

Oregon Ocean Science Trust

BYLAWS

Section 1- Name and Principal Office

- A. The name of the organization is the Oregon Ocean Science Trust.
- B. The principal office of the Trust is located at 775 Summer St, Suite 100, Salem, OR 97301.

Section 2 – Duties

- A. The Duties of the Trust are to:
 - 1. Promote peer-reviewed, competitive research and monitoring that leads to increased knowledge and understanding of Oregon’s ocean and coastal resources;
 - 2. Promote innovative, collaborative, community-oriented, multi-institutional approaches to research and monitoring related to Oregon’s ocean and coastal resources;
 - 3. Enhance Oregon’s capacity for peer-reviewed scientific ocean and coastal research;
 - 4. Subject to available funding, establish and execute a competitive grant program to conduct research and monitoring related to Oregon’s ocean and coastal resources;
 - 5. Submit a report to the Legislative Assembly by March 31 of each even-numbered year, describing progress of the trust in carrying out its duties.

Section 3 – Members and Terms of Office

- A. The Trust consists of seven members.
- B. Five voting members of the Trust shall be appointed by the State Land Board for four year terms, but members serve at the pleasure of the board. Members must be residents of Oregon with a commitment and interest in the stewardship of Oregon’s ocean and coastal resources, and have not less than five years’ experience in competitive granting, marine science, foundations or fiscal assurance. A member is eligible for reappointment.
- C. Two non-voting members shall be appointed; one Senate member, by the President of the Senate, and one House member, by the Speaker of the House of Representatives.

Section 4 – Selection of Executive Director

The members shall select one of its voting members to be the executive director of the Trust. The executive director shall chair meetings of the Trust and is authorized to enter into agreements and contracts necessary to carry out the work of the Trust, as approved by the Trust.

Section 5 – Meetings

- A. Regular Meetings – The Trust shall hold regular meetings at least twice per year at a place, date and time determined by the Executive Director.
- B. Special Meetings - Special meetings of the Trust may be convened at the discretion of the Executive Director or called by a majority of the members of the Trust.

- C. Teleconference – The Trust may transact business by teleconference and other electronic means according to state protocols or statute.
- D. Notice
 - 1. Meeting Notice – Trust members shall be given written notice by the Executive Director at least 20 days in advance of regular meetings; such notice to include date, place and time of the meeting.
 - 2. Meeting Materials – At least seven days prior to each regular meeting the Executive Director shall transmit to Trust members an agenda and materials that are pertinent to the agenda.
 - 3. Special Meeting Notice – Notice of special meetings shall be given to Trust members at least five days in advance of the date of the meeting and it shall set out the date, place, time and purpose for the meeting. Action taken at special meetings shall be limited to the topic or topics designated in the meeting notice.
 - 4. Public Notice of Meetings – Public notice of all meetings that are open to the public shall be made. Such notice shall include the time, date and place of the meeting.
- E. Quorum and Voting
 - 1. Quorum – A majority of the voting members of the Trust constitutes a quorum for the transaction of business.
 - 2. Majority Vote – When a quorum is present, business may be transacted upon a simple majority vote.
 - 3. Mail Ballots, E-Mail Ballots and Transactions – If a simple majority of the members consent in writing to any action taken or to be taken by the Trust, such action shall be as valid an action of the Trust as though it had been accomplished at a meeting of the Trust.

Section 6 – Committees

- A. Standing and ad hoc committees may be created by the Executive Director of the Trust as necessary to help fulfill the Trust’s purposes.
- B. Quorum and Voting
 - 1. Quorum – A simple majority of the committee’s members shall constitute a quorum.
 - 2. Voting – When a quorum is present, business may be transacted upon a simple majority vote.

Section 7 – Disbursement of Trust Fund and Grant Program

The Trust shall establish policies for the distribution of funds from the trust allowed by ORS 196.567 and 196.568.

Section 8 – Conflict of Interest

- A. Members of the Trust and employees are subject to the provisions of ORS Chapter 244 and Oregon Constitution, Article XI, Section 7.
- B. To avoid potential or perceived conflict when a Trust member serves on the Board or is affiliated with an organization that applies for and/or receives funding from the Trust, Trust members shall be excluded from in any way participating in or influencing decision-making regarding organizations to which he or she is affiliated or on whose Board he or she serves.

Section 9 – Parliamentary Procedures

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Trust in all cases to which they are applicable and in which they are not inconsistent with these By-laws and any special rules of order the Trust may adopt.

Section 10- Amendment of By-laws

These By-laws may be amended by the Trust by a vote of four-fifths of the voting members of the Trust, provided that written notice for the proposed amendment(s) shall have been given not less than thirty days prior to the meeting at which the amendment(s) will be considered. Any term, clause or section that becomes at variance with higher authority such as executive orders, rules, regulations or statutes shall be void; however, all remaining By-laws shall have the full force and effect and may be amended as provided to maintain conformity.

By-laws Adopted January 22, 2016 by the Oregon Ocean Science Trust