

SAML Annual Business Meeting Minutes – April 17, 2023
Virtual and In-person from Dauphin Island Sea Lab
Dauphin Island, AL (Host: John Valentine)

- **Call to order.** The meeting was called to order by President Sue Ebanks at 1:48 pm Central time.

- **Old Business**

- **Approval of Minutes.**

- Motion (Quint White, Jim Gelslechter): Approve the minutes of the May 2, 2022 SAML Annual Business Meeting as submitted

- Approved by a vote*

- **Updates on Tax Exempt Status & SAML Financial Management tabled from 2022** (Lou Burnett)

- Tax exempt status (501(c)(3)), insurance, and financial management retained and maintained within NAML

- **New Business**

- **Articles of Organization & Bylaws revisions with vote** (Sue Ebanks)

- Changes to reflect the new SAML status and clarified purpose statement. See Appendix.

- Approve the revised SAML Articles of Organization and Bylaws (as shared with membership and presented by Bylaws Committee). Motion to approved by Reide Corbett, Gil McRae)

- Approved by a vote (26 Yes/0 No).*

- **Nominating Committee** (Dave Eggleston)

- Committee: Micheal Allen, Michael Wetz, Dave Eggleston (Chair/Past-President)
 - Expressed need for interaction with broader membership to encourage service moving forward
 - Nominations:
 - Member At Large: Dr. Reide Corbett, Executive Director, Coastal Studies Institute, Dean of Integrated Coastal Programs, East Carolina University.
 - SAML President-Elect: Dr. Loretta Battaglia, Director, Center for Coastal Studies, Texas A&M University, Corpus Christi.
 - NAML President-Elect: Dr. David Eggleston, Director, Center for Marine Sciences and Technology, Distinguished Professor, NC State University (contingent on Lou staying on as NAML Secretariat/Executive Director.

- Vote: Nominations accepted without additional nominees and approved by acclamation. No nays.

- o **SAML Dues Increase in 2024**-4% increase (\$200 to \$208). Membership notified of the increase approved by SAML Board of Directors.

Vote: Ratified by acclamation. No nays.

- o **Education Committee Brief** (Melinda Simmons, Vice Chair)
 - Past webinars preserved on NAML website
 - Community of Practice discussions
 - Reviewed 2021 Member Survey. Reminded that lack of response leads to gaps in data. An entry of not applicable or 0 would be helpful for accuracy and completeness.
 - Will continue with
 - Quarterly webinars
 - Community of practice discussions: 3rd Fridays 3-4p Eastern on Zoom
 - Plans to have NAML tabling and social presence and communication plan to increase NAML visibility, adding resources to the mentoring panel on the NAML website
- o **Diversity, Equity, and Inclusion Committee Brief** (Sue Ebanks on behalf of Michael Wetz)
 - DEI panel during the recent NAML public policy meeting
 - Working to develop training sessions on mentoring
 - Member-labs with budget lines consider sharing resources that are developed with those in states without those allowances.
 - Partner marine laboratories with HBCUs to increase diversity of marine researchers and increase awareness of and access to opportunities. Opportunities to improve application processes.
 - Considering an article that would share committee's goals and would be a contribution to a series of papers with the goal of sharing ideas for how to increase diversity in the marine sciences
 - Considering a resource of best practices for Field Safety, which is known to be beneficial with respect to increasing inclusivity
- o **Audit Committee Report** (Sue Ebanks on behalf of Scott Knoche)
 - Committee: Fred Dobbs, Kenneth Halanych, Scott Knoche (Chair)
 - Treasurer's report reviewed and no findings of concern
- o **Treasurer's report, 2023 Budget Overview, Timeline for 2024 Budget** (Eric Milbrandt)
 - Starting balance of \$78,684.02 on Jan 1, 2022
 - Reviewed the report, including deposits/dispersals from NAML and expenses for fees, student awards, and miscellaneous expenditures to provide hurricane relief, etc.
 - Closing balance of \$82,140.14 on Dec 31, 2022
 - See appendix

2024 Budget

- Budget slated to be approved by the SAML Board before November to be advanced to the NAML Board for approval before January 1, 2024.
- SAML Board to review additional information, but plans to increase total funds for student awards contingent upon appropriately strong applications
- Changes in SAML financial structure (e.g. Insurance, management, and other fees) shifting to NAML will be reflected in 2024 budget

o Student Awards (Clark Alexander)

- Committee: Micheal Allen, Loretta Battaglia, Clark Alexander (Chair)
- 2023 awards were made, but there were clear challenges that the committee wanted to rectify. Time spent during the session was for sharing recommendations. Attendees were pointed to the website for information on 2023 awards
- 2024 awards process recommendations
 - **For application form (most responses will get their own box on application form):**
 - Stipulate that a relation to a SAML institution is required. Must be explained if not obvious.
 - Presentation and/or publication should acknowledge SAML support
 - Stipulate that funds are dispersed in January each year, so you can't apply for funds for use in the same year as the application.
 - Request more information on budget for research or presentations. Where will supplementary funds come from beyond what SAML awards?
 - Are you presenting at a meeting? If so, provide citation(s) for abstract.
 - If not presenting, why do you want to go to the identified meeting?
 - **For Awards Committee:**
 - Hierarchy criteria for award selection (ranked highest to lowest priority)
 - first time awardee (presenting or research) – graduate
 - first time awardee (presenting or research) – undergraduate
 - second time awardee (presenting or research; with explanation of what did with first award) - graduate
 - second time awardee (presenting or research; with explanation of what did with first award) - undergraduate
 - meeting attendee (not presenting) – graduate
 - meeting attendee (not presenting) – undergraduate
 - Asking for funds to present research in the year in which someone graduates is not disqualifying

- Committee does not suggest trying to achieve parity in the number of research vs presentation awards.
- Resolved: Some students did not choose their institution – website now defaults to “Choose your SAML institution.”
- Miscellaneous:
 - Notified SAML membership and held discussion to consider that SAML awards can be more than \$600, but the student will get a 1099 for tax reporting purposes. Committee presented the suggestion that the maximum award could be increased, but inform the recipient about the 1099, and award a lesser amount if less is requested.
 - Statements of funds use are currently required, but frequently not received:
 - Students may not remember to send the email – can we automate email requests to ask for this information?
 - These responses go only to the President-Elect. Should be shared more broadly to communicate the importance and impact of the program.
 - SAML should advertise student awards at meetings (particularly those in Sept-Oct, e.g., CERF, regionals like SEERS, etc.). Do we have a booth at such meetings?
 - Point was made to consider that attendees at a meeting may not be at NAML institutions. Consider membership as the pre-promotion to Student Award Opportunities
 - Recommendation from the attendees was to consider inclusivity of the application process.
 - Consider doing a bigger celebration of awardees, possibly on the main SAML/NAML webpage.
 - Possibly having a student forum at a NAML/SAML meeting
 - Is there interest in updating the look/feel of the NAML/SAML website? Navigation is not intuitive.
 - Student awards should be renamed at some longer interval (3 - 5 years) vs annually and for a SAML member who is deceased.
 - Recommendation in the room was to consider naming for living SAML members

Decision made to table and later poll membership, offering the options related to
 -Time interval of the naming (annually vs every 3 years vs every 5 years)
 -Award being named for a deceased SAML
 -Award being named for an active living contributor of SAML

- o **Growing Membership** (Sue Ebanks)
Attendees asked to consider neighboring institutions who are not currently members, but would benefit from being present at this meeting.
- o **Future Meetings** (led by Sue Ebanks)
 - Typically alternates East Coast/Gulf Coast
 - Self-nominate and think about suggested locations
 - List shared and discussed with membership (new additions *italicized*)
 - o 2024-Univ of South Carolina's Baruch Lab (Bill Strosnider & Matt Kimball, Atlantic Coast)
 - o 2025-Texas A&M University-Galveston (Antonietta Quigg, Gulf Coast)
 - o 2026-South Carolina Aquarium (Sara MacDonald, Atlantic Coast)+ Grice?
 - o 2027-UF Cedar Key (Mike Allen, Gulf Coast)
 - o 2028-NC State CMAST (Dave Eggleston+UNC+Duke?, Atlantic)
 - o *VA Host? MD Host?*
VIMS+Horn Point or other collaboration between multiple smaller labs?

Motion to adjourn (Gil McRae, Micheal Allen)

Approved by acclamation

Business Meeting adjourned at: 3:02pm

Appendix

Approved changes to SAML Articles of Organization

SOUTHERN ASSOCIATION OF MARINE LABORATORIES

ARTICLES OF ORGANIZATION

(Adopted 2 May 1986; Amended 26 October 1988, 19 September 1990; 1 October 1992;
12 April 2000; 2 May 2022; 17 April 2023)

I. NAME

The name of this Organization shall be the Southern Association of Marine Laboratories ("Organization" herein), ~~as a non-profit organization incorporated in the State of Delaware.~~

II. PURPOSES

~~The purposes for which the corporation is organized are exclusively religious, charitable, scientific, literary, or educational within the meaning of section 501(c) (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law. Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c) (3) of the Internal Revenue code of 1986 or the corresponding provision of any future United States Internal Revenue law.~~ **The purposes of this organization are to promote cooperation and effectiveness of member institutions in research and education in the marine sciences and related disciplines.**

Approved changes to SAML Bylaws

SOUTHERN ASSOCIATION OF MARINE LABORATORIES

BYLAWS

(Adopted 2 May 1986; Amended 26 October 1988; 1 October 1992; 1 June 1997;
12 April 2000; 2 May 2022, 17 April 2023)

ARTICLE I. MEMBERSHIP

Section 4. Voting

- A. Regular members in good standing shall have one (1) vote. Voting shall be carried out by the appointed delegates.

B. For Organization general business, voting may be carried out electronically or in person at properly convened meetings, or a combination of both.

C. For elections, electronic ballots shall be required.

D. For matters of Organization business a simple majority of those present at a meeting, or those returning a vote by electronic means, shall decide the issue, unless a two-thirds majority is explicitly required by these Bylaws or the Articles of Organization.

~~B. Written or electronic ballots shall be required for elections.~~

Section 5. Quorum

A. For any properly convened meeting, one-third of the current membership, present in-person or virtually, shall constitute a quorum.

B. For elections and other matters decided solely by electronic means, a return of votes from one-half of the current membership shall be required for a quorum.

Section 56. Alternate Delegate

Regular delegates may appoint an alternate delegate with voting rights. Such designation shall be in writing and be delivered to the Board of Directors of the Organization prior to the regular or special meeting. The proxy shall be signed by the chief executive officer of the member institution or by the official delegate of record.

Section 67. Dues

A. Dues for regular and associate members shall be recommended by the Board of Directors and ratified at the next regular meeting of the Organization.

B. Dues are payable before January 31 of each year. Delinquency of members shall be determined by the Finance Committee by March 31 of each fiscal year. Delinquent members shall not be allowed to participate in organization events as members. Failure to pay dues by the end of the current fiscal year or at a later time determined and published by the Board of Directors will result in automatic loss of membership.

ARTICLE V. ELECTION OF PRESIDENT-ELECT AND MEMBERS-AT LARGE OF THE BOARD OF DIRECTORS

Section 1. Candidates

Candidates for the office of President-Elect and Member-at-Large shall be regular delegates **of regular members** of the Organization.

Section 2. Nominations

~~Candidates shall be nominated by the Nominating Committee. Notice of such nominations shall be given by the Nominating Committee to all members at least thirty (30) days prior to the meeting at which the election shall take place. Additional candidates may be nominated by regular members at the meeting at which the election shall take place.~~

Section 3. Election

- A. The slate of candidates shall be transmitted to members, and the election dates announced, at least thirty (30) days prior to the first day of the election. The election end date must be no less than ten (10) days after the first day of the election.**
- B. The vote shall be by electronic ballot. The ballot must include the names of all properly nominated candidates and allow for write-in votes. The ballot must clearly indicate the election end-date.**
- C. A simple majority of the ballots received is required to elect a candidate, provided a quorum of delegates has voted. If a quorum is not achieved, the end date for the election may be extended. If no candidate receives a majority of the votes cast, a special runoff election shall be conducted between the two candidates who received the most votes. The special runoff election shall be conducted by the Nominating Committee according to the rules for elections stated above. The candidate receiving the majority of votes in the runoff election shall be elected. For a runoff election, the voting period may be reduced to five (5) days.**

~~The officers shall be elected from among the nominees by majority vote during a regular meeting of the Organization each year. In the event of a lack of a quorum, elections shall be conducted by electronic ballot using procedures specified for filling vacancies.~~

Section 4. Vacancies

In the event of a vacancy **prior to the end of the term** in the position of the President-Elect or a Member-at-Large of the Board of Directors, the following procedure will be followed to fill the unexpired term.

- A. The Board of Directors shall direct the Nominating Committee to prepare a slate of nominees from the delegates of the regular members of the Organization.
- B. **The slate of candidates shall be transmitted to members** ~~The slate of nominees shall be distributed by mail or email to all regular member delegates not more than thirty (30) days after the occurrence of the vacancy.~~ **The election end-date must be no less than ten (10) days after the first day of the election.**
- C. The vote shall be by ~~mail or~~ electronic ballot. **The ballot must include the names of all properly nominated candidates and allow for write-in votes. The ballot must clearly indicate the election end-date.** ~~The regular members may vote for delegates other than those given on the ballot by writing in the name on the ballot.~~
- D. **A simple majority of the ballots received is required to elect a candidate, provided a quorum of delegates has voted. If a quorum is not achieved, the end date for the election may be extended.** ~~In order to count, a ballot must be received by the Nominating Committee not more than thirty (30) days after the day ballots are distributed. The ballots shall indicate that ballots received after a certain date (to be stated in the ballot) shall not count. The ballots shall be counted immediately after the close of voting.~~ **The candidate receiving the majority of votes shall be elected.** ~~and the results shall be made known to the membership without delay. In the event no candidate receives a majority of the votes cast, a special runoff election shall be conducted between the two candidates who received the most votes. The special-runoff election shall be conducted by the Nominating Committee according to the rules for special elections stated above. The candidate receiving the majority of votes in the special election or runoff election, if needed, shall be elected.~~ **For a runoff election, the voting period may be reduced to five (5) days.**

Approved Treasurer's Report

**SOUTHERN ASSOCIATION OF MARINE LABORATORIES
FINANCIAL REPORT FOR FY2022**

ACCOUNT BALANCE - January 1, 2022 **\$ 78,684.02**

Realized

INCOME

Regional Dues Dispersal from NAML (April-Dec 2021) **\$ 2,476.00**

Regional Dues Dispersal from NAML (Jan-Mar 2022) **\$ 5,400.00**

Regional Dues Dispersal from NAML (Apr-Jun 2022) **\$ 2,000.00**

TOTAL DEPOSITS **\$ 9,876.00**

EXPENSES

2021 SAML Student Awards **\$ (2,050.00)**

2021 SAML Student Award **\$ (260.00)**

NAML for LUMCON **\$ (1,000.00)**

NAML Credit card fees **\$ (270.00)**

CT Corp **\$ (25.00)**

Annual Website Maintenance Fee **\$ (1,000.00)**

2022 Annual Meeting Expense

 Reimbursement J. Shalack **\$ (121.54)**

 UGAMI **\$ (690.00)**

Travel for FSP to attend SAML Annual Meeting **\$ (812.63)**

Honorarium Meg Thompson FSP Annual Meeting **\$ (190.71)**

TOTAL WITHDRAWALS **\$ (6,419.88)**


ACCOUNT BALANCE - December 31, 2022 **\$ 82,140.14**

Account Balance with FY21 Pending Transactions - December 31, 2021


Submitted by:

Eric Milbrandt, SAML Treasurer


Approved By:



Ken Halanych, SAML Audit Committee



Scott Knoche, SAML Audit Committee



Fred Dobbs, SAML Audit Committee