



THE WHALERS DIVE CLUB, INC.

BY-LAWS

Founded 1963

Incorporated September 25, 2007

ARTICLE I

Name

- Section 1. The name of this California Corporation shall be THE WHALERS DIVE CLUB INC referred to as THE CLUB.

ARTICLE II

Purpose

- Section 1. To study and aid in the conservation of the ocean and marine life.
- Section 2. To inform the membership on matters related to SCUBA diving training, safety, equipment, health, travel, facilities, services and accessibility.
- Section 3. To promote good citizenship and fellowship among its members through organized SCUBA diving and related activities.

ARTICLE III

Directors and Officers

- Section 1. The number of Directors shall be a minimum of five and a maximum of eleven.
- Section 2. The Directors shall be elected by the membership in the general meeting annually. The Directors elect the officers at their board meeting.
- Section 3. The Board of Directors shall elect Officers. These Officers shall be President, Secretary and Treasurer. The President may appoint one or more Vice Presidents.
- Section 4. The Officers shall have defined duties.
- A. The President
 1. Shall preside at all meetings.
 2. Shall have the authority to call special meetings
 3. Shall appoint committee chairs at any time.
 4. Shall Have the authority to appoint Directors to fill vacancies
 - B. The Vice President
 1. Shall preside at and conduct all official club meetings in the event of the absence of the club President.
 2. Shall preside at THE CLUB functions in the event of the absence of the president.
 - C. The Secretary
 1. Shall keep minutes of all official board meetings and record such.
 2. Shall keep an attendance record of all board meetings.
 3. Shall process and distribute all correspondence.
 4. Shall keep a copy of all official documents of THE CLUB.
 - D. The Treasurer
 1. Shall maintain and keep a record of THE CLUB funds.
 2. Shall report at each board meeting.

Section 5. The President shall appoint the following Directors as Committee Chairs.

- A. The Program Chair shall coordinate programs and presentations with our stated purpose (see ARTICLE II, Sections 1,2 and3)
- B. The Dive Coordinator
 - 1. Shall coordinate all dives.
 - 2. Shall supervise collection of all monies for dive trips.
 - 3. Shall set prices with Board approval.
- C. The Membership Chair
 - 1. Shall keep an attendance of all monthly club meetings.
 - 2. Shall meet and introduce guests and new divers at meetings and dives.
 - 3. Shall recruit new members for THE CLUB.
 - 4. Shall see that all members receive a copy of the bylaws.
 - 5. Shall maintain and keep a copy of THE CLUB roster.
- D. The Editor
 - 1. Shall edit the THE CLUB newsletter.
 - 2. Shall process the THE CLUB newsletter.
 - 3. Shall distribute the THE CLUB newsletter.

ARTICLE IV

Fiscal Year and Dues

Section 1. The fiscal year shall begin on the first of January and end on the thirty-first of December.

ARTICLE V

Meetings

Section 1. THE CLUB shall meet at least once a month.

Section 2. The Board shall meet at least once a month.

ARTICLE VI

Elections

Section 1. The President shall preside during the nominations of the new Board Members for the coming term of office.

Section 2. Any member may nominate a candidate for the Board by presenting the name to the Nominating Committee.

Section 3. The Nominating Committee shall present the slate of candidates to the members at least thirty days in advance of the vote.

Section 4. A majority of members present shall elect the Directors.

Section 5. The candidates receiving the most votes shall be elected to the Board.

Section 6. The term of office shall be for one year.

Section 7. The general membership shall be notified thirty days in advance of all club elections.

Section 8. Board elections are to be held in November.

Section 9. The Board members will serve concurrent with the fiscal year.

ARTICLE VII

Membership

Section 1. Types of membership.

- A. An applicant for membership must be a diver certified by any internationally recognized agency.
- B. Family membership shall be offered to members living in the same household and address where a certified diver member lives.
- C. An applicant shall submit a completed application to the membership officer. Upon approval by the Board and receipt of payment of dues the applicant will be accepted.

ARTICLE VIII

Standing Committees

Section 1. THE CLUB shall have standing committees.

- A. The Environmental Committee shall coordinate the Adopt-A-Beach program and other environmental related projects.
- B. The Auditing Committee of two members shall audit the Treasurer's books not later than January and report by the February meeting.

- C. The Activities Committee shall coordinate activities such as kayaking, camping, travel, etc.
- D. The Nominating Committee shall coordinate nominations for directors and shall consist of at least three members.

ARTICLE IX

Amendment Procedures

- Section 1. The By-Laws may be amended at any regular meeting of THE CLUB, notice of the proposed amendment having been published thirty days prior to the vote. A two-thirds vote of members voting shall be necessary for their adoption.
- Section 2. A quorum of twenty-five percent of members in good standing must be present at the meeting during which the vote is taken on the proposed amendment(s).
- Section 3. Members may be provided the opportunity to vote in person or by mail-in ballot.

