



## **Scientific and Technical Advisory Committee**

### **BYLAWS**

**(Adopted March 13, 2018)**

#### **I. OBJECTIVE**

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, such as (1) technical reports and white papers, (2) conducting reviews of CBP products, (3) technical workshops, and (4) 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. Further details regarding STAC products and activities are provided in the "STAC Operational Guidelines."

#### **III. ORGANIZATIONAL STRUCTURE**

##### **A. COMPOSITION**

STAC is composed of no more than 38 members drawn from federal and state agencies, universities, research institutions, and private industry, and 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, with due consideration given to geographic, gender, racial, and ethnic representation. In anticipation of, or in the case of an unexpected STAC membership vacancy, STAC will engage in a discussion to identify and prioritize needed expertise. STAC members will then generate nominations to fill STAC’s prioritized needs. STAC will review and discuss nominations at a quarterly meeting. STAC members in attendance (both in person and remotely) at this same quarterly meeting will approve a slate of nominees. The Executive Board will then rank and recruit new members within each prioritized expertise need from among the approved nominations. The highest ranked nominee that confirms their readiness to serve will be appointed as a new STAC member.
  - a. Two (2) Mayoral appointees from the District of Columbia serve a term length of four (4) 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 length of four (4) years, or until replaced. Gubernatorial appointees may serve more than one term.
  - c. One (1) Gubernatorial appointee each from headwater states of New York, West Virginia, and Delaware serve a term length of four (4) 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 length of four (4) years. 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 (4 years each).
  - e. Twenty-one (21) At-large members are nominated by STAC membership and appointed by the STAC Executive Board based on relevant scientific knowledge and needed area(s) of expertise. At-large members serve a term of four (4) years, and may serve no more than two consecutive terms (4 years each) 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.

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 (4) 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**

The Chair, Vice Chair, and immediate Past Chair form the leadership subcommittee of STAC. The Chair, Vice Chair, and immediate Past Chair each serve a term of two (2) years. Therefore, STAC members holding these successional offices serve a total of six (6) years of executive service. The Chair, Vice Chair, and immediate Past Chair are full, voting members of STAC and STAC’s Executive Board throughout their executive service, regardless of the end date of their initial STAC appointment.

Near the close of the current Chair’s term, STAC’s leadership subcommittee identifies nominees for the next Vice Chair from among STAC’s membership. The leadership subcommittee may engage STAC’s Executive Board when identifying and considering nominees for Vice Chair. A Vice Chair incumbent is selected from the nominees.

1. **Chair** – The Chair serves a two-year term, 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 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 six (6) additional STAC members. The Executive Board (EB) acts on behalf of STAC when action is needed between quarterly meetings, and makes decisions on behalf of STAC on routine administrative matters. New EB members are nominated from within the current EB membership, 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. With the exception of member nominee rankings (described in III.A.1.), all actions by the EB are subject to a vote by the full STAC membership.

#### **IV. MEETINGS**

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 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 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.

## **V. PROCEDURE FOR AMENDMENT**

### **A. AMENDMENTS TO BYLAWS**

Revision or amendments to these bylaws may be proposed by any STAC member. Any such proposed revision or amendments shall be submitted in writing to the Executive Board not less than ninety (90) days prior to the date of the next quarterly meeting. Each member shall receive in writing all proposed revisions or amendments to the bylaws not less than thirty (30) days prior to the next quarterly meeting of the members. Proposed revisions or amendments shall be presented by the Executive Board to the membership at such next quarterly meeting. A two-thirds (2/3) majority vote of the membership shall be required to revise or amend the bylaws, provided a quorum is present (either in person or online).