

Regional Association for Research on the Gulf of Maine

Appendix A

Articles of Association

ARTICLE I Duration

The Association will become effective when this agreement is approved by two or more institutions and will remain in effect as long as two or more institutions retain membership.

ARTICLE II Membership

- A. An institution is eligible for Full Membership in the Association if it either:
1. has a significant marine research capability that could be applied to the Gulf of Maine, OR
 2. has a significant infrastructural, operational or facilities capability that augments research on the Gulf, AND is
 3. willing and capable of making an institutional commitment to the Association in the form of Full Membership dues.

An institution is eligible for Associate Membership in the Association if it has an interest in scientific research on the Gulf of Maine and a willingness to participate in the Association, but is unable to meet the above criteria for Full Members.

- B. The Policy Board, as defined in Article IV, may by a 2/3 majority vote approve future Full or Associate Membership.

Each Associate Member institution shall designate a single representative, who is encouraged to attend and participate in Policy Board meetings. Associate Members will have no voting rights.

Associate or Full Member institutions may terminate membership at any time by written notice to the Policy Board, and membership may be involuntarily terminated by 3/4 vote of all members with voting rights. Membership represents no legal or financial responsibility other than that specifically stated herein or hereinafter approved.

ARTICLE III Objectives

The Objectives of the Association, in view of the stated purpose in the Memorandum of Agreement, include, but are not limited to the following:

1. To coordinate marine research and monitoring in and around the Gulf of Maine in order to make efficient use of resources.
2. To facilitate and enhance the availability of research funds and facilities to marine scientists at member institutions through enhanced scientific planning, inter-institutional communication, and other means.
3. To plan, organize, and implement long range, interdisciplinary research programs on the Gulf of Maine.
4. To achieve operational economies through pooled inventories of costly supplies, standardization of major equipment items and related documentation, joint planning of equipment acquisition, refurbishment, or maintenance, and sharing of technical support personnel where feasible.
5. To communicate the need for and results of scientific research on the Gulf of Maine to the user community and to the public at large.
6. To provide scientific and technical advice and planning for federal, regional, state and local agencies and organizations.

ARTICLE IV Organization

The Association will be organized with standing and Ad Hoc committees established and chartered by the Policy Board and reporting to it through an Executive Director. Whereas membership in the Association is comprised of Full and Associate Member institutions, the Policy Board is comprised of the authorized representatives from each Full Member institution.

A. Policy Board

The Policy Board is the body with overall responsibility for seeing that the Association serves the collective and common interests of the participating institutions, national, state and local interests, and the interests of institutions throughout the geographic region served by the Association.

The Policy Board sets long-range policy for the Association, oversees the function of the Association to ensure that these policies are achieved, and insures that the Association is represented at the parent institutions.

The Policy Board consists of one representative from each Full Member Institution. Policy Board members will be appointed by the respective institutions for three year renewable terms.

The Policy Board shall elect a chairman when the Association is activated. The first chairman shall serve through the second June 30 following activation of the Association; thereafter, the chairman shall serve for a two-year term.

Decisions of the Policy Board, except for those specifically stated in Article II concerning membership, shall be by majority vote.

Additional responsibilities of the Policy Board are to review and approve policy statements, planning documents, reports, proposals, and public relations communications prepared and/or distributed under the aegis of the Association.

B. Executive Director

The work of the Policy Board will be implemented by an Executive Director reporting to it through the Policy Board Chairman.

The first Executive Director of the Association will be appointed by the Policy Board when it is activated. In the event a replacement for the Executive Director is required, a nominating committee, not limited in size but organized with due regard for members' interests, shall be appointed by the Policy Board for the purpose of advertising for and selecting a candidate. When a suitable candidate has been found, the member institutions will be polled.

Responsibilities of the Executive Director are to develop plans and recommendations for approval by the Policy Board to carry out their implementations as instructed by the Policy Board and to organize and supervise the Association Office.

C. Association Office

The main office of the Association will be established at an Association Member Institution and will be under the direction of the Executive Director. The purpose of the Office will be to provide secretarial services for the Association and its Policy Board and such Committees as may be established. It will serve as the focal point for Association correspondence and for central files on plans, proposals, budgets, shared-use equipment and facilities, user needs, and related information.

Costs of operating the Association Office, including the salary and fringe benefits of the Executive Director, will be met by Institutional Membership dues. Associate Members will pay \$500 per year. The balance of the operating costs of the Office will be prorated among the Full Member Institutions, but will not exceed a maximum established by the Policy Board for each year. Dues will be established annually for the next fiscal year at the time a budget prepared by the Executive Director has been approved. The fiscal year for the Association will be July 1 to June 30.

ARTICLE V Fiscal Control

The Association's funds, in the form of dues, will be dispersed from accounts established at the institution hosting the Association Office. These accounts will be governed by the procedures and accounting practices of the host institution consistent with the requirements of the provider of the funds. All member institutions, through the Policy Board, will have full knowledge and purview of transactions involving these accounts. The accounts will be available for audit by authorized state or federal auditors. The Association will maintain no accounts other than those specified in this Article.

All members of the Association, through the Policy Board, will be represented in the approval of grants, contracts, charter agreements, or other fiscal and legal arrangements binding on the Association.

ARTICLE VI Liability and Insurance

For the purpose of liability and insurance coverage, all Policy Board representatives and participants are employees of their respective institutions. The Association Member Institution hosting the Association Office assumes all insurance responsibilities for the Executive Director and any associated staff.

ARTICLE VII Relationship to Other Oceanographic Organizations

The Association will fully cooperate with other oceanographic institutions within and without the Gulf of Maine region. It will also fully adhere to all UNOLS policies concerning safety, scheduling, efficient ship operations, and cost-effective utilization of major equipment items.

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Amendments:

Article IV, Section C. Association Office

"The fiscal year for the Association will be January 1 to December 31".
(Approved by the Policy Board 6/21/93)

Associate Members will pay \$600. per year".
(Approved by the Policy Board 10/8/93)

Associate Members will pay \$650. per year".
(Approved by the Policy Board 11/1/94)

Article IV, Section A. Policy Board

"The Policy Board shall elect a chair when the Association is activated. The first chair shall serve through the second June 30 following activation of the Association; thereafter, the chair shall serve for a two-year term. **The Policy Board shall elect a vice chair, who shall serve for a two-year term.**

Responsibilities of the chair and vice chair are to provide consultation and advice to the Executive Director, lead the Association board meetings, and serve as representatives of the Association in external affairs."

(Approved by the Policy Board 2/1/96)

Article IV, Section C. Association Office

"The purpose of the Office will be to provide **staff** services for the Association and its Policy Board and such Committees as may be established."

(Approved by the Policy Board 2/1/96)