

## SECOORA BOARD OF DIRECTORS 2024 ELECTION PROCEDURAL FRAMEWORK

### A. FINAL ARBITER OF THE SECOORA BOARD OF DIRECTORS ELECTION PROCESS

1. According to SECOORA By-Laws as revised and approved at the May 13, 2009 Members meeting, the SECOORA Board Development Committee has the following charges:
  - Establish criteria and processes for Board elections, accept nominations, screen prospective nominees, and provide a slate of candidates to the members for approval.
  - Develop the annual Board ballot and coordinate circulation to the membership, allowing ample time for consideration of all candidates and resolution of any technical problems.
  - Establish procedures for determining winners of Board elections and handling any disputed election results.
  - Establish procedures governing candidates' conduct regarding election campaigns.
2. The **2024 SECOORA Board of Directors Election Procedural Framework** has been drafted by the Board Development Committee, based on the 2023 Framework, which was based on earlier Frameworks that were vetted, commented upon, and supported by the Executive Committee (EXCOM).
3. A subset of the Board Development Committee will serve as an impartial Nomination Sub-Committee (NSC). Those on the NSC will be Board Development Committee members who are not running for re-election in the current term.
4. The NSC will act as the final arbiter of the 2024 Board of Directors Elections.

### B. NOMINATION PROCESS AND THE OFFICIAL SECOORA BOARD ELECTION BALLOT FOR 2024

1. SECOORA By-Laws are the basis for the development of the 2023 Board Election process.
2. An oral vote will be taken at the 2024 SECOORA Membership Annual Meeting, May 7, 2024 if the ballot is uncontested. If the ballot is contested, then the full membership will vote virtually using a secure online voting system (Election Buddy). The winners of the election will be announced during the 2024 SECOORA Membership Annual Meeting on May 7, 2024.
3. The 2024 Board Election shall fill those positions on the Board of Directors that will become open on July 1, 2024, due to the staggered terms of SECOORA Board members. The following seats are open for nomination. The attached Appendix shows a list of

current Board members with those whose terms are expiring highlighted in yellow. The Appendix also shows those Members eligible for each seat and a list of Members in Good Standing.

**At Large – SC**

ONE POSITION AVAILABLE

**At Large – NC**

ONE POSITION AVAILABLE

**Industry/Private Sector**

ONE POSITION AVAILABLE

**Public Agency/Non-Profit/Other**

ONE POSITION AVAILABLE

4. Criteria and Deadlines for nominees wishing to fill the Board position(s):
  - a. representative of SECOORA’s broad constituency
  - b. paid dues to become a SECOORA Member in Good Standing
  - c. submittal of a nomination that includes an agreement to be a nominee, 2 page CV consisting of background and experiences that pertain to ocean observing systems and ability to represent SECOORA, and Conflict of Interest (COI) statement of the nominee by 5 PM ET on March 22, 2024 to the Nominations Sub-Committee via Megan Shaw ([mshaw@secoora.org](mailto:mshaw@secoora.org)) and copy to Susan Lovelace ([susan.lovelace@scseagrant.org](mailto:susan.lovelace@scseagrant.org)), Gary Mitchum ([mitchum@usf.edu](mailto:mitchum@usf.edu)), Molly Baringer ([molly.baringer@noaa.gov](mailto:molly.baringer@noaa.gov)) and Paul Sandifer ([sandiferpa@cofc.edu](mailto:sandiferpa@cofc.edu)). A nominee may be a candidate in only one category of Board Seat (i.e., Institutional Member Seat in the Industry/Private Sector or Institutional Member Seat in Academic/Research/Education Sector, etc.).
5. SECOORA members may nominate themselves or be nominated by other SECOORA members as candidates.
6. The NSC will review nominations of candidates on behalf of the Board Development Committee.
7. The NSC will review each nominee’s COI disclosure and determine to its satisfaction whether or not a COI exists. If a COI is viewed to exist, the NSC will develop a draft remedy. The NSC will explain the situation to the SECOORA Executive Committee and seek approval of the draft remedy. Once approval is given, the NSC will ask for agreement from the nominee to follow the remedy in order to be nominated.

8. All nominees meeting the announced criteria will be submitted as a Slate of Candidates to the Board of Directors for approval.
9. The approved Slate of Candidates, their CVs, their COI disclosure, and if applicable, the remedy, will be posted on the SECOORA website with a notice emailed to all SECOORA members.
10. No nominations to this Slate will be accepted from the floor during the annual meeting.
11. If there is a contested ballot, voting will take place using Election Buddy. Institutional Member representatives may vote for all candidates. Individual Members may only vote for At Large candidates.

### **C. PROCEDURES GOVERNING CANDIDATES' and MEMBERS' CONDUCT REGARDING ELECTION CAMPAIGNS**

1. Once nominated to be a candidate for a Board seat, the person nominated may seek support for a position on the Board through verbal, electronic, or written communication. Campaigning for a SECOORA Board seat by a candidate or a member shall not occur in the form of negative criticism of any other person nominated for a Board Seat that is the subject of a 2024 Board Election.
2. Once nominated to be a candidate for a Board seat, nothing of tangible or intangible value may be exchanged between such candidate and any SECOORA member or member representative. No member of SECOORA shall engage in inappropriate or unethical activities associated with an election.
3. Should an incident be reported to the NSC that, if true, constitutes prohibited campaign activity, the NSC will investigate and resolve the matter. If unable to reach a resolution, the NSC will refer the matter to the full Board of Directors for resolution.

### **D. TIMELINE OF EVENTS FOR BOARD NOMINATIONS AND ELECTION PROCESS**

1. March 8, 2024 Notice. A notice shall be emailed by the SECOORA Staff to all SECOORA members and posted on the SECOORA website with the following information:
  - a. SECOORA Board of Directors Election Procedural Framework
  - b. Criteria for Board Nominations as provided in B.4 above with information on openings in the various Board categories (i.e., Institutional Member Seat in the Industry/Private Sector (one), etc.)

- c. Request all SECOORA members wishing to make nominations to send the nominations by COB on March 22, 2024 to the NSC (see page 2, B. 4c).
  - d. Reminder Notice: SECOORA members wishing to designate a proxy to vote on their behalf at the 2024 SECOORA Membership Meeting must notify the SECOORA Executive Director, Debra Hernandez (debra@secoora.org).
2. March 22, 2024 at 5pm is the Nomination Deadline.
3. To be determined, likely March 27, 2024: The NSC shall review nominations and CVs to assure the timeliness of the nomination and alignment with criteria for nominees. The NSC shall construct and approve the draft Slate of Candidates. With the approval of the Board Development Committee, the Slate of Candidates shall be submitted on or before, March 27, 2024 to the SECOORA Board for approval.
4. March 28, 2024: The SECOORA Board sends their approval of the draft or revised Slate of Candidates back to the NSC. The nomination period is closed.
5. To be determined, likely March 28, 2024, the approved Slate of Candidates is posted with their CVs on the SECOORA website.
6. To be determined, likely March 28, 2024, the NSC directs the SECOORA staff to construct the Official 2024 SECOORA Board Election Ballot and approves the final version thereof.
7. March 28, 2024: The SECOORA staff will post the Official 2024 SECOORA Election Ballot, the list of dues paying members in good standing, and the list of members' representatives (or approved proxy as of that date) voting in the 2024 Board election. The NSC shall confer on this date to review the items posted to confirm with SECOORA staff that the lists and other items posted for the 2024 Board Election are accurate.
8. Week of April 8, 2024: If the ballot is contested, SECOORA staff will prepare an electronic ballot using Election Buddy. An email to each Member Representative will be sent that contains a code to vote. The nature of the electronic vote eliminates the need for a proxy, but one is allowed to be designated to the Executive Director if it is requested.
9. Week of April 22, 2024: Any runoff elections for tie ballots will be held using Election Buddy. Results of Board members winning their respective elections will be announced at the SECOORA Annual Meeting.

## E. ELECTION PROCESS

1. Contested ballot voting procedures are listed above.

2. Uncontested ballot voting procedures are listed above.

#### **F. COUNTING OF VOTES AND ANNOUNCEMENT OF RESULTS**

1. SECOORA staff members will double check the Election Buddy votes and the results will be saved in the SECOORA records.
2. If there are no tie votes or issues with the 67% rule (see Section H), the election results shall be announced by the Chair of the NSC to the Annual Meeting attendees.

#### **G. ELECTION PROCESS IN CASE OF A TIE VOTE FOR A SPECIFIC BOARD SEAT.**

1. Tie votes will be handled by a run-off election the week of April 24, 2024 via Election Buddy. SECOORA staff members will double check the Election Buddy votes and the results will be saved in the SECOORA records.

#### **H. ELECTION PROCESS TO SEEK A MORE DISPERSED GEOGRAPHIC COMPOSITION OF THE BOARD**

SECOORA By-Laws, Article IV – BOARD OF DIRECTORS; Section 1 states: “Composition of the Board. The Board will be composed of 11 members. The number of Board seats filled should at all times be an odd number. No state will hold more than sixty-seven (67%) percent of seats on the Board”.

1. It is possible in any given election year to have an election that, when the individuals who have won their respective Board Seats are installed as Board members in June or so of each year, results in Board composition that will violate this By-Law section (more than 67% of the Board come from one state).
2. After the ballots are counted and results are reported to the SECOORA Membership by the NSC, if any state has more than (67%) of Board membership, then the NSC will follow this procedure:
  - a. The NSC will first ask if any of the newly elected Board members from that state with more than 67% Board Seats wish to relinquish so that the number of seats from one state can conform to the By-Law requirement in Article IV, Section 1. Should such a Board member announce that he or she wishes to relinquish; the NSC will draw up and approve the Slate of Candidates to fill the seat vacated and, with SECOORA staff, present another ballot to the SECOORA Members for election to the newly opened Board Seat.
  - b. If no Board member from such a state wishes to resign, the matter will be turned over to the Board of Directors for resolution no later than June 15<sup>th</sup> and sent to the Governance Committee (options include an election of one or more new

Board members, acceptance of resignations from one or more existing Board members, or appointment of members to Public Seats by the Board of Directors).

## **I. CLOSING COMMENTS AND PROCEDURES**

1. All 2024 Board Election ballots through Election Buddy shall be kept as SECOORA records on the 2024 Board Election and shall be reviewed prior to storage by the Secretary of the SECOORA Board of Directors.
2. After the announcement of the results of the 2024 Board Election, the Chair of the NSC will confirm the 2024 Election is concluded and that the newly elected Board of Directors will be installed as Board members on July 1, 2024.

## APPENDIX

**The SECOORA Board voted in January 2019 that PIs are no longer eligible to serve on the SECOORA Board. The SECOORA membership voted to change the bylaws in May 2023 to make the size of the Board 13 as follows:**

Public Seat: 3

Industry/Private Sectors: 2

Academic/Education Research Sectors: 2

Public Agencies/Non-Profit/Other Sectors: 2

At Large Member Seats:

1 North Carolina

1 South Carolina

1 Georgia

1 Florida

### Current List of Board Members

The SECOORA Board seats and term limits are given below. Yellow highlighted are the ONLY SEATS BEING FILLED in the 2024 Election.

#### **Industry/Private Sector: Term Limit (yr)**

Jeff Copeland 3 (as of 7/1/2022)

Patrick Barrineau 3 (as of 7/1/2021) - TERM IS UP – willing to rerun for seat

#### **Academic/Research/Education Sector: Term Limit (yr)**

Bryan Franks 3 (as of 7/1/2022)

Gary Mitchum 3 (as of 7/1/2023)

#### **Public Agencies/Non Profit/Other Sector: Term Limit (yr)**

Evelien VanderKloet 3 (as of 7/1/2021) - TERM IS UP - willing to rerun for seat

Duane DeFreese 3 (as of 7/1/2022)

#### **At-Large: Term Limit (yr)**

William Savidge (GA) 3 (as of 7/1/2022)

Nathan Hall (NC) 2 (as of 7/1/2022) - TERM IS UP - willing to rerun for seat

Susan Lovelace (SC) 3 (as of 7/1/2021) - TERM IS UP - not reruning for seat

Erin Hague (FL) 3 (as of 7/1/2023)

## Current List of Members Eligible

### **At Large – SC – ONE POSITION AVAILABLE**

Scott Harris, College of Charleston

Patrick Barrineau, Coastal Science & Engineering, Inc.

### **At Large – NC – ONE POSITION AVAILABLE**

Nathan Hall, UNC - Chapel Hill

Patrick Halpin, Duke University

Peter Hamilton, retired, NCSU

### **Industry/Private Sector – ONE POSITION AVAILABLE**

Matt Upton, ROFFS

Patrick Barrineau, Coastal Science & Engineering, Inc.

### **Public Agency/Non-Profit/Other – ONE POSITION AVAILABLE**

Evelien VanderKloet, OTN Network at Dalhousie

Michael Crosby, Mote Marine Laboratory

Jim Murley, Miami-Dade County



### List of Members in Good Standing

	<i>Organization</i>	<i>Representative</i>	<i>Dues Paid</i>	<i>Date Received</i>
<b>Institutional Members - Director</b>				
1	Jacksonville University Marine Science Research Institute	Bryan Franks	1,000	7/24/2023
2	SC Sea Grant Consortium	Susan Lovelace	1,000	7/24/2023
3	Skidaway Institute of Oceanography	Bill Savidge	1,000	9/21/2023
4	OTN NETWORK AT DALHOUSIE	Evelien VanderKloet	1,000	9/18/2023
5	Coastal Science & Engineering, Inc.	Patrick Barrineau	1,000	9/13/2023
6	WeatherFlow	Jeff Copeland	1,000	7/10/2023
7	Indian River Lagoon National Estuary Program	Duane De Freese	1,000	6/27/2023
8	UNC-Chapel Hill	Nathan Hall	1,000	10/23/2023
<b>Sustaining Members - Director</b>				
9	USF	Gary Mitchum	3,000	6/21/2023
<b>Public Seat</b>				
10	GeoOptics	Conrad Lautenbacher	n/a	n/a
<b>Sustaining Members - Non-Director</b>				
11	Mote Marine Laboratory	Michael Crosby	3,000	6/27/2023
12	Miami-Dade County	Jim Murley	3,000	6/27/2023
<b>Institutional Members - Non-Director</b>				
13	SC DNR Marine Resources Division	Tracey Smart	1,000	8/9/2023
14	Florida Institute of Technology	Steven Lazarus	1,000	9/12/2023
15	NC State University	Rouying He	1,000	6/26/2023
16	Upton Environmental Inc. D/B/A ROFFS	Matt Upton	1,000	7/10/2023
17	UNC Wilmington	Lynn Leonard	1,000	9/26/2023
18	USC College of Arts and Sciences	George Voulgaris	1,000	7/24/2023
19	FAU - Harbor Branch Oceanographic Institute	Dennis Hanisak	1,000	7/6/2023
20	FIU-SEAS	Jim Fourqrean	1,000	6/14/2023
21	USC Arnold School of Public Health	Dwayne Porter	1,000	9/13/2023
22	Florida Institute of Oceanography	Monty Graham	1,000	9/12/2023
23	FL Fish and Wildlife Research Institute	Luke McEachron	1,000	8/1/2023
24	Fathom Science	Jennifer Warillow	1,000	9/25/2023
25	College of Charleston	Scott Harris	1,000	6/21/2023
26	ECU (Coastal Studies Institute)	Mike Muglia	1,000	9/25/2023
27	University of Miami-Rosenstiel School	Nick Shay	1,000	10/3/2023
28	The Nature Conservancy	Mary Conley	1,000	9/25/2023
29	DUKE University	Patrick Halpin	1,000	7/24/2023
30	Coastal Carolina University	Paul Gayes	1,000	9/27/2023
31	Georgia Southern University	Asli Aslan	1,000	7/24/2023
<b>Individual Members</b>				
32	Dialytics, Inc.	Cliff Merz	250	7/24/2023
33	Tetra Tech	Erin Hague	250	6/17/2023
34	Individual	Lisa Adams	250	6/14/2023
35	Individual	Peter Hamilton	250	9/26/2023