follows:

A white and red Maltese cross overlapped halfway by a fish, blue in color, using the right side of the 8 pointed Maltese cross as its tail. The emblem may be displayed in the center of the Maltese Flag. The Emblem and flag may be delineated in a single color or in different colors. The above described artwork has been approved by C.M.A.S. and are the exclusive property of the F.U.A.M.

## **Article II Charter**

The Charter of the F.U.A.M is to encourage, promote and facilitate the national development of sporting, intellectual, educational and conservation aspects related to and in connection with the underwater environment.

The Organisation shall be non-profit making as defined in the Voluntary Organisations Act (Chapter 492 of the Laws of Malta), and any excess of funds received or generated from its activities must always be reinvested in the same Organisation.

## **Article III Interpretation**

1. The official text of this Statute is in the English language.
2. No text translated, published or promulgated by the F.U.A.M in any language other than English, shall be used for the final and binding interpretation or application of any of the provisions of this statute.
3. Words or expressions contained in this statute shall be interpreted, unless the context otherwise admits, in accordance with the Laws of Malta as in force from time to time.
4. Where a word or term, clause or article imputes male gender, this shall be interpreted as including female gender and vice-versa.

## Article IV Address and Language

1. For the purpose of the conduct of affairs or activities of the F.U.A.M., the Maltese language shall be considered as the official one, whilst other languages shall be used as the need arises.
2. The official address of the Organization c/o Atlam Sub Aqua Club, Tul Il-Kosta, Bahar ic-Caghaq, in-Naxxar NXR9038 or such other address as may be determined by the Executive Committee from time to time.

## Article V Aims and Objectives

Within the scope of the Charter of the F.U.A.M. as stated herein the Aims and Objectives of the F.U.A.M. are generally and universally to develop and encourage by any or all appropriate means, activity, inquire into, and understanding of the marine environment including, but not restricted to the following:

- a. Establish, assist in establishing, accept or recognise, subject to the provisions of this Statute, membership of the F.U.A.M. of any organisation which is responsible for or represents any aspect or aspects of or related to water sports.
- b. Promote and develop all aspects of underwater activities and other water sports that fall under the jurisdiction of the C.M.A.S.
- c. Promote the conservation of marine and aquatic flora and fauna.
- d. Establish, promote or assist in establishing or promoting and, as appropriate, to implement any safety measures or procedures applicable to underwater activities and / or other related water sports.
- e. Establish, promote, assist and or encourage uniformity of international or national rules, regulations, standards, administrative control or any other aspect of underwater activities, and/or other related water sports, whether competitive or otherwise.
- f. Promote, sanctions, authorise, delegate or organise national or International Competitions in any or all forms of underwater activities and /or other related water sports
- g. Gather, record, distribute and as appropriate ratify information pertaining to any and all aspects of underwater activities and/or other related water sports including, but not restricted to competitive activities.
- h. Establish, promote, codify and record standards and requirements for the training of divers, diving instructors and diving instructor organisations, including, as appropriate, direct representation or recommendations to legislative or administrative bodies.

- i. Establish, provide, promote or facilitate F.U.A.M./C.M.A.S. system of diver, or diver instructor qualification or recognition.
- j. Promote or assist in establishing or promoting research and development in all aspects of the sciences as they may relate to underwater and associated activities.
- k. Generally conduct its commercial affairs and activities on a not-for-profit basis, without precluding the accumulation of any assets or creation of funds from time to time for the purposes of the general conduct of the operations of the F.U.A.M. or for any particular purpose.
- l. To attempt to act as mediator to resolve any disputes rising between organisations and, as appropriate, in the sole discretion of the F.U.A.M. to settle such disputes.
- m. To purchase, take on, lease, or acquire any land, buildings, easements or properties, real or personal, which may be requisite for or assist or enable any of the aims or objectives of the F.U.A.M..
- n. To establish, promote, or assist in the establishing or promoting, or to subscribe to, or become a member of, or provide for membership of the F.U.A.M. , of any organisation whose aims are similar to or in any part similar to the aims of the F.U.A.M., or of which the establishment, promotion or membership may be considered to be beneficial to the F.U.A.M..
- o. To obtain and/or promote any Acts or legislature or other office or governmental power, authority or licence which may be deemed beneficial to or necessary for the implementation or maintenance of the Aims of the F.U.A.M., and to oppose any act or legislature, official or unofficial act, power or authority, whether by government or any other group or organisation, which may be deemed to be against the interests of the F.U.A.M. or underwater activities, whether in a national or international context.
- p. To accept subscriptions, fees, donations or bequests (whether real or personal estate) and whether directed or for the purposes of any or all the aims of the F.U.A.M..

## Article VI Office

The principal administrative office and headquarters of the Federation shall from time to time be as decided by the Executive Committee.

The Executive Committee may also establish or cause to be established other offices for the purposes of necessary and efficient conduct of the affairs and activities of the F.U.A.M. and /or the achievement of the Aims of the F.U.A.M. as stated herein, in particular but not limited to Article V.

## Article VII Duration

Subject to the provisions for dissolution and winding up contained elsewhere within this statute, the duration of the F.U.A.M. is unlimited.

## Article VIII Changes to Statutes

1. The Statue of the F.U.A.M. may be altered, changed or amended at an Extraordinary General Assembly as provided herein, subject to the following conditions:
  - a. Any proposed change, amendment or alteration to the Statute must be forwarded to the Secretary General by electronic or registered mail not later than forty-five (45) days prior to the scheduled day of any Extraordinary General Assembly called for the purposes of dealing with such proposed changes, amendments or alterations to the Statute.
  - b. Any member in good standing with the F.U.A.M., has the right to propose changes to the Statute, by submitting any such amendment for consideration of the Executive Committee.
  - c. All proposed amendments, changes, or alterations shall be notified in writing and by electronic or registered mail by the Secretary General to all member organisations, members of the Executive Committee and the Chairmen of all Committees not less than thirty (30) days prior to the scheduled day of any Extraordinary General Assembly called for the purposes of dealing with such proposed changes, amendments or alterations to the Statute.
  - d. Any change, alteration or amendment to the Statute shall only be made and be valid when a majority of at least two-thirds (2/3)(to the nearest whole vote) of all eligible votes as defined herein (Art XXIX), are in favour of such change, alteration or amendment. If a second meeting is to be called due to lack of quorum caused by insufficient attendance to the first meeting, then the Statute may be amended by 2/3 majority of those present.
  - e. Eligible votes as referred to in sub-paragraph (d) above are those votes which may be cast by any member or member organisations in accordance with the provisions of (Art. XXIX), of this statute, whether or not such votes are actually cast.
  - f. Any change, amendment or alteration to the Statute made pursuant to the provisions herein shall be notified by the Secretary General to all member organisations, all members of the Executive Committee and the Chairmen of all Committees and Commissions in writing and within thirty (30) days from the date upon which such

resolution was made.

- g. Any change, amendment or alteration to the Statute made pursuant to the provisions herein, shall only come into effect thirty (30) days after the date upon which such resolution was made.
2. Notwithstanding the provisions set forth above, non-compliance with Article VIII,1(c), and (f) shall not of itself render any such resolution invalid unless so directed by a subsequent Extraordinary Meeting of the Executive Committee called specifically for this purpose.

## **Article IX Executive Committee**

### **1. Structure**

The officers of the Executive Committee shall consist of:

- a. President
- b. Secretary General
- c. Treasurer
- d. Marketing Officer
- e. Chairman of the Sporting Committee
- f. Chairman of the Technical Committee
- g. Chairman of the Scientific Committee  
and may also include
- h. Two Representatives of each Club/Association
- i. Four Representatives from all recognised C.M.A.S. / F.U.A.M. schools (4 in all)

### **2. Voting Powers of the members of the Executive Committee**

- a. At any meeting of the Executive Committee the President has an ordinary and a casting vote. All other members have an ordinary vote.

### **3. Authority and Responsibility of the Executive Committee**

- a. The Executive Committee shall manage the affairs of the F.U.A.M. between meetings of the General Assembly and carry out the directions of the General Assembly.
- b. The Executive Committee shall meet not less than once a month in the period between consecutive meetings of the General Assembly. Where possible, such meetings of the Executive Committee shall be held with a reasonably consistent spacing between each meeting.
- c. A meeting of the Executive Committee shall be called by the President, Secretary general or upon petition by at least 50% of all members of the Executive Committee.



- d. A quorum at any Executive Committee meeting shall be constituted of at least 33% of those eligible. These are to include at least 3 of the Officers listed in Art. IX.1 a to g.
- e. The Executive Committee may appoint any person or persons, member of the F.U.A.M. or not, to assist with or carry out any function the Executive Committee, at its sole discretion, as deems necessary or as appropriate.
- f. The Executive Committee may allow, at its sole discretion, any person or persons to attend a meeting or part of a meeting of the Executive Committee, in particular responsible Officers of Commissions and Committees, for the purposes of advising or reporting to the Executive Committee.
- g. No persons attending any meeting of the Executive Committee, being other than the members of the Executive Committee, shall have any voting powers at such meeting or meetings.

#### **4. Powers of Executive Committee**

The Executive Committee shall, without limitation otherwise than as provided elsewhere in this statute, have the power to:

- a. Determine applications for membership as provided in Article XXIII
- b. Establish any rules, regulations or by-laws, whether or not the subject of recommendation by any Committee or Commission which are not *ultra vires* to this statute.
- c. Approve, modify or reject any rules, regulations or by-laws recommended by any Committee or Commission
- d. Approve, sanction, sponsor or support any national or international event, whether an F.U.A.M. event or not
- e. Approve or authorise participation in any F.U.A.M. event of an individual or organisation not otherwise entitled by membership of the F.U.A.M. to do so
- f. Determine and direct the manner of conduct and participation of any F.U.A.M. event
- g. Call and set meetings of the General Assembly, whether Ordinary or Extraordinary
- h. Confer the title of Honorary Member as provided in Article XXIII.C. Such honorary member may be further distinguished by being conferred as “Honorary President” or “Honorary Vice-President” as provided in Article XXXIV

- i. Approve, modify or reject any contract or agreement intended to be made by any Committee or Commission of the F.U.A.M. with any organisation or person not otherwise being a “Member” of the F.U.A.M. for any purpose within the jurisdiction of the relevant Committee or Commission
- j. Approve or grant patronage by the F.U.A.M. of a function, activity or competition being held, conducted or arranged by a “Member” of the F.U.A.M.

## **Article X President**

1. The President shall be the spokesman of the F.U.A.M. with the authority to convene ordinary and special meetings of all or any of the Committees, Commissions, or the Executive Committee.
2. The President shall preside at all meetings of the Executive Committee and the general Assembly and superintend the discussions at such meetings and preserve order so that business may be conducted in due form and with propriety.
3. The President shall authorise all statements for publication or general release pertinent to or involving significant matters of policy of the F.U.A.M., or of International importance related to the Charter of the F.U.A.M.
4. The President shall act as the representative of the F.U.A.M. at all appropriate functions, whether of the F.U.A.M. or otherwise.
5. The President shall have an ordinary and a casting vote at meetings of the Executive Committee.
6. In the event of the President being unable to carry out the duties as stated herein, the Vice Present should assume the authority and responsibility of the President until or unless the President is able to resume such duties or is replaced.

## **Article XI Secretary General**

1. The Secretary General shall be responsible for the keeping of a true and faithful record of all business transacted by the F.U.A.M. and the custody of all books, documents, assets and securities of the F.U.A.M..
2. The Secretary General shall be subject to the direction of the General Assembly and shall be responsible for the communication or promulgation of the directions and decisions of the F.U.A.M..

3. The Secretary General shall be responsible for the day to day conduct and operation of the office of the F.U.A.M..
4. The Secretary General shall, among other things, be responsible for :
  - (a) maintenance and distribution of the Statute, Rules, Regulations and By-laws as amended from time to time
  - (b) conduct of all general correspondence of the F.U.A.M.
  - (c) preparation and circulation of all agendas, notices, motions and business in relation to meetings of the Executive Committee and the General Assembly
  - (d) compilation of reports on the activities of the F.U.A.M. for submission to the General Assembly
  - (e) circulating, receiving and recording voting on any matter
  - (f) maintenance of a register of members and financial standing
5. The Secretary General may delegate to another person or persons any or all of the functions of the position, subject to overall responsibility remaining with the Secretary General.

## Article XIII Principal Committees

1. The main activity, organizational and membership structure of the F.U.A.M. is by and through the Committees of the F.U.A.M..  
For the purposes of this statute, the Sporting, Technical, and Scientific Committees of the F.U.A.M. are termed "Principal Committees".
  - (a) The **Sporting Committee** is and shall be responsible for the promotion and pursuance of all physical sporting matters including competitive activities which may include, but are not limited to, Spearfishing, Fin Swimming, Underwater Techniques, Surface/Underwater Games,
    - (a1) The **Audio/Visual Commission** shall fall under the **Sporting Committee** and shall be responsible for the promotion and pursuance of both documentative and competitive activities related to underwater photography and Videography. It should also act in close collaboration with the Marketing Officer to help promote all activities of the F.U.A.M. through its library.
  - (b) The **Technical Committee** is and shall be responsible for the investigation, promotion and pursuance of all technical matters of and related to underwater activities, in particular including, but not limited to, the development and standardization of training qualification standards and associated recognition and recording systems, as laid down

by C.M.A.S. and underwater engineering, underwater vehicles, underwater medicine, physiology and psychology.

- (c) The **Scientific Committee** is and shall be responsible for the promotion and pursuance of all scientific matters including but not restricted to research, investigation, publication and analysis related to any diving activity, equipment or techniques, biology, archaeology, geology and conservation.
2. At any meeting of any Principal Committee, the quorum necessary to enable the meeting to proceed shall be a majority presence of the “Members” of such Committee entitled to attend.
  3. A Committee may appoint, at its sole discretion, any person to a position as an officer of the respective Committee. Such appointed officer shall have no vote by virtue of such position.
  4. A Principal Committee may form a sub-committee whether or not made up of persons who are members of or associated with “Members” of the F.U.A.M. also being “Members” of that Committee, to deal with and report to that Committee upon any particular matter or aspect within the jurisdiction of that Committee.
  5. A Principal Committee may, subject to the provisions of this statute, create regulations, rules or by-laws that it deems necessary to control a particular aspect or aspects within the jurisdiction of that Committee as set forth in Article IX.1 above, provided such rules, regulations or by-laws do not otherwise breach any of the provisions of this statute.
  6. Where any matter arising for determination or action involves the interests or activities within the jurisdiction of more than one Principal Committee of the F.U.A.M. then that matter shall be dealt with by the Executive Committee in consultation with and relying upon advice by the relevant Principal Committees.
  7. As the Executive Committee is ultimately responsible for all actions and activities of the F.U.A.M., any decision taken by any Principal Committee must be ratified at the first Executive Committee meeting that follows, as provided in article IX-4.

## **Article XII Chairmen of Principal Committees:**

1. A Chairman of a Principle Committee will be responsible for the organisation of his Committee and Commissions; Lead it in all its projects and preside over all meetings. He will also be the spokesman and represent his Committee at all meetings of the F.U.A.M. or otherwise.
2. A Chairman of a Principal Committee may delegate or co-opt any person or persons to carry out any function in relation to the Committee.

3. Nomination for any Officer intended to represent any one of the Principal Committees, must first be submitted to the Executive Committee for ratification prior to actual appointment. In the case that such an appointment involves a substantial amount of time and traveling, remuneration may be granted as will be decided by the Executive committee. Any financial agreements have to be accounted and audited by the Treasurer first. A budget for each Principal Committee must also be proposed so that after approval, these may be incorporated in the main F.U.A.M. budget. The duties of the O.C.C. officer would be to service all Recognised C.M.A.S./ F.U.A.M. schools as well as attract others, whilst projecting the best possible image of the F.U.A.M..

## **Article XIV Marketing Officer**

The Director of marketing will be responsible for:

- the planning and execution of a marketing programme
- the relations with sponsors
- the media and press coverage of all F.U.A.M. activities
- safeguard the emblem and marks of the C.M.A.S. and the F.U.A.M.
- presenting a budget for these activities, to be approved by the Executive Committee

## **Article XV Recognised F.U.A.M./C.M.A.S. Schools:**

1. Any organisation involved in recreational diving, may, subject to the provisions herein, enter into an agreement with the F.U.A.M. by and under which the organisation pledges to comply with and apply any and all rules, regulations and/or standards as may from time to time be adopted or promulgated by the F.U.A.M. or any of its commissions or committees insofar as such rules, regulations and/or standards relate or are relevant to the conduct, practice or procedures of recreational diving.

That an applicant organisation is otherwise part of, administered by, or a member of an organisation which is a "Member" of the F.U.A.M. does not prevent that organisation being admitted as a Recognised F.U.A.M./C.M.A.S. School.

2. The terms and conditions of any agreement made pursuant to the provisions of sub-section 1 above shall be determined from time to time by the Executive Committee.
3. All applications for Recognised C.M.A.S./ F.U.A.M. schools status shall be determined by the Executive Committee who, in the event of a query, may seek advice as to relevant matters from the Technical Committee or refer the matter to the General Assembly.
4. The Executive Committee or a general Assembly may terminate, either immediately or otherwise, any agreement creating a Recognised C.M.A.S./ F.U.A.M. school where there is established on the reasonable balance of probabilities that the Recognised C.M.A.S./

F.U.A.M. school has breached any term of the Recognised C.M.A.S./ F.U.A.M. schools agreement.

5. All of the conditions of this Article shall take precedence over any provision of Article XXIV, sub-clauses 2-3.

## **Article XVI Treasurer**

1. The Treasurer shall be responsible for the maintenance of correct accounts and books showing the financial affairs of the F.U.A.M..
2. The Treasurer shall, in conjunction with the Secretary General, be responsible for the preparation and regular submission of budgets in relation to the overall operations of the F.U.A.M..
3. The Treasurer shall be responsible for:
  - (a) Banking of all funds received by the F.U.A.M.
  - (b) Maintenance of business finance and accounting records.
  - (c) Registration and/or confirmation of authorized signatories with the bankers of the F.U.A.M. at the commencement of the term of office of any person so authorized to operate the F.U.A.M. banking or financial institution accounts.

## **Article XVII Finance:**

1. All financial matters shall be under the control of the Executive Committee.
2. Only persons so authorized by the Executive Committee may receive funds on behalf of the F.U.A.M..
3. All funds received pursuant to the provisions of paragraph 2 hereof shall be deposited in bank accounts held by and in the name of the F.U.A.M..
4. The Treasurer or the Secretary General shall submit a financial report in respect of the activities of the F.U.A.M. to the General Assembly and to meetings of the Executive Committee.
5. All cheques drawn on F.U.A.M. accounts shall ordinarily be signed by any two officers, these amongst the President, Secretary General and Treasurer.
6. All F.U.A.M. transactions shall be settled by Cheque.

7. Financial accounts submitted to a General Assembly for the purposes of reporting the financial situation of the F.U.A.M. must be subject to and validated by a prior independent audit.
8. For the purposes of acquiring any real property the Executive Committee may negotiate and enter into any arrangement to borrow or charge any asset of the F.U.A.M. whether existing or contemplated, as security subject to prior approval in principle for the acquisition and borrowings by a General Assembly vote.

## **Article XVIII Liability of Executive Committee**

1. If the Executive Committee as a whole, or any member as such, has paid or is liable to pay money for any act, default or omission of themselves or any other person, whether a member of the F.U.A.M. or not, where such person was acting as an agent of the F.U.A.M. at the material time, such money shall be refunded to him or them by the F.U.A.M. or paid by the F.U.A.M..

## **Article XIX Indemnity:**

1. In the event that for any reason any Office Bearer, the Executive Committee or member thereof, or any authorized person, is deemed or found to be liable as individuals, in lieu of the F.U.A.M., for a debt properly incurred by that person or any one or more of them and on behalf of the F.U.A.M., then all "Members" (excluding Honorary Members) shall collectively indemnify such person or persons.
2. Such debt or debts must however be incurred on behalf of the F.U.A.M. and acting within the constitutional power of office or in accordance with policy as determined from time to time by the F.U.A.M.
3. Any contract or agreement giving rise to such a debt shall be deemed to be made by such person or persons acting at that time as agent for all "Members" of the F.U.A.M. or the F.U.A.M.

## **Article XX Remuneration/Reimbursement of Office Bearers, Executive Committee and Committee Chairmen:**

1. As the F.U.A.M. is non-profit making organisation as per article V (k), all elected members of the General Assembly are to exercise their duties in a manner that will not involve any personal gains or profit. Any member of the Executive Committee may receive reimbursement for traveling or other legitimate out of pocket expenses or costs incurred in carrying out the functions or responsibilities of office.

## **Article XXI Applications for Membership and Admission:**

1. An application for membership and/or admission to the F.U.A.M. shall:
  - (a) Be forwarded in duplicate form
  - (b) Include a copy of the Statute, Constitution, Rules and Regulations and, if an incorporated body, the Articles and/or Memorandum of Association, and a copy of all formal and legal documentation or registration which may be issued or apply pursuant to any Act, Regulation, Article of Recognition, or acknowledgment to establish the existence and bonafides of the applicant
  - (c) Include clear documentary evidence of date of establishment or coming into operation
  - (d) Include a statement of the relevant activities conducted by the applicant as they apply to the satisfaction or compliance with the aims of this Statute
  - (e) Include a statement setting forth the historical development of the establishment and conduct of underwater activities including full details of any other organizations or the like, whether now existing or not, involved in such historical development
  - (f) Include full details of current membership and the nature and extent of such membership
  - (g) Include full names and addresses of all responsible authorized officers, representatives and members of the applicant
  - (h) Be executed by the authorized representative of the applicant
  - (i) Include payment of admission and membership fees as may be applicable from time to time
2. An application for membership and/or admission shall be determined by the Executive Committee at its sole discretion upon considering the application and making or causing to be made inquiries as it may deem necessary.
3. In approving an application for membership and/or admission the Executive Committee may, at its absolute discretion, apply or impose such conditions or limitations as are permitted under this statute as a condition of approval.
4. The rejection of any application by the Executive Committee pursuant to these provisions may be appealed by the applicant at the General Assembly meeting held immediately following the meeting of the Executive Committee at which the application was determined. The applicant shall lodge the appeal and grounds therefore in form and time as if it were a



notice given under the provisions of Article XXVII. The applicant may appear at the General Assembly meeting by representation or agent and speak on the application.

5. Where competing applications for membership and/or admission are received they are to be considered and determined by the Executive Committee at the same meeting. The Executive Committee, in determining the application and a General Assembly in dealing with an appeal against a decision of the Executive Committee shall take into account the following criteria (not necessarily in order of importance).

- (a) Seniority in terms of time of establishment
- (b) Membership and representation
- (c) Nature and extent of activities conducted and/or represented
- (d) Any other matter, considered relevant or applicable in the particular circumstances.

6. Where an organisation seeks, by its application, to be admitted to membership in place of (or, in the case of the Technical and Scientific Committees, in addition to) an organisation which is presently a “Member” or whose membership has lapsed for a period of less than one (1) year arising from non-compliance with any of the provisions of this statute, or which has had its membership suspended (other than removal), then such application may only be approved if the existing “Member” or lapsed or suspended “Member” does not object in writing with detailed reasons.

The lodging of an objection as provided herein shall not of itself necessarily be sufficient to deny the application, however in the exercise of its discretion in dealing with such application the Executive Committee and, where relevant, the General Assembly shall take into account the objection and the reasons therefore. The giving of consent by a “Member” does not remove the obligation of the Executive Committee and, where relevant, the General Assembly to apply some or all of the criteria for membership otherwise required pursuant to this statute.

7. Where an application for membership is finally rejected pursuant to provisions herein, the membership fee paid upon initial application, as stated in sub-clause (I) above, shall be refunded in full within thirty (30) days of final rejection.

## **Article XXII Obligations of Membership:**

1. In applying for and/or maintaining membership of the F.U.A.M., all members as stipulated in Art XXIII agree and acknowledge that one is bound to comply with the Statute, Rules, Regulations and By-laws as may apply from time to time.

## **Article XXIII Membership:**

1. Grades of Membership

The following grades of membership shall be and are provided within the F.U.A.M..

- (a) "Member"
- (b) "Associate Member"
- (c) "Honorary Member"
- (d) "Commission Member"
- (e) "Recognised F.U.A.M./C.M.A.S. schools"

**(a) "Member"**

All those who are affiliated to any Amateur Club intum affiliated to the Federation. Such Clubs must be teaching to C.M.A.S. standards as directed by the F.U.A.M. passport.

**(b) "Associate Member"**

i. Except as otherwise provided herein only organizations legally existing and recognised in the Maltese Islands as representing one or more aspects of or consistent with the Aims of the F.U.A.M. as set forth in Article V of this statute may be admitted and be "Associate Members" of the F.U.A.M..

ii. Organizations as contemplated in sub-section i above include Federations, Clubs or Associations, whether National or otherwise and Government or Semi Government authorities.

**(c) "Honorary Member"**

i. The grade of "Honorary Member" is limited to individuals only.

ii. Admission as an "Honorary Member" is limited to the provisions of this statute as provided in Article XXXV "The College of Elders".

iii. The grade of "Honorary Member" may be conferred for the life of the person so honoured.

iv. No fees, subscriptions or other levies or charges shall be payable to the F.U.A.M. by an "Honorary Member" either at or for the awarding of such honor or in continuation thereof.

**(d) "Commission Member"**

i. The grade of "Commission Member" may be an individual or an organisation as provided in Article XXIII A "Member", subject to compliance with the relevant provisions of the respective Commissions as provided in this statute.

ii. A "Commission Member" who is an individual must be and remain a member in good standing of a "Member" of the F.U.A.M. unless otherwise expressly approved by the Executive Committee.

iii. No fees, subscriptions or other levies or charges shall be payable directly to the F.U.A.M. by a "Commission Member" who is an individual by virtue of membership of a Commission.

**(e) "Recognised F.U.A.M./C.M.A.S. schools", As per article XV**

## Article XXIV Agreements with Non-Member Organizations:

1. Without limiting the power and authority of the Executive Committee or any Committee or Commission of the F.U.A.M. to enter into commercial or other arrangements or agreements within their jurisdiction as provided in this statute, subject to the approval of the Executive Committee, a Committee, Commission or the Executive Committee, on behalf of the F.U.A.M., may enter into standard form agreements with a defined class or classes of non-member organizations and for an express common purpose.
2. Where a non-member organisation with which an agreement, as provided in paragraph 1 above, is against the interests of any member of the F.U.A.M. the subject of the contemplated agreement may affect the rights and/or standing of such Member, then full details shall be provided to the Member by electronic or registered mail who may, within thirty (30) days
  - (a) agree to the proposed agreement without reservation
  - (b) agree to the proposed agreement with reservation
  - (c) disagree with the proposed agreement.
3. Where, pursuant to paragraph 2 above, a Member agrees with reservation, or disagrees, then, whether or not the contemplated agreement was initiated or negotiated by the Executive Committee of its own volition or by a Committee or Commission, the Executive Committee shall consider the reasons for reservation or disagreement and may, in its sole discretion,
  - (a) not enter into the agreement or instruct that the agreement not be entered into
  - (b) approve or enter into the agreement on terms and conditions which protect the standing and integrity of the Member by directing that such goods or services as are intended to be provided by F.U.A.M. under such agreement are not provided directly to the non-member organisation, but are directed through the Member organisation who may make with the non-member organisation such commercial or other arrangements as deemed appropriate and approved by the Executive Committee.
4. Such non-member organizations with which agreements as provided herein are made shall include "Organizations Covenanted to the F.U.A.M." (Recognised C.M.A.S/ F.U.A.M. Schools) as otherwise provided in Article XV of this statute.
5. Such agreements shall be entered into only if beneficial to the F.U.A.M., or any Member organisation.

## **Article XXV Membership Subscription, Fees, Payments and Penalties:**

1. Membership subscription or fees, as determined by the General Assembly from time to time, shall be paid annually for and by all categories of Membership as provided herein but excluding “Honorary Members” and “Commission Members”.
2. Unless otherwise specifically provided by resolution of the General Assembly, the last due date for payment of annual membership subscription or fees shall be the first week of December of each year.
3. Any member required, pursuant to this statute, to pay a subscription or fee and failing to do so by the due date for payment as provided herein, or to pay any other amount properly due and payable to the F.U.A.M., whether for goods, services, levies, penalties or any other matter or thing, by the date or period term relevant to such indebtedness, as established by the F.U.A.M. shall, so long as such indebtedness exists thereafter;
  - (a) be denied such general rights and benefits of membership as provided herein by this statute as determined by the Executive Committee at its absolute discretion.
  - (b) be denied any voting rights on any Committee, Commission, and/or any General Assembly. Where a Commission member is an individual, that person’s voting rights shall be denied so long as the “Member” of the F.U.A.M. as referred to in Article XIII is also denied voting rights.

In such circumstances the member shall not be in good standing as required elsewhere in this statute. Hence, if a member of a Committee or Commission whose club has not paid its membership fees, will lose the right to vote.

## **Article XXVI Resignation, Suspension, Removal of Membership**

1. Suspension or Removal of Membership

Notwithstanding the powers of the Executive Committee, as provided in Article IX, any Member of the F.U.A.M. may have its membership suspended or removed. Removal for non-payment of membership subscription, fees, or any other indebtedness may be made at the direction of the Executive Committee at its absolute discretion at any time after the expiration of thirty (30) days from the due date for payment.

Suspension or removal of membership may otherwise be made either by the Executive Committee or a General Assembly at their absolute discretion. In particular where the Member, by its action or inaction, fails to comply with the obligations of membership set forth in this statute, or acts in any way contrary to the best interests of the F.U.A.M.. This, after the Member has been given prior advise, 30 days before the date of the meeting

where such suspension/removal is to be discussed, via electronic or registered mail. Such a decision would require 2/3 majority of eligible votes at the meeting.

Notification of suspension or removal of membership must be made by electronic or registered mail, sent to the last known address of the member so suspended or removed.

A suspended member may only have suspension removed if, in addition to satisfying any other condition imposed, all financial obligations to the F.U.A.M., including membership fees or subscriptions, are paid.

Any member suspended or removed from membership by the Executive Committee may appeal such suspension or removal to the next General Assembly meeting after the occurrence. Notice of appeal must be lodged with the F.U.A.M. no later than thirty (30) days after notification or suspension or removal of membership and be made by electronic or registered mail.

No appeal may be made where removal of membership arises from failure to pay membership subscription or fees.

#### Resignation of Membership

Resignations of membership must be made in writing and forwarded to the F.U.A.M. by electronic or registered mail.

Resignation does not relieve any Member from liability to pay any indebtedness to the F.U.A.M. arising or occurring prior to the date of resignation.

### **Article XXVII General Assembly-Occurrence and Function:**

1. An informative General Assembly of the F.U.A.M. shall be held every January, with the Election of the new Committee every second year.
2. Notice of General Assembly meeting, as determined by the Executive Committee, shall be given in writing by electronic or registered mail by the Secretary General or President.
3. Such Notice of General Assembly meeting shall be given not less than thirty (30) days prior to the scheduled date of such meeting. Whilst a call for nominations and amendments, 60 days prior to such meeting.
4. Agendas including motions, nominations, or any other proposals or matters of business shall be circulated to members by electronic or registered mail not less than thirty (30) days prior to the scheduled date of the General Assembly meeting.
5. A "Quorum" at any General Assembly meeting shall be constituted by a voting power present at the meeting of not less than one half (to the nearest whole number) of all the

eligible voting “Members” of the F.U.A.M..

6. The General Assembly may, by resolution carried by not less than two thirds (2/3) (to the nearest whole number) of the votes cast at the meeting, waive, vary or otherwise change the requirements as set forth in paragraphs 4 hereof, to allow a specific matter or matters to be dealt with at that General Assembly meeting.
7. The General Assembly shall ordinarily, but not solely,
  - (a) receive, consider and, if necessary or appropriate, adopt or approve reports submitted by the President, Secretary General, Treasurer and, if separately, the Executive Committee.
  - (b) receive, consider and, if necessary or appropriate, adopt or approve the accounts of the F.U.A.M. for the period since the previous General Assembly meeting
  - (c) receive, consider and, if necessary or appropriate, adopt or approve proposals, recommendations or requests from the Principal Committees of the F.U.A.M.
  - (d) consider and determine any motions properly submitted pursuant to paragraph 4, hereof, subject to the proposer of such motion being either present or represented by a duly appointed delegate at the meeting.
  - (e) set the membership or affiliation fees to the F.U.A.M. for the forthcoming period or generally
  - (f) elect the members of the Executive Committee. (every second year)
  - (g) elect persons in the grade of “Honorary Member”
  - (h) deal with requirements and exercise all other powers as are otherwise provided in this Statute

## **Article XXVIII Admission to and Participation in General Assembly and Extraordinary General Assembly Meetings:**

1. Only members which have, at the time of commencement of a General Assembly or Extraordinary General Assembly meeting, satisfied all financial obligations and liabilities to the F.U.A.M., including payment of any penalties, fees or levies, and who have not otherwise been ruled or prohibited by failure to satisfy any relevant condition or requirement, as imposed by this statute or the Executive Committee, shall be permitted to attend and vote at any meeting of the General Assembly (as stated in Article XXV)

2. Those with the right to attend must be members of the following bodies:

The Executive Committee,  
Individual members of clubs affiliated to the F.U.A.M.,  
Honorary Members,  
Commission Members,  
Two (2) representatives from each recognised Associate Member,  
Two Directors from each Recognised C.M.A.S./ F.U.A.M. School.

3. In the absence of a “Quorum” (as per Article XXVII clause 5) at or during any meeting of the General Assembly or at an Extraordinary General Assembly such meeting shall be adjourned or re-scheduled. The members present at the next meeting shall constitute a quorum.
4. Save as otherwise provided in this statute, a simple majority of the votes cast (to the nearest whole number) shall determine the result.

### **Article XXIX Extraordinary General Assembly:**

1. A General Assembly meeting for the express purpose of dealing with proposed alterations to the Statutes as provided in Article VIII may be convened by resolution of the Executive Committee or at the written request of not less than one third (to the nearest whole number) of the “Members” being in good standing with the F.U.A.M. at the time.
2. Such General Assembly shall be known as an Extraordinary General Assembly.
3. For the purposes of an Extraordinary General Assembly, a “Quorum” shall be constituted by a voting power present at the meeting of not less than 50% of all the eligible members with the right to vote.

### **Article XXX Elections:**

1. Elections of the Executive Committee, shall be held at and by the General Assembly every two years
2. The General Assembly shall elect seven Executive Committee Members.  
These seven members, shall first nominate a temporary secretary who will then within fifteen (15) days of this Election convene a meeting, during which they shall elect from amongst themselves the following Officers:  
President, Secretary General, Treasurer, Marketing Officer, Technical Committee Chairman, Scientific Committee Chairman and Sporting Committee Chairman.  
A Vice President shall be elected from amongst the three Chairmen of the Principal Committees.

3. Nominations for members of the Executive Committee must be made by a “Member” of the F.U.A.M.
4. Nominations are to be made in writing and forwarded to the Office of the F.U.A.M. by electronic or registered mail to arrive not later than fifteen (15) days prior to the date of the relevant General Assembly meeting.
5. Nominations may include a resume or statement of the relevant experience, qualification or suitability of the nominee for any particular position.
6. Persons who are not of Maltese Nationality and/or have any commercial interests or relationships, up to the third degree, in any commercial outlet, which is in any way connected to any activities envisaged by this statute, may not be appointed to the posts of President, General Secretary, or Treasurer.
7. All nominations received shall be circulated to “Members” of the F.U.A.M. by electronic or registered mail not less than ten (10) days prior to the date of the General Assembly meeting at which voting will occur.
8. The Chairperson of the GA may open the floor for nominations of candidates, (who must still comply with the stipulated criteria), for the Executive Committee, only and if there are not enough nominations as stipulated by the Statute.
9. A person may be elected as provided in sub-clauses 1 to 8 hereof in absentia at the meeting at which such elections are held, as long as a letter of confirmation of acceptance of such candidature is presented by those nominating him.

### **Article XXXI Meeting of Principal Committees:**

1. Each Committee shall hold a meeting at least forty days (40) before the General Assembly meetings.
2. A Committee may also meet at other times as determined by the Chairman of the Committee
3. At the mandatory meeting as referred to in paragraph 1 hereof, the following shall occur
  - (a) the Committee shall prepare and/or endorse a report on the Committee’s activities for presentation to the General Assembly
  - (b) the Committee shall propose to the General Assembly any rules, regulations, by-laws, proposals or motions pursuant to any requirement of the Statute or for the proper conduct of the activities or jurisdiction of the Committee



- (c) nominate persons to fill any other positions deemed necessary for the proper conduct of the affairs of the Committee, including, if deemed necessary and appropriate, one or more Vice Chairmen and a Secretary.

### **Article XXXII Rules, Regulations and By-laws:**

1. The Executive Committee/General Assembly or the Technical, Scientific or Sporting Committees, may, from time to time, make and promulgate Rules, Regulations and By-laws for the administration and proper conduct of the F.U.A.M. and/or the particular areas of sport or underwater activity for and over which they have responsibility and control.
2. Where a rule, regulation or by-law is made by a Principal Committee of the F.U.A.M., prior to coming into force and being promulgated, such rule, regulation or by-law must first be approved by the Executive Committee or a General Assembly.
3. Any Rule, Regulation or By-law so made and promulgated is binding upon all Members of the F.U.A.M. in accordance with the provisions of this statute.
4. Such Rules, Regulations and By-laws shall include any determination of the Executive Committee or General Assembly as to the amount of subscription, fees, levies or charges payable from time to time, including, but not restricted to, penalties for late payment.

### **Article XXXIII Resignation and/or Relinquishing of Office:**

1. Any member of the Executive Committee, or Chairman of any Commission, relinquishing office or resigning between meetings of the General Assembly shall forward notice in writing to the Secretary General via electronic or registered mail.
2. The Executive Board may appoint a person to fill any position left vacant by resignation or inability to act until such time as the position is filled at the next General Assembly or longer if not so filled.
3. Any person so resigning or relinquishing office shall cause to be delivered to the headquarters of the F.U.A.M., within thirty (30) days all records, reports, documents, property, correspondence and any other item or thing in which the F.U.A.M. has a proprietary interest.

### **Article XXXIV The Honorary President and Honorary Vice President:**

1. A General Assembly may confer, by resolution, the title of "Honorary President" or "Honorary Vice President" upon any person in recognition of significant contribution to the

F.U.A.M., or to the Charter or any of the Aims or Objectives of the F.U.A.M..

2. There shall not be more than one person holding the title of “Honorary President” or “Honorary Vice President” at any one time.
3. Save as otherwise provided herein, the rights and benefits of the Honorary President and Honorary Vice President shall be those as apply to the grade of “Honorary Member”.
4. The “Honorary President” and “Honorary Vice President” may attend, unless otherwise qualified, ex officio and without voting powers any meeting of the F.U.A.M.

### **Article XXXV College of Elders:**

1. The College of Elders shall comprise those persons who
  - (a) are “Honorary Members” of the F.U.A.M. as provided in Article XXIII
  - (b) have been at any time a member of the Executive Committee of the F.U.A.M..
2. Where there is at any time a person holding the title of “Honorary President” as provided in this statute, and that person satisfies the requirements of paragraph 1(b) hereof, then that person shall be the Chairman of the “College of Elders” for the purposes of any meeting or activity of the College.
3. Where, at any time, there is no person satisfying the conditions of paragraph 2 hereof, then the members of the College shall elect one of their number to act as Chairman for the purposes of any meeting or activity of the College.
4. The College of Elders shall, by request made by resolution of a General Assembly, Extraordinary General Assembly, the Executive Committee, or the President or the Secretary General for the time being at their sole discretion, consider any matter or matters so referred by such resolution or request and express an opinion thereto.
5. Any opinion expressed as provided in paragraph 4 hereof shall be considered by the person or entity making such request and taken into account in determining or resolving any issue related thereto.
6. Any “Member” of the F.U.A.M. may call for the tabling at a meeting of the General Assembly of any opinion expressed by the “College of Elders”.
7. Unless otherwise qualified, any member of the College may attend, in an ex officio capacity and without voting power, any meeting of the General Assembly, Executive Committee, Committee or Commission and may address such meeting with the permission of the Chairman.

## **Article XXXVI Medical Commission:**

1. The Medical Commission" shall consist of not less than three persons, one of whom shall be the Chairman.
2. The Chairman and other members of the Medical Commission shall be appointed by the Executive Committee at the first meeting of the Committee, following a General Assembly.
3. The Medical Commission shall report, recommend or advise, whether on its own volition or upon request or reference by any "Member", a General Assembly, the Executive Committee, or any Committee or Commission of the F.U.A.M., upon any matter related to or in connection with medical, specialist physiological or psychological aspects of underwater activities including, particularly, the prevention of disease or injury.
4. The Executive Committee and any Commission or Committee shall be bound to take into account and, where appropriate, to act upon any recommendation of the Medical Commission as contemplated in paragraph 3 hereof.

## **Article XXXVII Legal Commission:**

1. The Legal Commission shall consist of a Chairman and two other members.
2. If possible, no two members of the Commission shall appertain to the same Body affiliated to the F.U.A.M.
3. The members of the Legal Commission shall be appointed by the Executive Committee at the first meeting following a General Assembly.
4. The Legal Commission shall:
  - (a) be consulted for the interpretation of the Statutes, Rules, Regulations and By-laws
  - (b) recommend on the interpretation of the Statutes, Rules, Regulations or By-laws upon request by the Executive Committee, General Assembly or Extraordinary General Assembly, any Committee or Commission, or any Member or Commission Member, or by the Legal Commission of its own volition
  - (c) advise, at the request of the Executive Committee, in respect of any contract, agreement or other legal arrangement entered into, or intended to be entered into by the F.U.A.M., whether through a Commission or Committee or otherwise
  - (d) deal with disputes as otherwise provided in this statute

5. Any proposed changes to the Statutes as provided in Article VIII must, prior to being submitted for final determination as provided therein, be first reviewed by the Legal Commission and an opinion as to the legal affect of such proposed change(s) be provided by the Legal Commission and considered at the time of determining such proposal.
6. The Legal Commission shall deal and attempt to settle or otherwise determine disputes as contemplated in Article XL-clause 1.

### **Article XXXVIII Employment of Staff:**

1. Upon recommendation or determination of the Executive Committee, staff may be employed on a full or part time basis to assist the Executive Committee in carrying out any function or responsibility related to the F.U.A.M..
2. Conditions of employment and payment and any and all other matters in respect of such employment shall be decided solely by the Executive Committee in their absolute discretion.

### **Article XXXIL Appointment of Internal Reviewers:**

1. The accounts of the F.U.A.M. shall be audited at the closing of the books of account for the period immediately preceding a General Assembly such that the audited accounts may be presented to that meeting of the General Assembly.
2. The Executive Committee shall, at a meeting of the Committee held prior to the closing date of the books of account as referred in paragraph 1 hereof, appoint as internal reviewer any person of suitable qualifications.
3. Notwithstanding the provisions of paragraphs 1 and 2 above, the Executive Committee may, at their sole discretion, order an audit of any or all accounts of aspects of the activities of the F.U.A.M. at any time and appoint an external auditor or auditors to carry out such function.
4. The rights and powers of internal reviewers and external auditors appointed to call for, peruse, investigate or question any member of the Executive Committee, Committee or Commission, or any employee or appointee, or any document, record, account or activity in pursuance of any audit shall be unlimited.

### **Article XL Disputes:**

1. Any dispute or difference arising as between the F.U.A.M. and any "Member" or "Commission Member", or "Non-Member Organizations", or as between "Members" and other "Members" or "Commission Members" and other "Commission Members" and relating to or in connection with the F.U.A.M., shall be referred to a member of the "Legal

Commission”, other than the President, who shall attempt to settle such dispute by mediation or conciliation between the disputing parties.

2. In the event of any dispute or difference whatsoever arising between or in connection with the F.U.A.M. and any current “Member” or “Commission Member” or “Non Member Organizations” and involving any commercial transaction not otherwise settled as provided in paragraph 1 hereof, then such dispute or difference shall be referred for determination to an Arbitral Tribunal consisting of the President for the time being of the Legal Commission and conducted under the provisions and subject to the UNCITRAL Arbitration Rules adopted April 1976. The substantive law to be applied shall be the law of Malta and the situs shall be in Malta, unless otherwise determined by the Arbitral tribunal.
3. In the event of any dispute or difference whatsoever arising between or in connection with the F.U.A.M. and/or any “Member” or “Members” or “Commission Members” or “Members” which involves other than a commercial transaction as contemplated in sub-clause 2 above then such dispute or difference shall be finally and irrevocably settled by the Chairman of the Legal Commission in accordance with processes and procedures determined or adopted by the Chairman in his sole discretion subject only to requirements of procedural fairness.
4. In the event of any dispute or difference whatsoever arising between the F.U.A.M. and any Member or Commission Member, whether current or past, (not otherwise settled or determined as provided in sub-clauses 1 & 2 hereof) which is referred to curial proceedings, the Courts of competent jurisdiction shall be the Courts of Maltese Islands, as provided in Article VI of this statute.

## **Article XLI Dissolution or Winding up:**

1. The F.U.A.M. may be wound up or dissolved by resolution of an Extraordinary General Assembly meeting called specifically for such purpose.
2. Such resolution to be effective must be carried by two-thirds (2/3) (to the nearest whole vote) of all eligible votes as defined in Article XXIX of this statute.
3. Within fourteen (14) days of the passing of a resolution for winding up the President and the Secretary General shall appoint a liquidator to deal with all assets, liabilities or any other matter or thing relevant to the winding up.
4. In the event that after realization of all assets of the F.U.A.M. and satisfaction of all liabilities there remains any asset, whether in the form of funds or otherwise, then such asset shall be donated or distributed to non-profit organisations, which have, in the sole discretion of the President and Secretary General (as they were prior to dissolution), aims and objectives, whether in whole or in part, similar to the aims and objectives of the F.U.A.M.

5. No part of the income, capital or property is or shall be made available directly or indirectly to any individual promoter, founder, member, administrator, donor or any other private interest.
  6. No remuneration, except by way of remuneration as stipulated in Article XX (1) shall be paid to any member of the Executive Committee in respect of their office.
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