

1. INTRODUCTION

To coordinate use of U.S.-supported oceanographic facilities (Table 1), the academic oceanographic institutions that use and operate these facilities, by virtue of this Charter, do hereby establish the University-National Oceanographic Laboratory System (UNOLS). UNOLS comprises these academic oceanographic institutions. UNOLS shall be a source of support and recommendations for the oceanographic community and Federal agencies on all aspects of oceanographic research infrastructure. Through these activities, UNOLS institutions make substantial contributions to the national oceanographic enterprise.

Execution and enforcement of its recommendations are matters for member institutions and the agencies that fund the construction and operation of UNOLS facilities to consider and address.

2. OBJECTIVES

The objectives of UNOLS are to:

1. facilitate and coordinate access to and utilization of facilities for academic oceanographic research
2. review the current match of facilities to the needs of academic oceanographic programs
3. foster Federal and other support for academic oceanography, thereby continuing and enhancing the excellence of the nation's oceanographic program

To accomplish these objectives, UNOLS makes recommendations of priorities for replacing, modifying or improving the number and mix of facilities for the community of users. 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 U.S. institutions that use, or operate and use, sea-going facilities and maintain an academic program in marine science. 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. See: <https://www.unols.org/form/application-unols-membership>

All applications for membership are reviewed by the UNOLS Council. Applications approved by the Council are then voted on by the full UNOLS membership prior to the UNOLS Annual Meeting held each fall. All institutions, having satisfied the criteria for membership (<https://www.unols.org/form/application-unols-membership>), and having been approved by a simple majority of the UNOLS membership, are designated as UNOLS institutions.

The UNOLS Council periodically shall review the list of UNOLS institutions and recommend to the membership of UNOLS additions and status changes. Changes shall be considered at a

regular UNOLS meeting and require a majority vote of the UNOLS membership present or by proxy if absent.

Membership may be voluntarily terminated by any member organization on written notice to the Chair. In extraordinary instances, an institution's membership may be involuntarily terminated by a two-thirds vote of the UNOLS membership.

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.

b) Voting

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.

If 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.

c) UNOLS Vessels and Facilities

The United States (U.S.) Academic Research Fleet (ARF) conducts oceanographic science research for the nation. The U.S. ARF consists of vessels designated as UNOLS Vessels. The terms "ARF vessel" and "UNOLS Vessel" are synonymous. UNOLS Vessels and National Oceanographic Facilities are designated by the UNOLS Council (Table 1). The U.S. ARF is a subset of the National Oceanographic Fleet (see Glossary at end of document).

UNOLS Vessels are those U.S. research vessels 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.

UNOLS institutions may request that a research vessel be designated as a UNOLS Vessel following the guidelines described in "Guidelines for Requesting/Becoming a UNOLS Vessel."

UNOLS Vessels and National Oceanographic Facilities are available to users outside of the operator institution if funding is available from the sponsor of the research or from the user, and the 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 considering the above criteria and considering the objectives of UNOLS in Section 2.

If the Council denies an application for UNOLS vessel status 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."

d) Operator Institutions

Those UNOLS institutions that operate UNOLS Vessels or National Oceanographic Facilities (Annex II) are, in addition to being members, designated as Operator Institutions.

4. ORGANIZATION

a) Overview

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

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 Immediate-Past-Chair brings 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 operator institutions in providing access to Federally -supported facilities for scientists from other institutions. This is done by receiving and reviewing reports about fleet utilization, post-cruise assessment reporting, Fleet Improvement Committee activities, and review/response to the Agency letter. It evaluates the need for replacement and addition of facilities and assesses whether facilities are outmoded or in excess of current needs. It considers and makes recommendations to U.S. 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 reviews and approves appointments to UNOLS committees.

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 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:

- the UNOLS Chair
- the Chair-Elect
- the Immediate-Past-Chair
- two members from UNOLS operator institutions
- two members from UNOLS institutions other than facility operators
- three members from among candidates affiliated with any UNOLS institutions

In addition, the chairs of UNOLS standing committees serve, ex officio, as fully participating, voting members of the Council, including the:

- Ship Scheduling Committee (SSC)
- Research Vessel Operators' Committee (RVOC)
- Fleet Improvement Committee (FIC)
- Research Vessel Technical Enhancement Committee (RVTEC)
- Arctic Icebreaker Coordinating Committee (AICC)
- Deep Submergence Science Committee (DeSSC)
- Scientific Committee for Oceanographic Aircraft Research (SCOAR)
- Marine Seismic Research Operations Committee (MSROC)
- Maintaining an Environment of Respect Aboard Ships Committee (MERAS)

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 (at least 10 persons out of the 19 Council members) and must include at least five elected members.

Council decisions are reached by majority vote of member's voting, provided a quorum is represented at the time of the vote. If a matter requires a discussion and vote by the Council sooner than the next scheduled meeting, a discussion and vote on 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 with 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) *UNOLS 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. 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 operator 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 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.

Selection of an institution to host the UNOLS Office and Executive Secretary shall be by an open, competitive process. These selections ordinarily will be made concurrently. The UNOLS Chair shall invite all UNOLS operator 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 to host the UNOLS Office to submit a funding 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.

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. 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.

If it is necessary to select or replace the Executive Secretary, open competition for a host institution shall be held concurrently.

Costs of operating the UNOLS Office will be Federally funded among the U.S funding agencies in accordance with their participation in contract and grant programs with the operator 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 based on 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.

a) Officers

The UNOLS Chair-Elect shall be elected from among candidates affiliated with any UNOLS member institution. Chairs are elected for two-year terms. Prior to becoming Chair, the elected candidate will sit as Chair-Elect for a single term of two years. After sitting as Chair for two years, they will then assume the role of Immediate-Past-Chair for two years.

b) Council

The seven elected members of the UNOLS Council shall serve three-year terms, staggered so that two or three terms begin each year. Individuals may serve not more than two consecutive terms.

c) 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.

d) 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.

e) Meetings

The UNOLS Chair shall convene an annual meeting of UNOLS institutions either virtually or in person. The Chair shall distribute an agenda, 30 days in advance, 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 Annual 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.

The UNOLS Office makes notification of UNOLS, Council and committee meetings 30 days prior to meetings to assure the wider scientific community has an opportunity to respond and participate.

f) 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. Reports shall be provided to the wider community on the UNOLS website; on rare occasions classified or sensitive information may not be released.

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. 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 the case of mail or e-mail votes, submits votes by those methods. The voting matter shall have been submitted to the membership at least 30 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,
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Amended: May 29, 1981, Washington, DC
Readopted: October 21, 1981, Washington, DC
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Amended and readopted: October 23, 1987, Washington, DC
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Readopted: September 14, 1995, Arlington, VA
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Amended and readopted September 21, 1999, Arlington, VA
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Revised and adopted: November 15, 2001, Washington, D.C.
Revised and adopted: October 15, 2004, Arlington, VA
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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
Revised and readopted: XXXXX YY, 2021