

Attachments for application form 1023.

Part II	2
Line 1, Articles of Incorporation (see attached)	2
Line 5, Signed By-laws (see attached).....	2
Part IV	2
Narrative Description of Activities.....	2
Part V	6
Line 1(a).....	6
Line (b).....	6
Line (c).....	6
Line 3(a).....	6
Line 4(a):.....	7
Line 4(b):	7
Line 4(c).....	8
Line 4(d).....	8
Line 4(e).....	8
Line 4(f)	8
Line 5(a).....	8
Part VI.....	9
Line 1(a) and (b)	9
Part VIII	9
Line 4(a).....	9
Line 4(d).....	10
Line 10	10
Schedule H.....	10
Line 1 (a) & (b).....	10
Line 1 (c).....	10
Line 1 (d).....	10
Line 1 (e) & (f).....	10
Line 3 & 4 (a).....	11
Line 4 (b).....	11
Line 4 (c).....	11
Line 4 (d).....	11
Line 5	11
Line 6	11
Part IX.....	12
A. Line 9	12
A. Line 23	12

The Society for Ocean Sciences
10142 Shelldrake Cir, Damascus MD 20872
EIN: 26-1716634

Part II

Line 1, Articles of Incorporation (see attached)

Line 5, Signed By-laws (see attached)

Part IV

Narrative Description of Activities

The Society for Ocean Sciences, Inc. (hereafter referred to as “The Society”) was incorporated on January 10, 2008 with the exclusive intent of serving as an educational, scientific and charitable organization. Our activities will be limited in scope to only those endeavors that are consistent with these not-for-profit purposes as described in section 501 (c) for non-for-profit organizations.

The primary mission of The Society is to educate the public and youth of the delicate relationship between humans and the world's oceans. The Society aims to instill a higher understanding of the current issues affecting our oceans and marine resources. To achieve our mission we will target specific groups of people such as students, teachers, divers and aquarists. While we plan to initiate our efforts in the greater Washington area, as The Society grows, we will expand our activities to reach people where necessary. Currently, The Society plans to engage in three major areas: **education** (with two distinct efforts, formal and informal education initiatives), **research** and **conservation**.

At the present time our board of directors consists of only two members. This is the minimum number required for incorporation in the state of Maryland. However, we plan to amend our bylaws to increase the number of directors so that we can obtain representation from several critical constituencies such as, K-12 and college educators, marine scientists, resource managers, and representatives of the recreational SCUBA and aquarist industries.

With regard to funding our activities, the executive council and board of directors will solicit contributions for specific projects as the need arises in keeping with our stated tax-exempt purposes. We will also engage in ongoing fundraising efforts to support ongoing projects and needs.

We are currently registered and organized as a non-profit corporation in the state of Maryland and thus, will limit our solicitation activities to Maryland at the present time.

The Society for Ocean Sciences
10142 Shelldrake Cir, Damascus MD 20872
EIN: 26-1716634

The potential for support from individuals in the form of online donations is national in scope, and we intend to solicit donations via the internet website (www.sosoceans.org). Our website will encourage readers to become monthly supporters. However, one-time donations will also be encouraged.

We have received no financial support to date. However, in the future, we will fund our activities through online solicitation, participant fees incurred from The Society's activities, contributions from foundations and grants. In the event a special need arises in line with our organizational purposes, we plan to solicit and fund our activities through email, mail, and by phone where lawful.

Specifically, in regards to our **educational purpose**, a majority (roughly 60%) of our activities will be consistent with this purpose and intent. Staff members of this organization will engage in fundraising and volunteer efforts to support the mission and goals of The Society.

Formal education initiatives:

The Society will provide ways to promote experiential learning about marine organisms and marine environments for students in their classrooms via teacher training. By providing educator workshops in the lab or field, locally or abroad, this will allow educators to take their experiences into their classrooms. The Society's staff will provide expertise during field trips for teachers. In addition, The Society will provide web-based teaching resources via links from our website (www.sosoceans.org) for example, downloadable material to be used in laboratory activities which can be incorporated into the curriculum.

In the future, The Society's staff members will attend professional meetings and present material pertinent to our purpose. This may take the form of presentations at educational conferences, where we may present teaching methods or curricular assessment of classroom methods.

The Society will aid in curriculum enhancement for high school teachers by developing lab activities that include the use of live organisms. We plan to create a lending library of organisms to be used in touch tanks that educational facilities can borrow and use as teaching aids in their classrooms. Similarly, we will act as a liaison between the hobbyist industry and science educators to bring live organisms into the classroom. Further, we will support teachers and students in classroom aquaculture projects.

The Society will work directly with students, by providing classroom experiences for schools and colleges in the form of simple experiments, touch tank experiences and marine science assemblies. The Society's staff members will visit classrooms to provide pre/post trip lectures and incorporate activities for students. Such activities may include local, regional and international field experiences. Where appropriate, The Society will arrange or in the future provide SCUBA training as a part of the pre-fieldtrip program.

The Society for Ocean Sciences
10142 Shelldrake Cir, Damascus MD 20872
EIN: 26-1716634

The Society's staff will act as facilitators during field trips, and act as resource professionals on trips, for example, as naturalists and/or guides.

Informal education initiatives:

We will provide ways of promoting experiential learning about marine organisms and marine environments for the general public and our youth. The Society will organize and facilitate land-based or ship-based eco-tours. In addition, local events such as day camps will be organized where young people can learn about current conservation issues and environmental problems. For people of all ages interested in travel and education, The Society will organize and facilitate learning adventures to coastal environments. These trips will be organized with other non-profit organizations where participants will use the facilities of local laboratories and lodgings, for example, The Gerace Research Center in San Salvador, Bahamas. Other informal education initiatives will include public workshops and seminars. These events will target issues pertinent to our primary mission, for example, presentations which will raise awareness of the impacts on coastal oceans, regionally and globally.

In addition to the educational activities already mentioned, we believe and would like to highlight how our organizational activities serve purposes that are beneficial to the public interest at large:

1. Our educational activities will enrich the lives of the public and make them more thoughtful consumers of marine resources.
2. Our fundraising efforts that support the continuation of The Society will enable and enhance the advancement of education and science by providing events for youth from across the country to experience the natural beauty of the oceans and environment. In an even more tangible way, our fundraising efforts will encourage, support, and assist teachers to educate the youth attending events such as day camps in the principles of environmental ethics, outdoor skills, strong character, and leadership.
3. We believe that The Society will raise awareness and support teachers in ways that will contribute to the public interest by lessening the burdens on government. By supporting an organization that promotes stewardship of marine ecosystems, we will lessen the burdens of and support the mission of the National Oceanic and Atmospheric Administration.
4. The United States is currently and chronically experiencing a shortage of qualified scientists for both governmental and private sector employment. We believe that our mission as expressed by our activities will act as a spring-board and spark an interest among our youth in becoming scientists and teachers in the future.

The Society anticipates instances in the future where it will pay contributions to other non-profit organizations for designated projects and purposes limited in scope by the purposes stated in our articles of incorporation. Given the nature of this relationship with other non-profits, The Society will designate the use of contributions by a Distribution Committee (see article 5, section 2 of the bylaws) which will be composed of designated

The Society for Ocean Sciences
10142 Shelldrake Cir, Damascus MD 20872
EIN: 26-1716634

members of the board appointed by the president. The committee's job will be to oversee and ensure the proper distribution of funds to specified projects.

Through financial support, we will acquire and fund the personnel to carry out these activities. We will also actively seek out other educational needs of The Society staff, provide support and encourage relevant programs/lectures as the need arises.

Another example of our educational activity involves our role in bringing together like-minded people for a common cause. We plan to form a network where various groups may come together and provide insight in ways which will further our mission.

In regards to our role in **research activities** (roughly 20%), The Society plans to engage in direct volunteer efforts locally and/or abroad, which will provide service-learning and research experiences for students and adult participants at on-site facilities. The Society will organize research-based events in collaboration with governments locally and abroad. In addition, The Society plans to carry out community-based research. For example, we will work with local communities to conduct fish stock assessments, collect data to assess the benefits of Marine Protected Areas and conduct Rapid Monitoring Assessments of selected marine habitats.

The Society plans to inform members of the public on ways they can volunteer their time to The Society during organized events such as fish stock assessments. We will do this primarily through our organization's online newsletter that will be maintained by our secretary.

In regards to our **conservation activities** (roughly 20%), The Society plans to organize community-based conservation efforts. The Society will work with local communities to provide volunteers for such activities as: shoreline stabilization, seagrass planting, collection of derelict fishing equipment and trash collections. In order to carry out these activities, The Society may work in collaboration with other groups such as local diving centers to provide expertise in reclamation of derelict crab pots from the Chesapeake Bay.

As already mentioned we believe that our anticipated scientific and conservation activities support the mission of governmental organizations such as the National Oceanic and Atmospheric Administration and the Department of Interior.

Signed _____, Date _____

Claire Hudson
President and Executive Director
The Society for Ocean Sciences, Inc.

The Society for Ocean Sciences
10142 Shelldrake Cir, Damascus MD 20872
EIN: 26-1716634

Part V

Line 1(a)

The persons who will serve as officers and the compensation they will receive, if any, have not yet been determined by the board of directors. Any such compensation will be reasonable and will be paid in return for the performance of services related to the tax-exempt purposes of the corporation.

Line (b)

This corporation is newly formed and has not yet hired employees nor determined the amount of compensation to pay employees it may hire. However, all compensation will be reasonable and will be paid to employees in return for furthering the exempt purposes of this nonprofit corporation.

Line (c)

This newly formed nonprofit corporation has no current plans to contract for services with outside persons or companies. If and when it does, any such contracts will provide for payment in commercially reasonable amounts in return for services related to the exempt functions of this nonprofit.

Line 3(a)

Claire Louise Hudson, President / Director

Qualifications:

M.S. Environmental Biology, Hood College, Frederick, MD. 2007.

B.Sc. Marine Biology, Victoria University of Wellington, New Zealand. 2003

Grants awarded:

Grant-In-Aid, Bermuda Institute of Ocean Sciences Samuel Riker Fellowship. June 2007

Experience:

Adjunct Instructor, Biology Department, Hood College, Frederick, MD. August 2007 – December 2007

Graduate Assistant, Biology Department, Hood College, Frederick, MD. August 2005 – August 2007

Claire Hudson is currently volunteering part-time for The Society and is working no more than 30 hrs per week. Claire Hudson's duties as President are outlined in The Societies bylaws (Article 4, Section 5).

The Society for Ocean Sciences
10142 Shelldrake Cir, Damascus MD 20872
EIN: 26-1716634

Melvin Drew Ferrier, Secretary / Treasurer

Qualifications:

Ph.D., Marine, Estuarine, & Environmental Science. University of Maryland, 1992.
M.A., Zoology. Miami University, Oxford, OH. 1977.
B.A., Biology. Washington and Jefferson College, Washington, PA, 1975.

Grants Awarded:

National Oceanic and Atmospheric Administration, ECOHAB Program 2001-2002

U.S. Department of Education, Fund for the Improvement of Postsecondary Education,
2000-2003

Maryland Sea Grant Program, 2000

National Fish and Wildlife Foundation, 2000-2001

U.S. Environmental Protection Agency, 1996-1997

Whitaker Foundation, Camp Hill, PA, 1994-2000

Maryland Department of Natural Resources, 1980-1985

Experience:

Professor of Biology, 1993 to present, Hood College, Frederick, MD

Director of Graduate Program in Environmental Biology, 1995 to present, Hood College,
Visiting Assistant Professor, 1992-1993, St. Mary's College of Maryland, St. Mary's City,
MD

Graduate Research Fellow, 1987-1992, Chesapeake Biological Laboratory, Solomons,
MD

Resident Director, 1985-1986, Hofstra University Marine Laboratory, St. Ann's Bay,
Jamaica.

Instructor of Biology, 1977-1981, Garrett College, McHenry, MD

Drew Ferrier is currently volunteering part-time for The Society and is working no more than 30 hrs per week. Drew Ferrier's duties as Secretary / Treasurer president are outlined in The Societies bylaws (Article 4, Section 6&7).

Line 4(a): This organization has adopted a conflict of interest policy that controls the approval of salaries to directors, officers, and other "disqualified persons" as defined in Section 4958 of the Internal Revenue Code. See Article 9, as well as Article 3, Section 6, and Article 4, Section 10, of the bylaws attached to this application. Also, Article 9, Section 5, of this organization's bylaws applies additional conflict of interest requirements on the board and compensation committee when approving compensation arrangements.

Line 4(b): Article 9, Section 3, of this organization's bylaws requires the approval of compensation of directors, officers, and any "disqualified person" as defined in Section 4958 of the Internal Revenue Code in advance after full disclosure of the surrounding facts and approval by disinterested members of the governing board or committee and prior to entering into the compensation agreement or arrangement. Further, Article 9,

The Society for Ocean Sciences
10142 Shelldrake Cir, Damascus MD 20872
EIN: 26-1716634

Section 5(a), of this organization's bylaws requires specific approval of compensation arrangements prior to the first payment of compensation under such arrangements.

Line 4(c) Article 9, Section 4, of the organization's bylaws, which are attached to this application, require the taking of written minutes of meetings at which compensation paid to any director, officer, or other "disqualified person" as defined in Section 4958 of the Internal Revenue Code, are approved. The minutes must include the date and the terms of the approved compensation arrangements. Further, and specifically with respect to the approval by the board or compensation committee of compensation arrangements, Article 9, Section 5(d), of the organization's bylaws requires the recordation of the date and terms of compensation arrangements as well as other specific information concerning the basis for the approval of compensation arrangements.

Line 4(d) Article 9, Section 4, of the organization's bylaws requires the written recordation of the approval of compensation and other financial arrangements between this organization and a director, officer, employee, contractor, and any other "disqualified person" as defined in Section 4958 of the Internal Revenue Code, including the names of the persons who vote on the arrangement and their votes. Further, and specifically with respect to the approval by the board or compensation committee of compensation arrangements, Article 9, Section 5(d), of the organization's bylaws requires the recordation of the board or committee who were present during discussion of the approval of compensation arrangements, those who voted on it, and the votes cast by each board or committee member.

Line 4(e) Article 9, Section 5(c), of the organization's bylaws requires that the board or compensation committee considering the approval of a compensation arrangement obtain compensation levels paid by similarly situated organizations, both taxable and tax-exempt, for functionally comparable positions; the availability of similar services in the geographic area of this organization; current compensation surveys compiled by independent firms; and actual written offers from similar institutions competing for the services of the person who is the subject of the compensation arrangement. This article also provides that it is sufficient for these purposes to rely on compensation data obtained from three comparable organizations in the same or similar communities for similar services if this organization's three-years' average gross receipts are less than \$1 million (as allowed by IRS Regulation 53.4958-6).

Line 4(f) Article 9, Section 5(d), of the organization's bylaws requires that the written minutes of the board or compensation committee meeting at which a compensation arrangement was discussed and approved include the terms of compensation and the basis for its approval. This bylaw provision includes a list of specific information that must be included in the required written minutes.

Line 5(a) The board of directors of this organization has adopted bylaws that contain a conflicts of interest policy. The policy is set out in Article 9 of the attached bylaws. This

The Society for Ocean Sciences
10142 Shelldrake Cir, Damascus MD 20872
EIN: 26-1716634

policy is based on the sample conflict of interest policy contained in Appendix A of the official instructions to IRS Form 1023. The organization has added additional requirements in Article 9, Section 5, of its bylaws for the approval of compensation arrangements that are based on the additional requirements contained in IRS Regulation Section 53.4958-6 to help ensure that all compensation arrangements are made by disinterested members of the organization's board or a duly constituted compensation committee of the board and are fair, reasonable, and in furtherance of the tax-exempt purposes of this organization.

Part VI

Line 1(a) and (b)

Charges for products and services provided by The Society are at present undetermined, but will be reasonable and related to the cost of the product and service to be provided.

Part VIII

Line 4(a)

Mail solicitation: We will mail informational materials in the form of postcards and brochures to target groups. The information sent will describe our activities and encourage them to donate to our cause.

E-mail solicitation: A quarterly newsletter will be sent to subscribers who register on our website. The information sent will describe our current and upcoming activities. We will also invite people to become monthly supporters

Foundation grant solicitation: Throughout the year, we will submit grant proposals to a variety of foundations to raise funds for specific projects or programs. These projects and programs will include but may not be limited to; subsidies for low-income individuals to participate in field experiences, teacher workshops and ocean science camp.

Accept donations online: Through our website we will accept one-time donations of any amount and monthly supporter donations. We will provide people the opportunity to become monthly supporters and in return receive certain benefits our society can offer. The supporter fees and benefits will be established in the near future.

Government grant solicitations: Throughout the year we will apply for government grants when appropriate. Government agencies to which we will submit proposals include but are not limited to; National Oceanic and Atmospheric Administration (NOAA), U. S. Fish and Wildlife Service and The National Science Foundation.

The Society for Ocean Sciences
10142 Shelldrake Cir, Damascus MD 20872
EIN: 26-1716634

Other:

On occasion, the Society intends to hold fundraising events such as dinners with live music, silent auctions, scavenger hunts and pledging drives.

The Society will also accept donations in-kind in the form of donated gear or other non-monetary donations which the Society deems useful.

Line 4(d)

Currently we will only solicit in Maryland. As of this application, the board of directors is working on the appropriate paperwork for solicitations in other states. We believe this will be especially important before we begin wide-spread online solicitation. In all cases, we will be fundraising for our own organization.

Line 10

The Society may publish educational or curricular materials. Copyrights for these works will be owned by The Society, not the authors. If The Society publishes such materials, they will be written by volunteers, employees or under work-for-hire contracts to outside authors.

Schedule H

Line 1 (a) & (b) The Society plans to allocate a certain portion of our organizations funds for scholarships. The scholarship will allow people to attend various programs and camps we offer. These scholarships will be available to children (younger than 18 years of age) from low income families and minorities under-represented in scientific fields of study. Generally, these scholarships will only fund a percentage of the total attendance fee.

Line 1 (c) The Society does not foresee offering educational loans to any person.

Line 1 (d) The scholarship program information and application procedure will be available on our website. In addition people who are registered to receive our newsletter will be informed at regular intervals.

Line 1 (e) & (f) As of yet, the Society has not produced materials or announced the opportunity for scholarships to the general public. However, we plan in the future to be in the position to offer such incentives.

Line 3 & 4 (a)

Selection criteria for children include:

- I. Children under the age of 18, who is good standing with his or her school
- II. Comes from a family who is considered financially disadvantaged
- III. The parent/guardian of the child has signed the application and can attest to the financial need of the child

Selection criteria for adults include:

- I. Adults must be over the age of 18, and in good standing with his or her high school, college or community
- II. Is considered financially disadvantaged
- III. The adult has shown genuine interest in marine science

Line 4 (b) The number of grants will be determined annually by the board of directors and executive committee in consultation with the scholarship committee. Generally, this decision will be made based the amount of overall funds available.

Line 4 (c) The scholarship committee will strive to make the amount of each grant equitable. The committee will be subject to audit by the board of directors at any time and if needed, independent review by a special committee designated by the President (see Article 5, section 3 of the bylaws). The scholarship will never cover more than 60% of the required attendance fee.

Line 4 (d) We require the applicant to be in good standing with his or her local community. There will be no mechanism for automatic annual renewal. The person must submit an application each year to be considered.

Line 5 The scholarship grant will be applied directly to the cost of the individual's program fees. This would mean the scholarship would reduce the out of pocket expenses for an individual to participate in a program/programs offered by the society.

Line 6 The scholarship committee will be established according to the society's bylaws, Article 5, Section 3.

Part IX

A. Line 9

Itemized list for gross receipts

Revenue Source	From 01/10/08 To 12/31/08	From 01/01/09 To 12/31/09	From 01/01/10 To 12/31/10
Admissions	\$ 0	\$ 1,000	\$ 2,000
Merchandise sold	\$ 0	\$ 0	\$ 0
Services performed	\$ 0	\$ 0	\$ 0
Furnishing of facilities	\$ 0	\$ 0	\$ 0

We anticipate that gross receipts for the first three years will originate from program fees generated by our exempt purposes such as, field trips, workshops and school presentations.

A. Line 23

Itemized list for expenses

Revenue Source	From 01/10/08 To 12/31/08	From 01/01/09 To 12/31/09	From 01/01/10 To 12/31/10
Marketing materials	\$ 500	\$ 2,000	\$ 2,000