

Oregon NASA Space Grant Consortium

BYLAWS

A Cooperative Agreement from the
National Space Grant College and Fellowship Program – Opportunities in NASA STEM

NASA Headquarters
Office of STEM Engagement
Washington DC 20546-0001

To

Lead Institution: Oregon State University

in cooperation with Affiliate Members and Partner Organizations:

Affiliate Members—4-Year Institutions

Eastern Oregon University
George Fox University
Oregon Institute of Technology
Pacific University
Portland State University
Southern Oregon University
University of Oregon
University of Portland
Western Oregon University

Affiliate Members—Informal Education:

Oregon Museum of Science and Industry
Sunriver Nature Center & Observatory
The Museum at Warm Springs

Partner Organizations:

Greater Oregon STEM Center
JPL Solar System Ambassador Program
South Metro-Salem STEM Center

Affiliate Members—Community Colleges:

Lane Community College
Linn-Benton Community College
Portland Community College
Southwestern Oregon Community College

PREAMBLE

Whereas the function of the Oregon NASA Space Grant Consortium¹ is that of a support agency for NASA's National Space Grant College & Fellowship Program², the state-wide consortium of OSGC Lead Institution, Affiliate Institutions, and Partner Organizations, which constitute the membership of OSGC, and the Consortium Director are charged with the goal of establishing an effective network of persons and institutions committed to the realization of the nation's fullest potential in the development and effective utilization of the nation's space- and aeronautics-related resources and technological and scientific competencies;

Whereas the purpose of the Oregon Space Grant Consortium is to administer the Oregon Space Grant Program with the following objectives:

1. Establish a national network of universities with interest and capabilities in aeronautics, space, and related fields.
2. Encourage cooperative programs among universities, aerospace industry, and federal, state, and local governments.
3. Encourage interdisciplinary training, research, and public service programs related to aeronautics, space science, and technology.
4. Recruit and train professionals for careers in aerospace-related fields.
5. Develop a strong science, mathematics, and technology education base from elementary through university levels.

Whereas the accomplishment of these objectives requires the establishment of orderly governance procedures by which the Consortium members can effectively contribute their energies and talents towards a common goal; hereby adopt these Bylaws to define governance procedures of the Consortium.

¹ Hereinafter referred to as the OSGC or Consortium

² Hereinafter referred to as National Space Grant Program

Article 1 – Membership Affiliation

1.1 Lead Institution

A Lead Institution is designated by NASA as the host institution for the Consortium. The Lead Institution agrees to provide matching support as outlined in the NASA Office of STEM Engagement Cooperative Agreement, provide dedicated space for the OSGC Program Office and student activities, and serve as the certified fiscal agent of the Consortium.

- 1.1.1 *Lead Institution Representative:* A representative from the Lead Institution is selected who will serve on the OSGC Affiliate Council and disseminate information and opportunities from OSGC leadership broadly throughout the Lead Institution. Appropriate selection for representative includes a strong commitment to promoting, encouraging, and advancing STEM education and a demonstrated interest in strengthening the aerospace and space science infrastructure in the state of Oregon. Representatives shall demonstrate a commitment to proactively fostering a cohesive and collaborative environment with stakeholders, making efforts to engage students

and faculty with NASA and OSGC resources and opportunities. The representative may be the recommendation of the Director and approved and appointed by the OSU Dean of College of Science.

1.2 Affiliate Institutions

Membership affiliation in OSGC is open to Oregon institutions of higher education, Oregon informal education entities, and Oregon government agencies or departments with interest in aerospace, space science, and space-related activities.

- 1.2.1. The primary duty of Affiliates shall be to support the goals of OSGC and advance its programs as appropriate including guiding the strategic direction of OSGC.
- 1.2.2. *Adding New Affiliate Members to OSGC:* An institution with the intention of becoming an OSGC Affiliate should address an application to the Director indicating a desire to become a member as evidenced by the signature of the institution's Chief Academic Officer/Authorizing Organization Representative (AOR). The application shall include the name and type of institution, the name and contact information of the AOR and proposed Affiliate Representative, a brief statement describing the institution and its involvement in space science-related activities, and a statement describing the potential contribution of the institution to OSGC. Membership applications shall be presented at the OSGC annual Affiliate Meeting. To be granted Affiliate status, the applicant must be approved by the Director and receive a two-thirds affirmative vote from the Affiliate Council. Membership decisions may not be appealed but institutions are invited to re-apply at a subsequent OSGC annual meeting.
- 1.2.3. *Affiliate Representative:* Affiliate Institutions agree to actively and enthusiastically participate in the Consortium, in part by naming a designated Affiliate Representative who will serve on the Affiliate Council, disseminate information, and coordinate OSGC activities for the Affiliate Member Institution. Appropriate selection for representative includes a strong and demonstrated commitment to promoting, encouraging, and advancing STEM education across Oregon. Representatives shall demonstrate a commitment to proactively fostering a cohesive and collaborative environment with stakeholders, making efforts to engage students and faculty with NASA and OSGC resources and opportunities.
 - 1.2.3.1. Affiliate Representatives shall attend the OSGC annual Affiliate Meeting where a quorum of the Affiliate Council is necessary and additional OSGC-hosted functions per year as applicable.
 - 1.2.3.2. Affiliate Representative selection shall be reviewed each grant cycle. Renewal or replacement shall be the recommendation of the Affiliate Institution's AOR or the OSGC Director and shall be approved by both the AOR and the OSGC Director.
 - 1.2.3.3. *Change of Affiliate Representative:* When selecting a new Affiliate Representative for an existing Affiliate Institution, recommendations shall come from the Affiliate Institution AOR or the OSGC Director and shall be approved by both the AOR and the OSGC Director. Selection for affiliate representation shall follow criteria specified in Section 1.2.3.

- 1.2.4. *Affiliate Faculty*: Affiliate Institutions may have Affiliate Faculty, additional faculty from the respective institution, who are participating members in OSGC programs and may attend OSGC meetings and events. Affiliate Faculty are non-voting members except as specified in Section 3.2 and 3.8 below.
- 1.2.5. *Inactive Affiliate Status*: OSGC Affiliate Institutions are designated by the Director to be in Inactive Status if the Affiliate Representative does not meet requirements of sections 1.2.3 above or if the Affiliate Institution becomes delinquent in the obligations of OSGC subcontracts and cost share obligations or requests the change of status. As an Inactive member, the institution may not participate in any competitive or non-competitive OSGC programs and may not vote on motions or elections of OSGC. Once the issue is resolved, Affiliate status is changed to active. Failure to resolve issues will result in removal from the Consortium outlined in the following section. The Director is responsible for change of status declarations.
- 1.2.6. *Change of Affiliate Institution Structure*: In the event there is a change that impacts the organizational structure of an existing affiliate institution, a new affiliate representative may be selected to represent the restructured institution. Recommendations for a new Affiliate Representative shall come from the Affiliate Institution AOR or the OSGC Director and shall be approved by both the AOR and the OSGC Director. Selection for affiliate representation shall follow criteria specified in Section 1.2.3.
- 1.2.7. *Removal of Affiliate Institution*: Any Affiliate Institution may be removed from OSGC either at the request of the institution or by a two-thirds vote of the Affiliate Council at any annual, regular, or special meeting of the OSGC when a quorum is present. A violation of these bylaws or engaging in other conduct prejudicial to the interests of the Consortium will result in consideration for removal. The member institution will be given written notice of the charges against it and will be given an opportunity to present a defense to OSGC in the form of written and/or oral presentation. OSGC shall act on the basis of reasonable and consistent criteria with the goal of advancing the best interests of the Consortium.

1.3 Partner Organizations

Partnership affiliation in OSGC is open to organizations or programs with interest in aerospace, space science, and space-related activities and outside of, or having association with, formal or informal education institutions and commercial and industrial businesses incorporated in Oregon, and which desire to support the purposes of and participate in the activities of the Consortium.

- 1.3.1 The primary duty of Partners shall be to support the goals of OSGC and advance its programs as appropriate.
- 1.3.2 *Adding New Partner Organizations to OSGC*: An organization with the intention of becoming an OSGC Partner should address a letter of intent to the Director indicating a desire to become a member as evidenced by the signature of the organization's Chief Executive Officer or Authorizing Organization Representative (AOR). The application shall include the name and type of organization, the name and contact information of the AOR and proposed Partner Representative, a brief statement describing the organization and its involvement in space science-related activities, and a statement describing the potential contribution of the organization to OSGC. Partnership

applications shall be approved by the Director and presented to the Consortium at the OSGC annual Affiliate Meeting.

- 1.3.3 Partner organizations are represented by their designated representative, approved by the Director. Appropriate selection for representation includes a strong commitment to promoting, encouraging, and advancing STEM education and a dedicated interest in strengthening the aerospace and space science infrastructure in the state of Oregon.
- 1.3.4 Partner Representatives shall attend at least one OSGC sponsored meeting or function per year.
- 1.3.5 Partners are non-voting members but may be eligible for funding opportunities as applicable.
- 1.3.6 *Removal of Partners:* Any Partner organization may be removed from OSGC either at the request of the organization or by the Director.

1.4 Affiliate Council

OSGC Lead and Affiliate Representatives collectively form the Affiliate Council and are the voting members of OSGC. As such, the Council serves to guide the strategic direction of the Consortium and may present recommendations to the Director.

Article 2 - Meetings

- 2.1. Director shall be the presiding officer at OSGC meetings. If the Director is unable to attend an OSGC meeting, then the role of presiding officer will fall sequentially to the Associate Director then the Affiliate Liaison. In the event the alternates are unable to assume this responsibility, then by majority vote, the attending members of the Affiliate Council will select one of its members to preside over the meeting.
- 2.2 OSGC Affiliate Meetings shall be held at least once each calendar year.
- 2.3 Other meetings may be called by the Director or at the discretion of the majority of the Affiliate Council.
- 2.4 OSGC members shall be notified by the Director of the time, place, and proposed agenda of each meeting at least 15 days in advance.
- 2.5 A quorum shall consist of a simple majority of the full OSGC Affiliate Council.
- 2.6 Meeting notes shall be taken at each OSGC annual Affiliate Meeting or special meeting and distributed to the Consortium members post-meeting. A note taker is selected by the Director and may be any OSGC member.
- 2.7 The conduct of all meetings shall be governed by the current edition of *Robert's Rules of Order*³. In the event of conflict between *Robert's Rules* and specific terms of the OSGC bylaws, the bylaw terms shall prevail.

³ Roberts, H. M. (1998). *Robert's rules of order*. Berkley Publishing Corporation.

Article 3 - Voting Procedures

- 3.1 The Affiliate Council is the voting body for OSGC and each member of the Council shall have one vote. Affiliate Faculty and Partner Representatives are non-voting members.

- 3.2 Any Affiliate Representative may notify the presiding officer at any meeting that an alternate person from within the respective institution is to represent the Affiliate's directorate in all matters before OSGC at the specified meeting, except that the alternate cannot serve as an officer of the Consortium.
- 3.3 By written proxy any Affiliate Representative may authorize a representative of another OSGC Affiliate Institution to cast a vote on behalf of the absent institution.
- 3.4 A simple majority of the full Affiliate Council shall be required for OSGC action.
- 3.5 OSGC may from time-to-time conduct votes a) by written solicitation or b) by a call for response at a meeting of the Affiliate Council or c) by email solicitation. In the event that a vote taken in an OSGC meeting is inconclusive in that the votes of those not present would be sufficient to affect the final outcome, the Director may seek supplemental mail/phone votes from unrepresented affiliates to complete the balloting and to determine a definitive action by the Affiliate Council.
- 3.6 Any one member in attendance at a meeting may require that a formal vote count be recorded in the minutes.
- 3.7 OSGC can assess dues from its members, as necessary. This must be determined by a 66% vote of the full OSGC Affiliate Council.
- 3.8 When a vote of an Affiliate Council member is required in a committee, subcommittee, or other meeting that takes place simultaneously with other OSGC meetings, thereby preventing the Representative from attending, the Representative may notify the chair of the respective committee that a designated alternate will represent the Affiliate's directorate in that committee, subcommittee, working group, or other meeting. Such designated alternate may serve in any capacity up to and including the chair of the committee.

Article 4 - Officers and Committees

The following procedures shall govern the officers of OSGC, their duties, and their manner of selection:

4.1. Director

- 4.1.1. The Director of the Consortium shall be selected and approved by the Lead Institution with the approval of NASA's Office of STEM Engagement. The Director must be from the Lead Institution.
- 4.1.2. If the Consortium Director leaves his/her position, or proposes to do so, the National Space Grant Program Manager/Deputy Manager should be notified in writing via email as soon as possible from the Chief Academic Officer/Authorizing Organization Representative (AOR) of the Lead Institution. The Chief Academic Officer/AOR of the Lead Institution will recommend to NASA, for approval, the appointment of an Interim Director. Note: Both the interim and permanent directors must be from the Lead Institution. Procedure for selecting Interim Director/Permanent Director must follow the NASA Guidelines for Space Grant Director & Lead Institution Changes Checklist for Consortia, updated 08/16/2022.

- 4.1.3. The Director shall, in consultation with the OSGG membership, prepare a preliminary agenda for meetings and preside over Consortium meetings.
- 4.1.4. The Director shall represent OSGC and carry out initiatives as directed by the Affiliate Council.
- 4.1.5. The Director shall arrange for staff support for OSGC meetings and activities.
- 4.1.6. The Director is responsible for maintaining OSGC records and reporting Space Grant data to NASA Office of STEM Engagement (OSTEM).
- 4.1.7. The Director serves as liaison between NASA OSTEM and the OSGC Affiliate and Partner Representatives.
- 4.1.8. The Director shall be reviewed each grant cycle. Renewal or replacement shall be the recommendation of the OSU Dean of College of Science and shall be approved by the Lead Institution's AOR. The Lead Institution leadership may seek input from the OSGC Affiliate Council.

4.2. Associate Director

- 4.2.1. An Associate Director may be appointed by and serves at the discretion of the Director where the term of service may be limited to the term of elected Director. The Associate Director is eligible for reappointment after each Director election.
- 4.2.2. Associate Director must be from the Lead Institution.

4.3. Affiliate Liaison

- 4.3.1. Affiliate Representatives are eligible to serve as Affiliate Liaison.
- 4.3.2. The OSGC shall elect one member to serve as Affiliate Liaison for a two-year term of office, effective November 1.
- 4.3.3. The Affiliate Liaison position is limited to two consecutive terms of elected service.
- 4.3.4. The Affiliate Liaison shall attend a minimum of one National or Regional Space Grant Directors meeting during the term of office.
- 4.3.5. The Affiliate Liaison shall serve as a collective voice of the Affiliate Institutions and serves as an advisor to the Director and Associate Director in matters of policy, program, and funding development as needed.
- 4.3.6. The Affiliate Liaison shall preside over OSGC meetings if the Director and Associate Director respectively are unable to attend.

4.4. Committees

- 4.4.1. All OSGC members—Lead Representative, Affiliate Representatives, Affiliate Faculty, and Partners—may serve on OSGC committees except as specified in Section 3.2 and 3.8 above.
- 4.4.2. Committees of OSGC shall be Standing Committees and/or Special Committees.
- 4.4.3. Standing Committees are appointed by the Director and confirmed by vote of the Affiliate Council to serve a specified purpose beneficial to OSGC. Standing

Committees may organize such sub-committees as they deem fit and recruit such other members to serve on the Sub-Committees as may be necessary.

- 4.4.4. Special Committees may be authorized by the Director or by vote of the Affiliate Council for any purpose not served by a Standing Committee.

Article 5 - Amendment of Bylaws

- 5.1 These bylaws may be amended by approval of at least 66% of the full OSGC Affiliate Council.