



Scientific and Technical Advisory Committee
BYLAWS

(Adopted December 12, 2002)

(Last Revised December 9, 2014)

I. OBJECTIVE

~~The Scientific and Technical Advisory Committee (STAC) provides scientific and technical advice to the Chesapeake Bay Program (CBP), reports annually to its Executive Council, and regularly interacts with the CBP throughout the year. The STAC Chair or designee is a member of the CBP Management Board. In acknowledgement of its unique advisory role and the need to maintain independence, STAC's membership on the Management Board is as a non-voting, advisory member.~~

The Scientific and Technical Advisory Committee (STAC) provides scientific and technical advice and guidance to the Chesapeake Bay Program (CBP) Partnership on measures to restore and protect the Chesapeake Bay and its watershed. STAC reports annually to the CBP's Executive Council, and regularly interacts with the CBP throughout the year. The STAC Chair or alternate designee is a member of the CBP Management Board as a non-voting, advisory member, in acknowledgement of STAC's unique advisory role and the need to maintain its independence.

II. BACKGROUND

Since its creation in December 1984, STAC has worked to enhance scientific communication and outreach throughout the Chesapeake Bay watershed and beyond. STAC provides independent scientific and technical advice in various ways, including (1) technical reports and position papers, (2) ~~discussion groups~~ white papers, (3) organizing reviews of CBP ~~projects~~ products, (4) technical workshops, and (5) interaction between STAC members and the CBP. STAC serves as a liaison between the scientific community and the CBP. Through professional and academic contacts and organizational networks of its members, STAC ensures close cooperation among and between the various research institutions and

management agencies represented in the Chesapeake Bay watershed.

III. ORGANIZATIONAL STRUCTURE

A. COMPOSITION

The STAC is composed of not more than 38 members drawn from federal and state agencies, universities, research institutions, and private industry, which represent a cross section of individuals with diverse scientific and technical backgrounds and areas of expertise that are important to the CBP.

1. ~~Chair~~—The Chair or his/her representative leads the STAC meetings and Executive Board meetings, and represents the STAC within the CBP partnership when appropriate. The Chair serves a two-year term.
2. ~~Vice Chair~~—The Chair Elect assumes the role of Vice Chair and serves a two-year term before serving as Chair. The Vice Chair will serve as Chair in the absence of the Chair. In the event the Chair is unable to continue to serve, the Vice Chair will assume the Chair’s responsibilities and a new Chair Elect / Vice Chair is elected.
3. ~~Past Chair~~—The Past Chair serves on the Executive Board and provides guidance to the Chair and Vice Chair on STAC operations and decisions. The Past Chair serves a two-year term.
4. ~~Executive Secretary~~—The Executive Secretary assists the STAC Chair and Vice Chair in maintaining communication with the CBP, provides guidance on STAC operations and decisions, and oversees STAC staff. The Executive Secretary shall have voice but no vote at STAC meetings. The Executive Secretary is designated by the organization contracted to support the STAC and as a result, there is no defined term limit.
5. ~~Executive Board~~—Consists of the Chair, Vice Chair, immediate past chair, and no more than five (5) additional STAC members, nominated by the Chair, Vice Chair, and immediate past chair and approved by the membership, to serve two-year terms or until the end of their STAC appointment, whichever comes first. The Chair, Vice Chair, and immediate past Chair remain on the Executive Board through their executive service regardless of their appointment status. The Executive Board acts on behalf of STAC when action is needed between quarterly meetings, and serves the STAC in making decisions on routine administrative matters. A quorum of the Executive Board is 50% of the voting members provided the Chair or Vice Chair is present.

Commented [DR1]: Divided existing ORGANIZATIONAL STRUCTURE format (A. Composition, B. Meetings) into 2 separate sub-headings for Composition and Leadership with refinements and additions, and made MEETINGS a separate section (IV)

- ~~6. **Member**—Provides independent scientific and technical guidance. Members are appointed on the basis of relevant scientific knowledge, needed area(s) of expertise, and ability to participate actively in the STAC. Member nominations are reviewed and approved by the STAC when vacancies are present. Eligible appointments may be renewed only if the member (1) indicates willingness to serve a second term and (2) has demonstrated engagement and adequate participation in STAC activities during the prior term of service. Approval for reappointment eligibility is granted by the Executive Board.~~
- ~~a. Two Mayoral appointees from the District of Columbia with a term length of four years, and serve until replaced. Mayoral appointees can serve more than one term;~~
 - ~~b. Two Gubernatorial appointees each from Virginia, Maryland, and Pennsylvania with a term length of four years, and serve until replaced. Gubernatorial appointees can serve more than one term;~~
 - ~~c. One Gubernatorial appointee each from headwater states formally recognized in the CBP with a term length of four years, and serve until replaced. Gubernatorial appointees can serve more than one term;~~
 - ~~d. Six federal scientists appointed by the Director of the CBP, with a term length of four years or until reassigned to a position with unrelated duties whichever occurs first. Federal appointees can serve no more than two consecutive terms (8 years);~~
 - ~~e. An appropriate number of scientists selected by the STAC, with a term length of four years. At large appointees can serve no more than two consecutive terms (8 years) unless fulfilling executive service. At large appointees may be reappointed following the completion of two consecutive terms (8 years) and a leave of absence of two years.~~
- ~~7. **Alternate Member**—Only Mayoral or Gubernatorial appointees can designate an alternate, through formal notification to the STAC Executive Secretary, who may vote only in the absence of the member. An alternate member will be counted in determining a quorum only when the member is not present. Alternate members serve through the end of their Gubernatorial/Mayoral member's term or until replaced.~~
- ~~8. **Emeritus Member**—At the conclusion of any member's term, that member will become a nonvoting Emeritus Member for a period of four years. During this time period, past members are encouraged to continue to collaborate with current members and attend activities and meetings when appropriate.~~

B. MEETINGS

~~The full STAC meets quarterly. The Executive Board meets at least once in between each quarterly meeting. All STAC meetings are open to the public. Agendas are distributed to the membership and interested parties prior to the meeting. Minutes of previous STAC meetings are available via the Internet or in hardcopy upon request.~~

- ~~A. Quorum and Voting—A quorum is 50% of current, filled memberships, excluding vacancies. Normally the STAC works by consensus, but if a vote is needed, a quorum must be achieved. A member present at the regularly scheduled meeting who departs prior to adjournment shall be counted as an abstention for any subsequent action items unless a proxy is tendered to the Chair prior to the early departure. Unless otherwise stated, a majority vote is required to take action.~~
- ~~B. Attendance—A STAC member who misses two consecutive meetings (and is not represented by a designated alternate) will be contacted concerning his/her absences. After four consecutive absences, STAC will seek a replacement for the member. Attendance is tracked by STAC Staff and made available in materials provided at each quarterly meeting.~~
- ~~C. Parliamentary Procedures—The STAC operates under Robert’s Rules of Order (latest edition) where not in conflict with these bylaws.~~

A. COMPOSITION

STAC is composed of no more than 38 members drawn from federal and state agencies, universities, research institutions, and private industry, in order to represent a cross section of individuals with diverse scientific and technical backgrounds and areas of expertise that are important to the CBP.

- 1. **Member** – Provides independent scientific and technical guidance. Members are appointed on the basis of relevant scientific knowledge, needed area(s) of expertise, and ability to participate actively in STAC. Member nominations are reviewed and approved by STAC when vacancies are present.
 - a. Two (2) Mayoral appointees from the District of Columbia serve a term of four years, or until replaced. Mayoral appointees may serve more than one term;
 - b. Two (2) Gubernatorial appointees each from Virginia, Maryland, and Pennsylvania serve a term of four years, or until replaced. Gubernatorial appointees may serve more than one term;

Commented [BB2]: STAC Chair and staff will develop language to clarify process for filling STAC vacancies in early 2018. This language will be vetted by STAC’s EB and brought before STAC’s membership at the March meeting.

- c. One (1) Gubernatorial appointee each from headwater states of New York, West Virginia, and Delaware serve a term of four years, or until replaced. Gubernatorial appointees may serve more than one term;
- d. Six (6) federal scientists appointed by the Director of the CBP, serve a term of four years, or until reassigned to a position with unrelated duties, whichever occurs first. When a vacancy occurs, STAC membership considers the current scientific and expertise needs of STAC and submits a nomination for a new federal appointee to the Director of the CBP for consideration. Federal appointees may serve no more than two consecutive terms (8 years);
- e. Twenty-one (21) At-large members are selected by STAC membership based on the basis of relevant scientific knowledge and needed area(s) of expertise ~~current scientific and expertise needs of the committee~~. At-large members serve a term of four years, and may serve no more than two consecutive terms (8 years) if reappointed by STAC's Executive Board. At-large members may serve longer than two terms, if fulfilling executive service. At-large members may be re-appointed to STAC after a two-year hiatus. ~~At large appointees may be re-appointed following the completion of two consecutive terms (8 years) and a leave of absence of two years.~~

Commented [DR3]: Ask STAC if this language is accurate/still applicable

Commented [DR4]: Can members serve just one term, then take a hiatus, then return? Or do they need to serve 2 full terms, then a hiatus, before returning? Do we need to determine and/or clearly state that?

- 2. **Member Re-Appointment** – Eligible appointments may be renewed only if the member 1) indicates willingness to serve a second term and 2) has demonstrated engagement and adequate participation in STAC activities during the prior term of service. Re-appointment eligibility is determined by the Executive Board.
- 3. **Alternate Member** – Mayoral or Gubernatorial appointees may designate an alternate, through formal notification to the STAC Executive Secretary. Alternates will be counted when determining a quorum only when the member is not present. Alternates may vote only in the absence of the member. An alternate may serve through the end of their Gubernatorial/Mayoral member's term or until replaced.
- 4. **Emeritus Member** – At the conclusion of any member's term, that member will become a nonvoting Emeritus Member for a period of four years. During this period, emeritus STAC members are encouraged to continue to collaborate with current members and attend activities and meetings when appropriate.

B. LEADERSHIP

Elected by the members of STAC from among their membership, the Vice Chair, Chair, and immediate Past Chair form the leadership body of the committee. Each position serves a term of two years, therefore, members holding these offices serve a total of six

years of executive service. Each remains a full, voting member of STAC and the Executive Board through the full tenure of their executive service, regardless of the end date of their initial STAC appointment.

1. **Chair** – The Chair is elected for a two-year term by the members of STAC from among their membership, and remains a full member of STAC through their executive service as immediate Past Chair. The Chair or alternate designee leads meetings of the full STAC and the Executive Board, and represents STAC within the CBP Partnership when necessary and appropriate.
2. **Vice Chair** – The Vice Chair and serves a two-year term, then serves at Chair. The Vice Chair may represent STAC within the CBP Partnership as required or designated by the Chair, and will serve as Chair in his/her absence. In the event that the Chair is unable to continue to serve the full tenure of their position, the Vice Chair will assume the Chair’s responsibilities and a new Vice Chair will be elected.
3. **Past Chair** – Following the completion of a two-year term as Chair, the immediate Past Chair serves on the Executive Board and remains a full member of STAC for an additional two-year term. The Past Chair provides guidance to the Chair and Vice Chair on STAC operations and decisions.
4. **Executive Secretary** – The Executive Secretary assists the STAC Chair and Vice Chair in maintaining communication with the CBP, provides guidance on STAC operations and decisions, and oversees STAC staff and administration. The Executive Secretary is considered a full, but non-voting member at STAC meetings and on the Executive Board. The Executive Secretary is designated by the organization contracted to support STAC, and as a result, there is no defined term limit.
5. **STAC Coordinator and Staff** – The STAC Coordinator and Staff assist the Executive Secretary in coordinating communications and serving as the primary point of contact between STAC members and the CBP. Responsibilities include providing administrative and technical support for STAC activities and working groups, and maintaining general committee operations. The STAC Coordinator and Staff are employed by the organization contracted to support STAC.
6. **Executive Board** – Consists of the Chair, Vice Chair, immediate Past Chair, Executive Secretary, and no more than five (5) additional STAC members. The Executive Board (EB) acts on behalf of STAC when action is needed between quarterly meetings, and make decisions on behalf of STAC on routine administrative matters. EB members are nominated from within the current EB membership and selected by the Chair, Vice Chair, and immediate Past Chair and **approved by the full STAC membership**. EB members serve two-year terms or until the end of their

STAC appointment, whichever comes first. The Chair, Vice Chair, and immediate Past Chair remain on the EB through their executive service regardless of their appointment status. A quorum of the EB is 50% of the voting members, provided the Chair or Vice Chair is present.

IV. MEETINGS

~~The full~~ STAC meets quarterly. The Executive Board meets at least once in between each quarterly meeting. All STAC meetings are open to the public. Agendas are distributed to the membership and interested parties prior to the meeting. Minutes of previous STAC meetings are available via the Internet or in hardcopy upon request.

1. **Quorum and Voting** – A quorum is 50% of current, filled memberships, excluding vacancies. Normally STAC works by consensus, but if a vote is needed, a quorum ~~must be achieved~~ is required. A member present at the regularly scheduled meeting who departs prior to adjournment shall be counted as an abstention for any subsequent action items unless a proxy is tendered to the Chair prior to the early departure. Unless otherwise stated, a majority vote is required to take action.
2. **Attendance** – A STAC member who misses two consecutive meetings (and is not represented by a designated alternate) will be contacted concerning their absences. After four consecutive absences, STAC will seek ~~a replacement for~~ to replace the member. Attendance is tracked by STAC Staff and made available in materials provided at each quarterly meeting.
3. **Parliamentary Procedures** – STAC operates under Robert’s Rules of Order (latest edition) where not in conflict with these bylaws.

Commented [DR5]: When do we need a formal vote, and when do we not? Define clearly in Bylaws.

V. PROCEDURE FOR AMENDMENT

A. AMENDMENTS TO BYLAWS

To amend the STAC bylaws, the STAC Executive Board will bring recommendations to the membership for consideration. A 2/3 vote of the membership present or by proxy is required for adoption.