

SeaDevil Divers Chapter Charter

Preamble

SeaDevil Divers International seeks to develop a world wide diving community that promotes an interest in the ocean realm and participation in scuba diving and snorkeling. We strive to engender in the public and our fellow divers a deep concern for all living things and the stewardship for the aquatic resources on which all life depends. We seek to develop Chapters that will reach out to the public; make scuba diving and snorkeling more visible and accessible; educate the public and divers about all aspects of the environment, and, support its members by creating a sense of community, providing ongoing education, promoting diver safety, encouraging conservation and stewardship of our aquatic resources.

Article I - Purpose

The purpose of a SeaDevil Divers Chapter is to promote the love of diving and our aquatic world and provide a social environment where divers, snorkelers and all interested individuals can meet to further their interest in the aquatic environment and create opportunities among themselves to enjoy that aquatic environment.

Article II – Sponsoring Facility

The Chapter must be sponsored by a full service, fully accredited, scuba retail facility as generally defined by Dive Equipment and Marketing Association (DEMA). Notwithstanding any definition by DEMA, the initial and ongoing acceptability of this Sponsoring Facility shall be in the sole discretion of SeaDevil Divers International. The Sponsoring Facility shall make application to SeaDevil Divers International to establish a chapter and shall covenant that the chapter shall be operated in accordance with this Charter and such standards and guidelines as established by SeaDevil Divers International. The Sponsoring Facility shall designate the Executive Director of the Chapter to facilitate that end.

Article III – Affiliation

SeaDevil Divers International is the governing body for all SeaDevil Divers Chapters. Each Chapter is a separate and independent entity providing services to its members. The name, SeaDevil Divers, and all SeaDevil logos, slogans and markings of every kind are the sole property of SeaDevil Divers International and said property are licensed to the Chapter or Sponsoring Facility while the Chapter is in compliance with this Charter as determined by SeaDevil Divers International. Should SeaDevil Divers International, at any time and at its sole discretion, determine that the Chapter is not operating in compliance with this Charter or if the Sponsoring Facility withdraws its sponsorship, SeaDevil Divers International may rescind the Chapter's recognition and the license to use said name, logos, slogans and markings shall terminate.

Article IV – Activities

The Chapter shall develop social and community events and special activities intended to foster and promote diving and the aquatic world. There shall be periodic, preferably monthly, General Member meetings providing an opportunity for members to share information and to receive information from the Board of the Chapter and from various speakers.

Article V – Membership & Dues

Section 1: General Members

Anyone who professes an interest in diving, agrees to uphold this Charter and registers to be on the communications list shall be a General Member and shall be entitled to participate in any and all activities not specifically reserved to Charter Sponsors. There shall be no dues assessed upon General Members.

Section 2: Charter Sponsors

A Charter Sponsor shall be a General Member who elects to pay dues to support the activities and philanthropic purpose of the SeaDevil Divers International and the Chapter. Only Charter Sponsors shall be eligible to serve on the Board and hold Board office and Committee Chairmanships. Charter Sponsors shall be recognized by a Charter Sponsor Card to be issued by SeaDevil Divers International and shall receive such benefits as the Chapter and SeaDevil Divers International may extend. Dues assessed to Charter Sponsors shall be paid to the Chapter of which a portion is to be remitted to SeaDevil Divers International.

Article VI – Chapter Leadership

Section 1: Executive Director

The primary operational responsibility of the Chapter is vested in the Executive Director. The Executive Director shall assure that the activities of the Chapter shall be in compliance with the standards of the Sponsoring Facility and those of SeaDevil Divers International. The Executive Director shall act to safeguard chapter assets and finances, facilitate all financial transactions as directed by the Board, and account for same to the Treasurer, the Board of Directors and the Sponsoring Facility. The Executive Director shall be a member of the Finance Committee and shall chair the Sponsorship and Nominations Committee.

Section 2: Board of Directors

The Board of Directors, the “Board”, is the principle governing body of the Chapter. It assesses the needs of the community and membership, uses its cumulative energies and creativity to develop activities and events, and generally is responsible to carry on and direct all activities of the Chapter. The Board shall consist of a minimum of six Charter Sponsor members and the Executive Director for a total of no fewer than seven members.

Section 3: Officers of the Board

The Board of Directors shall have a minimum of four officers: Chairman, Vice Chairman, Secretary and Treasurer.

Section 3(a): Chairman of the Board - The Chairman shall preside over all meetings of the Board and of the General Members. The Chairman shall establish such committees as the Board deems necessary and appoint all committee chairmen except as otherwise indicated in this Charter or in the Chapter Bylaws as may be adopted.

Section 3(b): Vice Chairman - The Vice Chairman shall assist the Chairman in presiding over all meetings of the Board and of the General Members and shall preside in the absence of the Chairman.

Section 3(c): Secretary - The Secretary shall see that all meetings of the Board are duly recorded and that the minutes of said meeting and those of the committees of the Board become part of the permanent records of the Chapter. The secretary shall provide notice of the regular and Special meetings of the membership and the Board.

Section 3(d): Treasurer - The Treasurer shall be the Chairman of the Finance Committee and shall with the committee review chapter financial statements as provided

by the Executive Director who shall be a member of the Finance Committee. The Treasurer shall issue a complete report to the Board on at least a quarterly basis.

Section 4: Committees of the Board

Section 4(a): Finance Committee - The Committee is charged with reviewing statements of all past transactions, developing budgets and advising the Board with respect to all financial matters. The Executive Director shall be a member of the Finance Committee.

Section 4(b): Communications Committee - The Communications Committee shall work with all other committees of the Board and the Board to provide communications with the public and with the membership.

Section 4(c): Programs Committee - The Programs Committee shall be responsible to recruit speakers to meetings and to create other programs to assure that the diverse interests of the membership are being served.

Section 4(d): Sponsorship & Nominations Committee - The Executive Director shall chair the Sponsorship & Nominations Committee and the Chairman shall be a member of the committee. The purpose of the committee is (a) foster communications and cooperation between the Chapter and the Sponsoring Facility, (b) to encourage General Members to become Charter Sponsors and to serve in the leadership of the Chapter, and (c) to assure that there is a minimum of seven members of the Board inclusive of the Executive Director. The Committee shall nominate candidates to the Board and in the absence of a Board; the Committee shall appoint the Board.

Article VII – Non-Commercial Purpose

In keeping with the chapter philanthropic purpose, the chapter shall not manufacture any commercial product of any kind in competition with commercial providers; be it training, travel, equipment sales, rentals or leasing. Nor shall any member be permitted to promote him or herself as the exclusive or a preferred provider of any product or service by virtue of their participation in the Chapter. No member shall be given the opportunity to promote his or her services to any greater extent than every other member.

Article VIII – Bylaws

The Chapter may enact and amend bylaws to assist in defining the operations of the Chapter; however, such bylaws shall not supersede, countermand or replace any part of this Charter. Prior to their adoption, the bylaws or any amendment thereto must be submitted to and approved by the Sponsoring Facility. Once adopted, a copy of the bylaws shall be placed in the permanent written records of the Chapter, copies of the bylaws shall be made available to all members and a copy sent to SeaDevil Divers International.

Article IX – Amendments

SeaDevil Divers International shall have the sole right to amend this Charter and it may do so at any time without prior notice.

Article X – Disbursement of Funds on Dissolution

Upon dissolution of the Chapter and after all Chapter expenses shall be paid, any remaining assets shall be directed to a legally qualified charity that shall be selected by the Executive Director or in his absence by SeaDevil Divers International.

Article XI – Disclaimer

While the Chapter may be affiliated with SeaDevil Divers International, it remains a separate, independent entity responsible for its own actions. All Chapter members and their guests participate of a voluntary basis and at their own risk with respect to any and all Chapter sponsored activities. The Chapter, the Sponsoring Facility and SeaDevil Divers International, their subsidiaries, directors, officers, employees, and all parties connected therewith shall be released and held harmless by the member or guest for any injury or loss to the member or guest or to his or her property that may result from participation in Chapter activities. This means that each member and their guests have no grounds for legal action against the Chapter, Sponsoring Facility, or SeaDevil Divers International, their subsidiaries, directors, officers, employees or any parties connected therewith for any injury to their person or property.

Article XII – Conflict With National, State Or Local Laws

Should any part of this Charter be rendered invalid for any reason whatsoever under any national, state or local laws having jurisdiction over the subject matter of this Charter, then that part shall be considered deleted from the Charter and the rest of the Charter shall remain valid. Should SeaDevil Divers become aware of any such conflicts with local laws, SeaDevil Divers shall have the right to review and amend this charter as required.

Article XIII – Operating Policies

Section 1 – Standards and Guidelines

SeaDevil Divers International shall provide Standards and Guidelines intended to enhance the benefits of membership, secure the interest of all parties to this Charter and to provide for the safety of chapter activities and otherwise promote smoother chapter operations. Such Standards and Guidelines as provided from SeaDevil Divers International shall become a part of the Charter with out prior notice to the Chapter.

This Charter is hereby adopted by the leadership of the Chapter by the Sponsoring Facility and initial Officers of the Board of Directors as evidenced by their signatures below.

Signed at _____, and dated the ____ day of _____, 20 ____.

Officers of the Chapter Board of Directors:

Chairman: _____ Vice Chairman: _____

Secretary: _____ Treasurer: _____

Sponsoring Facility: _____

By: _____

Name: _____ Title _____