

# UNOLS Charter

Adopted Dec 2020

## 1. INTRODUCTION

Recognizing the need for coordinated use of federally supported oceanographic facilities, the community of academic oceanographic institutions that uses and operates those facilities, by virtue of this Charter, does hereby establish an organization of academic oceanographic institutions. The organization shall be named the University-National Oceanographic Laboratory System (UNOLS). UNOLS is solely an advisory body, with a focus on advising federal agencies on all aspects of oceanographic infrastructure.

Execution and enforcement of its recommendations are matters for member institutions and for agencies, which fund the construction and operation of UNOLS facilities.

## 2. OBJECTIVES

An objective of UNOLS is to coordinate and review the access to and utilization of facilities for academic oceanographic research, and the current match of facilities to the needs of academic oceanographic programs. UNOLS makes appropriate recommendations of priorities for replacing, modifying or improving the numbers and mix of facilities for the community of users. Another objective is to foster federal and other support for academic oceanography, thereby continuing and enhancing the excellence of this nation's oceanographic program. Emphasis is placed on ships and other seagoing facilities but UNOLS also coordinates airborne assets used in oceanographic research.

## 3. MEMBERSHIP

### *a) Eligibility*

Membership in UNOLS is open to those institutions that use, or operate and use, sea-going facilities and maintain an academic program in marine science. UNOLS institutions make substantial contributions to the national oceanographic enterprise. Both individual institutions and consortia of such institutions may be members of UNOLS for purposes of attending UNOLS meetings, receiving UNOLS information, and other non-voting UNOLS activities. However, on any matter requiring a vote of the UNOLS membership either the member consortium may cast a ballot or individual member institution(s) within the consortium may cast ballot(s), but not both. In the event that any consortium and one or more of its constituent institutions disagree as to the voting option to be exercised in any matter, only the ballots of individual institutions within that consortium shall be accepted on that matter. The choice of individual or consortium voting may be exercised independently on each voting matter and by each consortium and its constituent institutions. In the remainder of this charter the word "institution" means "individual member institution or member consortium" except where otherwise noted. Each UNOLS institution shall designate a representative with authority to speak and act for the institution in UNOLS matters. UNOLS representatives may authorize alternate representatives. Membership may be voluntarily terminated by any member on written notice to the Chair. In extraordinary instances, an institution's membership may be involuntarily terminated by two-thirds vote of the UNOLS membership. The UNOLS Council periodically shall review the list of UNOLS institutions. It shall recommend to the membership of UNOLS additions, status changes, and terminations. Changes shall be considered at a regular UNOLS meeting and require a majority vote of the UNOLS membership present or by proxy if absent.

### *b) Operator Institutions*

All institutions, having satisfied the criteria for membership and having been selected, are designated as UNOLS institutions. Those UNOLS institutions that operate UNOLS vessels or National Oceanographic Facilities (Annex II) are, in addition, designated as operator institutions.

***c) UNOLS Vessels and Facilities***

The United States (U.S.) Academic Research Fleet (ARF) is comprised of vessels designated as UNOLS Vessels. UNOLS vessels and National Oceanographic Facilities are designated by the UNOLS Council. UNOLS vessels are those U.S. research vessels generally operated in support of national oceanographic research programs, by academic or other non-profit institutions and are significantly funded by U.S. federal or state governments. They are operated in accordance with UNOLS Research Vessel Safety Standards (RVSS), subject to regular, recognized ship inspection programs, scheduled by established UNOLS procedures and meet cruise reporting, cruise assessment, cost accounting and performance standards according to UNOLS practices. UNOLS vessels and National Oceanographic Facilities are available to users outside of the operator institution provided that funding is available from the sponsor of the research or from the user and their use is approved by the vessel owner. The list of vessels designated as UNOLS vessels shall be reviewed regularly for additions or deletions by the UNOLS Council giving consideration to the above criteria and taking into account the objectives of UNOLS in section 2.

If the Council denies an application for UNOLS vessel or National Oceanographic Facility designation, the applicant shall be notified. They shall have the opportunity to reapply in accordance with the procedures described in the "Guidelines for Requesting/Becoming a UNOLS Vessel."

## **4. ORGANIZATION**

***a) Overview***

The UNOLS organization shall include an elected Chair and Chair-Elect, a UNOLS Council, and Committees for ship scheduling, fleet improvement, research vessel operations, and other committees as required and established by the UNOLS Council and the UNOLS Office.

***b) UNOLS Chair***

The Chair represents UNOLS throughout the oceanographic community, calls and presides over UNOLS meetings, chairs the UNOLS Council, and in consultation with the UNOLS Council, appoints other committees and provides direction and oversight to the Executive Secretary and the UNOLS Office.

***c) Chair-Elect***

The Chair-Elect supports the Chair in representing UNOLS throughout the oceanographic community and acts, in the Chair's absence, in calling and presiding over meetings, in the UNOLS Council and with regard to UNOLS appointments, direction and oversight. The duties of the Chair-Elect shall include preparing to assume the office of Chair under the schedule set forth in section 5b.

***d) Immediate Past Chair***

The office of Immediate Past Chair is to be occupied by the previous Chair under the schedule set forth in section 5b. The post of Immediate Past Chair is intended to bring the experience of that individual to bear on UNOLS issues. The Immediate Past Chair participates in UNOLS activities and meetings with the same rights and responsibilities as a regular Council member.

***e) Council***

The UNOLS Council represents and acts on behalf of the UNOLS membership as the operating and governing body of UNOLS. It monitors UNOLS activities, giving attention to the effective use of available oceanographic facilities and determining the performance of UNOLS institutions in providing access to federally supported facilities for scientists from other institutions. It evaluates the need for replacement and additional facilities and assesses whether facilities are outmoded or in excess of current needs. It

considers and makes recommendations to funding agencies regarding the needs for specialized facilities or new concepts in facilities and the balance between facilities and funded research programs. It accepts charges from funding agencies for special studies and reviews and shall make recommendations based on its findings. It assists funding agencies in efforts to obtain adequate and uniform financial data and post-cruise reporting of ship operations. It counsels in the formation of and appointments to UNOLS committees and provides oversight to them. The UNOLS Council shall fully and faithfully report to the UNOLS membership and to sponsoring agencies on its actions, activities and plans. Reports shall include an annual summary report delivered at the annual UNOLS meeting, reports of Council meetings and special reports on important actions or activities.

The UNOLS Council consists of ten elected members, including the UNOLS Chair, Chair-Elect, Immediate Past Chair, two members from UNOLS operator institutions, two from UNOLS institutions other than facility operators, and three from among candidates affiliated with any UNOLS institutions. The Chairs of the Ship Scheduling Committee, the Fleet Improvement Committee, the Deep Submergence Science Committee, the Research Vessel Operators' Committee, the Research Vessel Technical Enhancement Committee, the Arctic Icebreaker Coordinating Committee, the Scientific Committee for Oceanographic Aircraft Research, and the Marine Seismic Research Oversight Committee (Annexes I-IX) serve, *ex officio*, as fully participating, voting members of the Council. No more than one elected member of the UNOLS Council shall serve from any one institution. If, during an elected member's term, that individual's status changes so that the eligibility criteria are no longer satisfied, that individual shall lose membership on the Council. If any elected member of the UNOLS Council misses three consecutive meetings, that individual shall lose membership on the Council.

The UNOLS Council shall meet in-person as well as by web/phone conferencing. A quorum for the UNOLS Council meetings (in-person and web/phone) requires one more than half of all Council members and must include at least five elected members. Council decisions are reached by majority vote of members voting, provided a quorum is represented at the time of the vote.

If a matter requires a discussion and vote by the Council but sooner than the next scheduled meeting, a discussion and vote of the matter by correspondence (e.g., electronic mail) may be held. A vote taken by correspondence will require a quorum (as defined in the previous paragraph) and will be in accordance to the same voting rules as for regular votes except that the motion introduced for voting will not require a second to the motion. Ballots may be submitted by correspondence, fax or email to the UNOLS Office, where the count shall be compiled by the Executive Secretary and reported to the Council.

***f) Unexpired terms***

If a Council member fails to complete his/her term for any reason, a replacement member meeting the same eligibility requirements shall be appointed by the Chair, subject to approval by a majority vote of the Council, with a quorum participating. This vote may be conducted by correspondence unless a scheduled Council meeting is to take place within one month of the vacancy arising, in which case the vote shall be conducted at that meeting. Should the unexpired term be that of the Chair, the Chair-Elect shall become Chair for the remainder of the Chair's term and shall then appoint a new Chair-Elect under the foregoing procedure. Persons filling an unexpired term shall not have the duration of the unexpired term counted toward any term limits specified elsewhere in this charter.

***g) Committees***

Committees are established for such special purposes as decided by the UNOLS Council. These Committees address issues as set out in their terms of reference. Their recommendations to funding agencies must be delivered through and approved by the UNOLS Council. All such committees are UNOLS Committees. Permanent or standing committees shall be established by vote of UNOLS

members, and then formed by the UNOLS Chair in consultation with the UNOLS Council. Special purpose or temporary committees may be established and formed by the UNOLS Chair and Council on their own authority. Committees function under terms of reference adopted by the Council. Committee Chairs and members are appointed by the UNOLS Chair with approval of the Council, unless otherwise specified in a Committee's terms of reference. Terms of reference for permanent or standing Committees are adopted as annexes to the Charter.

UNOLS Committees shall remain in effect for no longer than three years, after which time they shall be dissolved unless they are reaffirmed by the UNOLS Council. The Council shall review all Committee's terms of reference and activities as a basis for affirmation, change or dissolution.

***h) UNOLS Office and Executive Secretary***

A UNOLS Office shall be established for the purposes of providing staff support and secretariat services to UNOLS, the UNOLS Chair, Council, and Committees as directed. The Office shall serve as a focal point for UNOLS correspondence and for central files on facilities, schedules, user requirements and related information. The Office shall advertise, arrange, support and report on UNOLS, Council and Committee meetings. It shall arrange and manage contracts for blanket services to the U.S. Academic Research Fleet and UNOLS institutions under guidance from the Chair and Council, and at the behest of sponsoring agencies.

The UNOLS Office shall normally be established at a UNOLS operator institution. It is expected that the UNOLS Office will rotate among UNOLS institutions. The UNOLS Chair, with the UNOLS Council, shall review UNOLS Office performance and activities prior to the completion of the first five-year term (or at intervals controlled by the duration of funding grants or agreements). Based on this review, the Council shall recommend whether or not to renew the host institution for a second term. The Office may, if so suggested by review, be moved after five years. The Office should not remain at a single institution for more than ten years, except under extraordinary circumstances.

The UNOLS Office shall be headed by the Executive Secretary, who will be an employee of the institution hosting the UNOLS Office. The Executive Secretary, while administratively an employee of the host institution, shall act under direction from the UNOLS Chair and Council. If it is necessary to select or replace the Executive Secretary, open competition for a host institution shall be held concurrently. The Executive Secretary is responsible for all UNOLS Office functions and other UNOLS duties as directed by the UNOLS Chair and Council. It is expected that the Executive Secretary will be thoroughly familiar with the operation and scheduling of academic research vessels and with UNOLS and federal policies related to research vessel and facility operations.

Selection of an institution to host the UNOLS Office and of Executive Secretary shall be by open, competitive process. These selections ordinarily will be made concurrently. The UNOLS Chair shall invite all UNOLS institutions to submit letter proposals identifying their candidate for Executive Secretary and advancing their capabilities for hosting the Office. The Chair, with advice from the UNOLS Council, shall appoint an Evaluation Committee, organized with due regard for UNOLS institutions' interests, for the purpose of recommending the best proposals for host institution and Executive Secretary. The recommendation from the Evaluation Committee, with the review and consent first of the Council and then of the UNOLS membership, shall be transmitted to the agencies administering the UNOLS Office cooperative agreements and grants. It shall then be necessary for the institution recommended as UNOLS Office host to submit a proposal to the administering agencies. Contractual obligations between the UNOLS institution hosting the UNOLS Office and the funding agencies shall be the responsibility of those organizations.

Costs of operating the UNOLS Office will be federally funded and should be prorated among the funding agencies in accordance with their participation in contract and grant programs with the institutions, or by such other arrangements as may be agreed to by the federal agencies.

## **5. PROCEDURES**

### ***a) Membership Voting***

Election of UNOLS Officers and UNOLS Council members shall be on the basis of one vote for each UNOLS institution represented. On issues coming before the membership for vote, each UNOLS institution shall also exercise one vote. Except as otherwise specified (e.g., for involuntary termination of membership), matters voted on shall be decided by a simple majority of UNOLS institutions casting votes in person or by proxy. Voting by the membership will ordinarily take place at UNOLS meetings. Two-thirds of the UNOLS operator institutions must be represented to establish a quorum. Because of the option for consortia or their member institutions to vote as in section 3a, the number that constitutes a quorum may be different for different votes. In extraordinary circumstances, matters may be submitted for vote by the membership at times other than UNOLS meetings. These matters will be submitted by mail or electronic mail and shall be governed by the same rules for decision and quorum that apply at meetings.

### ***b) Officers***

The UNOLS Chair-Elect shall be elected from among candidates affiliated with any UNOLS member institution. Election for the Chair-Elect shall be for a single term of two years. At the completion of the two-year term, a new Chair-Elect shall be elected; the outgoing Chair-Elect shall become Chair; and the outgoing Chair shall become Immediate Past Chair.

### ***c) Council***

Members of the UNOLS Council shall be elected for three-year terms, staggered so that two or three terms begin each year. Individuals may serve not more than two consecutive terms. Two members shall be elected from among designated representatives of UNOLS operator institutions, two from designated representatives of UNOLS institutions other than operators, and three shall be elected from among candidates affiliated with any UNOLS institution.

### ***d) Nominations***

A slate of candidates shall be prepared for distribution at least 30 days in advance of elections consisting of at least two candidates for each position being considered. This slate of candidates shall be formed by a Nominating Committee, appointed and announced by the UNOLS Chair. The Nominating Committee members shall consist of three members, one from a UNOLS operator institution, one from an institution other than an operator and one from any UNOLS institution.

The Nominating Committee shall issue a call for nominations enumerating the positions to be filled and summarizing the qualifications required for each position. Nominations for the slate may be submitted by anyone affiliated with a UNOLS institution, in writing, to the UNOLS Office or the Nominating Committee. In forming the slate, the Nominating Committee shall give due consideration to the fundamental qualifications required which is experience in research at sea but also consider the necessity for maintaining an appropriate balance among scientific user disciplines as well as diversity in geographic and institutional representation.

### ***e) Elections***

Ballots for each office on a slate shall be marked by voters in priority order with 1 for first choice, 2 for second choice, etc. If an individual is shown in #1 position on a majority of votes cast, that person is elected. If no individual gains such a majority, the name(s) with the smallest number of #1 marks is

eliminated, ballots showing that name in #1 position are renumbered with #2 shifted to #1, #3 to #2, etc., and the entire set of ballots is then recounted. This renumbering and recount process shall be repeated as often as necessary to determine that an individual appears in #1 position on a majority of votes cast. At any iteration of this process, any ballots from which all names have been dropped shall be set aside and not counted as votes cast for purposes of determining the majority. A tie shall be broken by toss of a coin. The Chair shall designate two persons in attendance at the meeting, neither of them a candidate for any office at that election, one to toss the coin and the other to call it in the air.

***f) Meetings***

The UNOLS Chair shall convene an annual meeting of UNOLS institutions. The Chair shall distribute 30 days in advance an agenda that includes an annual report of UNOLS Council and Committee activities, as well as any other issues and matters of importance to UNOLS.

The UNOLS Council shall meet in conjunction with each UNOLS meeting and at least one other time annually.

Other UNOLS Committees shall meet as specified in their terms of reference or as necessary to conduct their business within the limitations of available funding.

Notwithstanding any statements specifying numbers and types of meetings in this article of the charter or in other articles or annexes thereof, the UNOLS Council, under its regular voting procedure, may authorize the Executive Secretary to organize additional Council or Committee meetings if required or in any given operating year reschedule or postpone meetings in order to accommodate fiscal constraints imposed by agency sponsors. If in any given year the Executive Secretary determines that the set of meetings enumerated in the charter and its annexes will require more support than is likely to be available, the Secretary shall alert the Council to this situation and recommend appropriate cost reductions or supplemental funding efforts for Council consideration and approval.

Notification of UNOLS, Council and Committee meetings shall be sufficiently prior to meetings and broadly distributed to assure the wider scientific community and the opportunity to respond and participate.

***g) Reports***

Reports shall be made of the proceedings of all UNOLS, Council and Committee meetings and these shall be distributed to UNOLS institutions, Council and Committee participants and funding agencies and where appropriate be provided to the wider community on the UNOLS website.

## **6. AUTHORITY AND POWERS**

Recommendations and decisions by UNOLS or any sub-organization thereof are not binding on any member or interested participant thereof. No legal, fiscal or contractual authority is intended, granted or implied under the terms of this Charter.

## **7. IMPLEMENTATION, AMENDMENTS AND TERMINATION**

***a) Amendments***

This Charter may be amended, or operative annexes added or deleted, by a vote of two-thirds of UNOLS institutions voting on the matter provided that a quorum as defined in 5a is present or, in case of mail or e-mail votes, submits votes by those methods. The voting matter shall have been submitted to the membership at least thirty days prior to the vote.

***b) Termination***

This Charter shall remain in effect for a period of three years after which time it shall be dissolved unless modified or readopted by vote of the UNOLS institutions.

## **8. Record of re-adoption and amendments**

Originally adopted: September 22, 1971, Palisades, NY Amended: July 13, 1973, by mailed ballot

Amended and readopted: May 17, 1974, Washington, DC Amended: May 26, 1976, Washington, DC

Amended and readopted: May 13, 1977, Washington, DC Amended: May 18, 1979, Washington, DC

Amended: May 29, 1981, Washington, DC

Readopted: October 21, 1981, Washington, DC

Amended: October 26, 1983, Washington, DC

Amended and readopted: May 25, 1984, Washington, DC

Amended: October 23, 1985, Washington, DC

Amended and readopted: October 23, 1987, Washington, DC

Revised and adopted: October 28, 1988, Washington, DC

Readopted: September 15, 1989, Washington, DC

Readopted: September 17, 1992, Washington, DC

Readopted: September 14, 1995, Arlington, VA

Revised and adopted: February 8, 1999, Narragansett, RI

Amended and readopted September 21, 1999, Arlington, VA

Revised and adopted: September 22, 2000, Arlington, VA

Revised and adopted: November 15, 2001, Washington, D.C.

Revised and adopted: October 15, 2004, Arlington, VA

Amended (added Annex IX): October 14, 2005, Arlington, VA

Revised and adopted: October 12, 2007, Arlington, VA

Revised, amended (added Annex X) and adopted: October 15, 2010, Arlington, VA

Revised and adopted: December 20, 2013, Narragansett, RI

Revised and readopted: December 1, 2016

Revised (removed Annex X) and readopted: December 1, 2017

Revised and readopted: December 4, 2019

Revised and readopted: November 19, 2020