

NEW YORK MARINE SCIENCES CONSORTIUM (NYMSC)

Mission

On behalf of its members, the New York Marine Sciences Consortium strives to:

- **Serve as the voice of the ocean research and education community in New York State to ensure that best science informs public policy**
- **Advocate for policies and resources that promote science-based stewardship of marine and coastal ecosystems**
- **Promote interaction and collaboration among its members so as to advance knowledge and public awareness of marine and coastal environments and promote learning and career opportunities for students interested in marine sciences**

BYLAWS

1. MEMBERSHIP

A. **Full membership** is open to public and private degree-granting colleges, universities, and institutions of higher learning within the State of New York with interest and expertise in marine and estuarine science and that engages in programs involving research, education, policy, and/or public outreach.

B. **Affiliate membership** is open to non-degree-granting institutions, agencies, corporations, and organizations in the State of New York whose mission involves the advancement of knowledge in, or public understanding of, marine and estuarine science, and that engages in programs involving research, education, policy, and/or public outreach.

C. Consideration for full or affiliate institutional membership to the Consortium will be based on majority vote of the Board of Governors.

2. MEMBERSHIP DUES

Dues may be assessed for each full and affiliate member of the Consortium upon action by the Board of Governors. For full members, such membership fees, if any, will be scaled for each member institution as determined by the Board of Governors. For affiliate members, the same fee for all, if any, will be assessed at a rate determined by the Board.

3. MEMBER RESPONSIBILITIES

Member institutions are expected to support the mission of the consortium. Staff and students from full member institutions are expected to participate regularly in the functions of the Consortium. Full members are expected to name a representative and an alternate to the Board of Governors, to participate in biannual meetings of the Board, and to submit payment of dues (if any) in a timely fashion. Affiliate members are expected to attend the annual meeting and pay dues (if any) in a timely fashion. Membership may be

revoked by a two-thirds majority of the Board of Governors. Revocation proceedings will be initiated by recommendation of the director. The director may recommend such action if any of the following should occur: non-payment of membership dues for 2 consecutive years; lack of representation at three consecutive board meetings (full members only); lack of representation at three consecutive annual meetings; or misuse of their membership in the Consortium.

4. BOARD OF GOVERNORS

The Board of Governors consists of one representative from each of the full member institutions. Each board member (and an alternate) is appointed by the President or Provost of the member institution and is given the authority to commit the institution to implementing decisions of the Board of Governors. The Consortium Director is a non-voting ex-officio member of the Board. The Board will elect a Chairperson who will preside over the Board meetings. The Board meets at least twice yearly, including meetings that may occur through electronic means. A majority of members is necessary to form a quorum. Additional meetings may be called by the Director, the Chair, or at the request of three or more members of the Board of Governors. At least two weeks notice and a preliminary agenda must be given to all members prior to a meeting.

5. EXECUTIVE COMMITTEE OF THE BOARD

An executive committee may be created by the Board to represent the Board between meetings as issues may arise or operations that may be assigned to it. The executive committee will consist of the Chairman, the Director(s) and three additional board members elected by majority vote of the board. Meetings of the Excom can be called by the Chairman or Director at any time to deal with issues of immediate concern.

6. DECISIONS OF THE BOARD

Decisions are by simple majority of the voting Board members unless stated otherwise in the Bylaws. Each member institution has one vote. In case of a tie, the Consortium Director may cast the deciding vote.

7. HOST CAMPUS

Stony Brook University is the host campus through which the Director and essential administrative support is derived. Proposed actions regarding consortium activities, which may involve additional personnel or other resources of Stony Brook University require prior consultation and approval of its President or designated campus official. Revenue generated from dues or other sources, and funds acquired through grants and contracts, shall be held on behalf of the Consortium in a Research Foundation or similar account(s) at Stony Brook University. Expenses incurred by the host institution on behalf of the Consortium may be reimbursed by, or charged to, the Consortium with approval of the Board. The host institution shall nominate one or more persons to serve as Director for approval by the Board. The Director of the Consortium and a designated host campus

official shall have signatory authority on behalf of the Consortium. The Director shall make an annual financial report of revenue and expenditures to the Board.

8. RESPONSIBILITIES AND OPERATIONS OF THE BOARD OF GOVERNORS

The Board of Governors has final authority on all matters concerning consortium activities. A Chairperson is elected from the board members by a simple majority vote for a term of three years. The Board:

- A. Sets consortium policy and objectives.
- B. Approves the appointment of a Director and terms thereof.
- C. Reviews Director(s) performance no less than once every three years.
- D. Considers changes to the Bylaws as needed to improve the operations of the Consortium.
- E. Works to attract new members of the Consortium.
- F. Approves the admission of new members and, when necessary, removals from the membership.
- G. The Chair will appoint a secretary who will record and distribute minutes of all Board and Excom meetings for approval.
- H. May constitute committees as it deems necessary.
- I. May develop positions on matters of public policy as it pertains to marine ecosystems and may publicize these through appropriate means.

9. RESPONSIBILITIES OF THE DIRECTOR

The Director, on behalf of the Consortium:

- A. Carries out the directives of the Board of Governors.
- B. Reports to the Board of Governors on the status and operation of the Consortium, including an annual fiscal, audit, and program report.
- C. Makes recommendations to the Board.
- D. Consults with member representatives.
- E. Develops long-term objectives in consultation with the Board.
- F. Establishes and fosters collaborative research and educational efforts between campuses.
- G. Acts as spokesperson for the Consortium.
- H. Interacts with appropriate agencies and organizations to enhance research efforts and funding possibilities.
- I. Submits proposals and manages funds on behalf of the Consortium.
- J. May write grant proposals on behalf of the Consortium.
- K. Develops industry/agency/university cooperation.
- L. With approval of the Board, may receive salary compensation from grants, contracts, and other revenue generated by the Consortium.
- M. Manages website content.

10. RESPONSIBILITIES OF FULL MEMBER REPRESENTATIVES

One representative (and an alternate) are appointed by the President or Provost of each member institution. The host institution may appoint one voting representative in addition to the Director. The representative (or the alternate in the representative's absence) shall:

- A. Represent their campus at the twice-yearly meetings of the Board of Governors.
- B. Encourage participation of their campus in Consortium activities.
- C. Work with the Consortium Director(s) to develop collaborative research programs and initiatives.
- D. Make recommendations to the Director and the Board of Governor on consortium matters.
- E. At the request of the Board of Governors, review performance of the Director(s).

11. AFFILIATE MEMBER REPRESENTATIVES

- A. Will name a non-voting representative and an alternate at least one of whom are expected to attend the annual meeting.
- B. Encourage participation of their organization in Consortium activities.
- C. Work with the Consortium Director(s) to develop collaborative programs and initiatives.
- D. Make recommendations to the Director and the Board of Governor on consortium matters.

12. TERMS OF OFFICE

- A. Board of Governors: Each campus president will determine the term of office of the Board member representing his or her campus.
- B. Chair of the Board of Governors: The Chair holds office for a three-year renewable term.
- C. Executive Committee: The executive committee will serve for a three-year renewable term.
- D. Director: The Director will serve a term appointment, renewable at the pleasure of the Board of Governors.

13. PROVISIONS FOR AMENDING BY-LAWS

The By-Laws can be amended at any meeting of the Board of Governors by a two-thirds majority vote of the governors present, after the governors have considered the proposed amendments for a minimum of two weeks prior to the meeting.