

Southeast Decision Sciences Institute (SEDSI) Charter
Updated: August 30, 2019

1. NAME

The name of this organization shall be Southeast Decision Sciences Institute (SEDSI).

2. AFFILIATION & LEGAL STATUS

The Decision Sciences Institute, Inc. (hereinafter sometimes referred to as, "DSI") is organized and operated as a nonprofit corporation exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code.

The Southeast Decision Sciences Institute (SEDSI) is created and authorized by the Decision Sciences Institute through the granting of this charter as belonging to the Southeast, consistent with Title 5 of the Bylaws of the Decision Sciences Institute. As such, Southeast Decision Sciences Institute is not a legal entity and cannot enter into any business transactions, contracts, or any other legally-binding activities.

The organization, structure, membership, voting, activities, finances, and reporting of the same, and all other matters relating or pertaining thereto, of the Southeast Decision Sciences Institute shall be conducted in accordance with and subject to the Policies and Procedures Manual of the Decision Sciences Institute.

At all times, the activities and operations of the Southeast Decision Sciences Institute shall be subject to oversight and guidance from the Decision Sciences Institute.

3. ADDRESS

The mailing address of the Southeast Decision Sciences Institute shall be the mailing address of the Decision Sciences Institute Home Office.

4. MISSION

To further the mission of the Decision Sciences Institute, the Southeast Decision Sciences Institute shall conduct activities in that region to provide for the exchange of information among those who extend, apply, and teach disciplines of the decision sciences.

5. MEMBERSHIP

As the Southeast Decision Sciences Institute is not a legal entity, it shall not have members or collect membership dues.

6. BOUNDARIES OF THE REGION

The territories of the Southeast Decision Sciences Institute shall include Alabama, Florida, Georgia, Kentucky, Mississippi, North Carolina, South Carolina, Tennessee, Maryland, Virginia, and West Virginia.



7. FISCAL YEAR, BUDGET, AND FINANCIAL MATTERS

The fiscal year of the Southeast Decision Sciences Institute shall be the same as for the Decision Sciences Institute.

A budget of expected revenues and expenses for the upcoming year shall be submitted for review and approval by the Board of Directors of the Decision Sciences Institute as specified in the Policies and Procedures Manual of the Decision Sciences Institute.

At all times, all matters of the Southeast Decision Sciences Institute that are financial transactions in nature (e.g., payments and receipts) shall be conducted through and by the Decision Sciences Institute Home Office, unless rare exceptions have been formally requested and received by the Southeast Decision Sciences Institute. SEDSI may maintain a bank account for use for hosting its annual conference and other incidental SEDSI expenses.

8. GOVERNANCE OF THE REGION

8.1. BOARD OF DIRECTORS

The Southeast Decision Sciences Institute shall be managed by a Board referred to as the SEDSI Board of Directors.

The SEDSI Board of Directors shall typically include President, Past President, President Elect, Treasurer, Secretary, Current Program Chair, and one ex-officio member from the Executive Committee of the Board of Directors of the Decision Sciences Institute.

The Southeast Decision Sciences Institute reserves the right to modify the structure of its board as needed at the discretion of the Southeast Decision Sciences Institute.

8.1.1. ROLES AND RESPONSIBILITIES OF BOARD OFFICERS

President. The President shall be the region's Chief Executive Officer. The President shall serve for a term of one (1) year, and shall automatically become Immediate Past-President for a subsequent term of one (1) year.

Immediate Past-President. The Immediate Past President shall, in the absence or incapacity of both the President and President-Elect, preside at meetings of the Board of Directors and the Executive Committee.

President-Elect. The President-Elect shall, in the absence or incapacity of the President, preside at meetings of the Board of Directors and the Executive Committee. The President-Elect shall serve for a term of one (1) year, and shall automatically become President for a subsequent term of one (1) year.



Treasurer. The Treasurer shall keep and maintain, or cause to be kept and maintained, adequate and correct books and records of account of the properties and transactions of the Region, and other matters customarily included in financial statements.

The Treasurer shall deposit, or cause to be deposited, all money and other valuables in the name and to the credit of the Region with such depositories as designated by the Home Office; shall disburse, or cause to be disbursed, the funds of the Region as may be ordered by the Board; shall render, or cause to be rendered, to the DSI Executive Director, whenever requested, an account of all transactions as authorized and of the financial condition of the Region; and, shall have such other powers and perform such other duties as may be prescribed by the Board, the bylaws, or the Corporation's Policies and Procedures Manual.

Secretary. The Secretary shall maintain and provide access to the records of the Region; record the minutes of all proceedings of the Board; authenticate the records of the Region and give or cause to be given, notice of all meetings of the Board required by the bylaws to be given. The Secretary shall have such other powers and perform such other duties as may be prescribed by the Board, the bylaws or the Corporation's Policies and Procedures Manual.

Conference Chair. The Conference Chair is responsible for the planning and execution of the SEDSI annual conference. This person also serves to align overall conference and SEDSI program strategy and topics as to align with other SEDSI and DSI initiatives.

8.1.2. BOARD ELIGIBILITY

Only Regular Members of the Decision Sciences Institute in good standing shall be nominated and appointed to serve on the SEDSI Board of Directors.

Members of the SEDSI Board of Directors shall maintain Regular Member status in the Decision Sciences Institute during the entire term of Board service.

No individual shall serve contemporaneously in more than one official position on the SEDSI Board of Directors.

No individual shall succeed to the same Board position within two (2) terms of vacating such Board position, except under extenuating circumstances and subject to formal approval by the Board of Directors of the Decision Sciences Institute.

8.1.3. BOARD POSITION APPOINTMENT

Members to serve on the SEDSI Board of Directors shall be appointed through a consistent process defined below:

The Nominating Committee, chaired by the Past President, will consist of 3-5 members recommended by Council and Board members. The Nominating Committee will nominate Board members and check on their willingness to serve. They will then bring the recommended slate of Board



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members up for approval for all DSI members who affiliate with the SEDSI region and/or attend the SEDSI annual conference. SEDSI reserves the right to modify the appointment process for Board of Directors appointments.

8.1.4. BOARD DECISION-MAKING AND RECORD KEEPING

Only matters that are consistent with the Bylaws of the Decision Sciences Institute shall be brought forth for discussion or adjudication by the Southeast Decision Sciences Institute Board of Directors.

No matter before the Southeast Decision Sciences Institute Board of Directors shall be discussed and acted on unless minutes of the discussion and decisions are recorded.

All matters to be decided by the Southeast Decision Sciences Institute Board of Directors shall require a majority vote of the SEDSI Board of Directors.

All minutes of meetings of the SEDSI Board of Directors shall be provided to the Home Office of the Decision Sciences Institute.

The Decision Sciences Institute reserves the right to review all actions of the SEDSI Board of Directors, and to veto or otherwise reverse or overrule any such action that has the potential to damage or cause harm to the Decision Sciences Institute and its viability.

9. CONFERENCE OF THE REGION

9.1. CONFERENCE LOGISTICS

The Southeast Decision Sciences Institute shall organize a conference annually, except under extenuating circumstances and with formal approval by the Board of Directors of the Decision Sciences Institute.

The name of the conference organized by the Southeast Decision Sciences Institute shall be marketed as the [YEAR] Conference of the Southeast Decision Sciences Institute.

The timing of the conference being organized by the Southeast Decision Sciences Institute shall normally be during the months of January, February, March, or April.

The location of the conference being organized by the Southeast Decision Sciences Institute shall be within the United States that are logically considered to be part of the Southeast Decision Sciences Institute.

The conference being organized by the Southeast Decision Sciences Institute shall not be in conjunction with other conferences organized by professional entities not affiliated with the Decision Sciences Institute.



The conference being organized by the Southeast Decision Sciences Institute shall be either separate from conferences organized by other regions or in conjunction with conferences organized by other regions.

The Southeast Decision Sciences Institute shall establish differential conference registration rates consistent with the Bylaws of the Decision Sciences Institute.

9.2. CONFERENCE CHAIR

The conference organized by the Southeast Decision Sciences Institute shall have a conference chair.

Only Regular Members of the Decision Sciences Institute and in good standing shall be nominated and appointed to serve as a conference chair.

The conference chair shall maintain Regular Member status in the Decision Sciences Institute during the time he/she serves in this capacity.

9.3. CONFERENCE MANAGEMENT AND REGISTRATION SYSTEMS

The Southeast Decision Sciences Institute shall use the Conference **Management** System of the Decision Sciences Institute, except under extenuating circumstances and subject to formal approval by the Board of Directors of the Decision Sciences Institute. The nominal cost for usage of such system shall be conveyed to the SEDSI in advance and shall be expensed against revenues of the conference.

The Southeast Decision Sciences Institute shall use the Conference **Registration** System of the Decision Sciences Institute. This will be provided at no cost.

10. PUBLICATIONS OF THE REGION

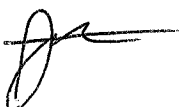
The Southeast Decision Sciences Institute shall have discretion to produce conference proceedings.

The Southeast Decision Sciences Institute shall not create or support journals, books, monographs, or similar publications, whether in print or digitally, to be affiliated with the region or the Decision Sciences Institute.

11. COMMUNICATIONS FROM THE REGION

The Southeast Decision Sciences Institute shall have discretion to communicate activities of the regions to relevant stakeholders, including but not limited to members of the Decision Sciences Institute for which such communication shall be through the Decision Sciences Institute Home Office.

The Southeast Decision Sciences Institute shall maintain webpages consistent with overall branding of the Decision Sciences Institute.



12. REVOCATION OF CHARTER

The Charter for the Southeast Decision Sciences Institute may be revoked at the request of the Southeast Decision Sciences Institute Board of Directors or for cause such as the following:

- Failure of the SEDSI to abide by the terms of the Charter
- Fiscal impropriety on the part of the SEDSI Board of Directors or its appointees
- Consecutive years of absence of the SEDSI to be represented at Regional Activities Summit of the annual meeting
- Consecutive years of financial losses from SEDSI regional activities
- Consecutive years of inadequate attendance at the SEDSI annual conference

Before a judgment of revocation is passed, the Southeast Decision Sciences Institute shall be given timely notice of any charges against it and the opportunity to present its case against revocation to the Board of Directors of the Decision Sciences Institute.

Revocation of the Charter for the Southeast Decision Sciences Institute shall require a two-third affirmative vote of the Board of Directors of the Decision Sciences Institute.

13. OTHER

At all times, acts and activities of the SEDSI that are not covered by this Charter shall require formal approval by the Board of Directors of the Decision Sciences Institute before being conducted.

Submitted,

TOBIN TURNER
President, SEDSI
August 30, 2019