

Minutes (4-10-08 DRAFT)
MACOORA Board Meeting
Blue & Gold Club, University of Delaware
44 Kent Way, Newark, Delaware 19716
April 9, 2008

Starting time: 10 am

Director Present:

Carolyn Thoroughgood, Chair
Lucy Ambrosino
Larry Atkinson, Secretary
Wendell Brown
Scott Glenn
Ed Kelly, Vice Chair
Fredrika Moser
Jim O'Donnell
Bob Tudor
Andrew Voros
Jeff Yapalater

Other Present:

Dave Chapman

Directors Absent:

Bill Boicourt
Mike Bruno
Jay Titlow, Treasurer
Wayne Wittman

MACOORA Website – Several Directors felt that the website needs improvement.

ACTION: Jim O'Donnell and Jeff Yapalater agreed to write paragraph on what website should be

The Budget – Reviewed current budget, planned allocation of remaining funds, and NOAA Planning Grant (commencing on or about June 1, 2008). Discussed several options for re-allocating funds for new planning grant, including the following:

- Re-do workshops Year 1, re-allocate workshops and travel support in Years 2 and 3 (Glenn)
- Provide funds for sub-regional administration (Voros)
- Target outreach funds to best opportunity (e.g. testimony on Capitol Hill, really neat product) (Moser)
- Focus on MACOORA's major user themes (Inundation, Maritime Safety, Ecological Decision Support, Water Quality) (O'Donnell)
- Common Sea Grant theme is beach safety (rip currents) (Glenn)
- Seek out other regional activities to partner with, such as Sea Grant

ACTION: Carolyn Thoroughgood and several other Directors will explore how Sea Grant and MACOORA might work together "to get more bang for the buck"

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Define role of Principal Investigators (PIs) - The main issue here is that the 'Planning Grant' from NOAA to fund MACOORA comes to a PI and three Co-PI's. Each is fiscally responsible to NOAA and UDEL for expenditures of the grant. They need to be in the loop but not in total control. The PI's are:

- Carolyn Thoroughgood - PI
- Larry Atkinson – Co-PI
- Bill Boicourt – Co-PI
- Scott Glenn – Co-PI

APPROVED - The Board will only endorse/approve funding that is consistent with the terms of the NOAA grant to UDEL and will do so in collaboration with the PI's of the NOAA grant.

Note – If NOAA/IOOS moves to a contract based system as they are planning for FY2010 we need to consider how MACOORA, the non-profit corporation, will operate: try to handle its own funds or collaborate with an entity like UDel (as is done now, using an Administrative Services Agreement).

Expenditures – The Board needs some role in the expenditure of MACOORA funds.

APPROVED – The Board will be notified in advance by email of any unbudgeted expenditure over \$2,000. Any objections will be addressed by discussion and an email or teleconference vote.

MACOORA funded initiatives – MACOORA's limited funds must be used as effectively as possible. Any initiative that we are willing to fund with MACOORA funds should be publicly announced as any typical RFP would be.

- How would we empower group to write proposal? NOAA is moving to regional teams, not sub-regional RFP's (O'Donnell)
- We need to get word out (on RFP's). Check CBOS model; get word out to all MACOORA community (Atkinson)
- Need longer fuse from NOAA. Distribute solicitation to MACOORA members, then have Board selects best team (Thoroughgood)
- Put (RFP response) teams together beforehand – outcome of Strategic Plan (Glenn)
- NOAA needs to keep out interlopers, appeal to region (Thoroughgood)
- Need to include Strategic Plan, with Plan open to comment (O'Donnell)
- MACOORA should have MOU with ocean observing system providers; institutionalize connection to MACOORA (O'Donnell)
- Vision in end is that money will come for RCOOS to fund several ongoing observing efforts (Atkinson)
- Send announcement to MACOORA membership for restricted (to RA's) RFP to get regional talent interested, then Board selects team to develop proposal (Atkinson)

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APPROVED – When an initiative is approved by the Board an announcement of a funding opportunity will be made.

ACTION – Ed Kelly to draft strawman.

MARCOOS, what is it? – MARCOOS is made up of all observing efforts in the region funded by the IOOS program. A broader definition would be all observing efforts federally funded. As a first cut let's stick to the first definition.

AGREED – The board agrees that MARCOOS is the ocean observing system for MACOORA.

MACOORA Board Executive Committee – The By-Laws state:

The entire Board will elect an Executive Committee composed of the elected officers plus one additional Board member. The Executive Committee will operate for the entire Board between Board meetings. As such they will convene as needed or at the request of the Corporation's Executive Director to make relevant decisions and/or provide guidance to the Corporation's staff. The Corporation's Executive Director will be an ex-officio non-voting member of the Executive Committee. The Executive Committee shall report to and be subject to the direction and control of the entire Board.

APPROVED – Executive Board made up of:

- Chair Carolyn Thoroughgood
- Vice Chair Ed Kelly
- Secretary Larry Atkinson
- Treasurer Jay Titlow
- Executive Director Dave Chapman (ex officio non-voting)

NFRA Board Representation – The national group representing the regional associations (National Federation of Regional Associations for Ocean and Coastal Observing) is the collective link between the RA's (MACOORA) and the Feds. NFRA's Board of Directors includes 2 representatives from each of the 11 RA's. At present, MACOORA is represented on the NFRA Board by Carolyn Thoroughgood and Bill Boicourt (Dave Chapman has on occasion sat in as Carolyn's designee). Typically, the NFRA Board meets in person twice a year and by phone as needed (typically four times per year).

- NFRA Board is very heavy with academic members (Atkinson)

APPROVED – Ed Kelly new NFRA representative, replacing Bill Boicourt

- Ed Kelly backup is Jeff Yapalater
- Carolyn Thoroughgood remains as NFRA representative
- Carolyn Thoroughgood backup is Dave Chapman

MACOORA DMAC Committee Leadership – Eoin [pronounced 'Owen'] Howlett of Applied Sciences Associates is doing an exceptional job of leading the MARCOOS DMAC effort, and is amenable to serving as MACOORA's DMAC (Data Management and Communication]

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Committee leader. As such, he would also represent MACOORA on the NFRA DMAC Committee.

APPROVED –Eoin Howlett named head of MACOORA DMAC Committee and MACOORA’s NFRA DMAC Committee Representative.

ACTION – Scott Glenn will inform Eoin

MACOORA User Council - Terms of Reference for the MACOORA "User Council" (taken directly from the GCOOS verbiage):

A User Council will be established to ensure that MACOORA is developed with user benefits in mind. User Council members will be appointed by the MACOORA Board of Directors and will reflect the broad spectrum of users interested in the products of ocean observing systems. The User Council will provide advice on policies, identify potential new audiences for data and products, provide input to improve data and products, assist or advise on ways to support the activities and enhance the national resources of the IOOS (Integrated Ocean Observing System), and suggest improvements in disseminating data and products to users and decision makers. They will advise on other matters as may be requested by the MACOORA Board and Committees. The chairperson and other officers, as may be determined to be necessary by the Council members or the Board of Directors, will be elected by the User Council members through an election. At least one member of the Board of Directors shall serve on the User Council.

- No. 1 issue for every RCOOS is interacting with users; don’t bring people in before we’re ready (Voros)
- Hard thing is populating the Council (Thoroughgood)
- Tailor user group to hit issues/timing (Brown)
- Focus on themes, with perhaps 5 people per theme: (Thoroughgood)
 - Water quality
 - Maritime safety (SAR)
 - Ecological Decision Support (Fisheries)
 - Coastal Inundation
- Users Council is a forum (Brown)

APPROVED – Formally establish Users Council. Andrew Voros named as User’s Council Board representative.

ACTION - Dave Chapman to work with Andrew to establish User Council membership, revise the above draft scope of work to give it clear direction, timetable, and response, facilitate election of the User Council leader, help organize regular meetings, and report to MACOORA Board.

MACOORA Science Council - Terms of Reference for the MACOORA "Science Council" (adapted from the GCOOS verbiage):

The Science Council will be established to aid in the technical and scientific development of MACOORA observations. The Council will be responsible (with input from the DMAC Committee) for the development of standards and QA/QC procedures, consideration of

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and recommendations on technology improvements necessary to meet present and future user needs, and development of requirements for scientific research and pilot projects. The Council will be composed of experts in the various fields of ocean observing systems such as biological, physical and chemical oceanography, fish and shellfish, seabirds, marine mammals, atmospheric science, remote sensing, fisheries technology, and aquaculture and mariculture. The Science Council also is responsible for recommending to the Board annual updates to the Business Plan for observational issues associated with MACOORA. Members will be appointed by the Board of Directors and the chair will be elected by the members of the Council. The Council can use targeted workshops and establish working groups to develop its scientific and technical adv advice.

APPROVED – Formally establish Science Council. Jim O’Donnell named as Science Council Board representative.

ACTION - Dave Chapman to work with Jim to establish Science Council membership, revise the above draft scope of work to give it clear direction, timetable, and response, facilitate election of the Science Council leader, help organize regular meetings, and report to MACOORA Board.

Outreach and Education and Outreach Council - Terms of Reference for the MACOORA "Outreach and Education Council" (adapted from the GCOOS verbiage):

The MACOORA Education and Outreach Council (EOC) is the primary body to provide guidance and assistance to MACOORA in matters of education, outreach and public awareness. The EOC plays the lead role in developing, implementing and evaluating the Education and Outreach Plan for MACOORA. The EOC ensures that the Plan is consistent with the current Integrated Ocean Observing System (IOOS) Development Plan and the MACOORA Annual Business Plan. The EOC collectively is expected to be familiar with the MACOORA functions and operations, ocean science education standards, education and outreach teaching and evaluation techniques, and constituency building techniques among diverse audiences in the Mid-Atlantic. EOC membership will include representatives from formal, non-formal and informal education communities that reside in the Mid-Atlantic region. The members will be appointed by the MACOORA Board of Directors. At least one member of the Board of Directors shall serve as a member of the EOC Council. The Chair of the EOC will be selected by the Council.

APPROVED – Formally establish Education and Outreach Council. Fredrika Moser and Jeff Yapalater named as Education and Outreach Council Board co-representatives.

ACTION - Dave Chapman to work with Fredrika Moser and Jeff Yapalater to establish Outreach and Education Council membership and scope of work, define metrics for measuring success (e.g., letters to Congress, funding support), facilitate election of EOC leadership, help organize regular meetings, and report to MACOORA Board.

MACOORA Sub-region implementation group – MACOORA is unique in having geographically and economically distinct sub-regions plus the ocean margin. A mechanism is

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needed to efficiently connect the leadership in each sub-region to MACOORA and on to the national entities.

MACOORA Bylaws state, "*Sub-region Steering Committees. Each sub-region shall have a Steering Committee to oversee the integration of the sub-region into the region. A sub-region's Steering Committee shall include the Board member who was named or elected to represent that sub-region on the Corporation's Board of Directors.*"

Current MACOORA Board representative are as follows:

- Massachusetts and Rhode Island Bays and Shelf: Wendell Brown;
- Long Island Sound: Jim O'Donnell;
- New York Bight: Lucy Ambrosino;
- Delaware Bay: Bob Tudor;
- Chesapeake Bay: Fredrika Moser.

The Bylaws also state, *The Steering Committee will provide the following roles:*

- *Assess and advocate sub-region needs to the region*
- *Participate in setting regional strategies (through board members)*
- *Develop and implement regional strategies within sub-region*
- *Leverage local assets (money, facilities, people, etc.) in sub-region*
- *Communicate the benefits of regional collaboration to the sub-region*

Discussion:

- We need to continue to branch out and bring more people to the party (Thoroughgood)
- Is there a need for a 6th sub-region (Ocean Coastal Margin)? (Thoroughgood)

APPROVED – Invite rep from MARCOOS to (sub-regional) Steering Committee, but don't stand up a separate sub-region.

Action – Dave Chapman to work with Board representatives of sub-regions to establish point person in sub-region, build Steering Committee, and meet monthly with individual point persons to strengthen MACOORA-Sub-region bond and communication. The Committee will include one representative from the MARCOOS project representing the ocean margin.

April 30 RA Review - Reviewed preparations for April 30 Regional Association (RA) Status Assessment at Rutgers University

- We should have non-academic representatives to give Zdenda [Willis, NOAA IOOS head] industry/non-academic perspective (Atkinson)
- Ed Kelly, Bob Tudor, Jeff Yapalater, and Andrew Voros agreed to participate

ACTION – Board members to send Dave Chapman any additional input to incorporate in April 30 presentation. Dave Chapman to alert NOAA of increased participation in April 30 presentation, and finalize presentation PowerPoint.

MACOORA funding sources – MACOORA's ultimate success will depend on additional sources of funding. Board members Bruno, Voros and Moser (lead) have assembled a

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“MACOORA Funding Source Summary” that shows the diverse funding sources that ocean observation systems in the Mid-Atlantic already have.

A small group is needed to work this issue.

- Corporate
- Federal agencies (in addition to NOAA)
- Foundation

Discussion:

- We need to find an aggressive way of getting funds. Do we need development person that takes a percentage? (Ambrosino)
- Referring to Jeff Yapalater proposal for “Allied Relations,” (\$50K for 2-1/2 days/wk); maybe split it, with \$25K plus up to \$25K on percentage basis. Need to be in front of legislators, foundations, and commercial interests. Need to keep in touch with these people on a regular, weekly basis (Yapalater)
- Might use dues money to launch fund-raising campaign (non- grant money); get the Congressional folks together (Thoroughgood)
- Convene a teleconference on fundraising
- How about an industry partners program (e.g., wind energy), part of a Development Plan? (Glenn)
- Need to address how to expand pool of available funds; might tap into SURA experts (lobbyists) (Thoroughgood)
- Non-profits in DC could help get earmarks (Atkinson)
- Need to further develop IOOS success stories (e.g., SAROPS)

APPROVED - 3-Director Funding Committee, Atkinson, Brown, and Yapalater

ACTION – Assemble “scouting party.” Scott Glenn will check with Francine at Rutgers, and include Bill Boicourt.

Funding Committee will develop terms of reference for obtaining additional funding for MACOORA activities.

Unfinished Business – A number of agenda items were unresolved due to time constraints and are to be discussed at a later date (see attached Agenda excerpt)

Adjournment - Meeting was adjourned at 3:05 pm.

Respectfully submitted,

Dave Chapman, for
Larry Atkinson, Secretary

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Agenda Excerpt - The following Agenda items were unresolved at the April 9 meeting due to time constraints and are to be discussed at a later date:

Define role of Executive Director – The objective of this item is to assure that we all agree on the tasks of the Executive Director and decide whether and when to have a formal search for an Executive Director. The duties of the ED are as follows:

- Represent MACOORA with the National Association of Regional Associations (NFRA), Ocean.US, and other IOOS –related activities
- Represent MACOORA at NFRA Board Meetings as required (per MACOORA Board direction)
- Respond to NFRA requests for information/action
- Participate in monthly Ocean.US-Regional Associations teleconference
- Promote MACOORA to stakeholders
- Maintain MACOORA stakeholder database
- Oversee MACOORA website development and maintenance
- Coordinate MACOORA/MARCOOS activity
- Meet regularly with fellow MARCOOS PI's
- Maintain MACOORA Concept of Operations document, integrating MACOORA and MARCOOS operations
- Support MACOORA sub-regional activities (Chesapeake Bay, Delaware Bay, New York Bight, Long Island Sound, Massachusetts and Rhode Island Bays and Shelf)
- Communicate at least monthly with sub-regional point of contact
- Organizational development
 - Maintain organization Bylaws
 - Lead effort by Board and stakeholders to update MACOORA Business Plan
 - Maintain organizational structure
- Support Board activities/needs
 - Organize Board meetings (agenda, arrangements, etc.)
 - Maintain Directors' Errors and Omissions insurance
- Maintain incorporation of organization as Not-for-Profit entity
- Maintain Federal tax ID
- Assure maintenance of IRS tax-exempt status
- Maintain Administrative Services Agreement with UD for administrative services under NOAA organizing grant (C. Thoroughgood, PI)
- Arrange annual corporation tax payment
- Plan, organize, and conduct stakeholder workshops
- Conduct needs assessment activities
- Federal grant semi-annual reporting
- NOAA CSC or NOAA IOOS
- Grant proposal development

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Action – Agree on job description

- Discuss formal search for Executive Director

Action – Identify who will take on this responsibility or steps the Board should take in this matter.

MACOORA Outreach

- **Sub-regional stakeholder meetings** – The Chesapeake sub-region (CBOS) held its Stakeholder meeting December 4, 2007. Current year Planning Grant funds have been set aside to support similar stakeholder meetings for the remaining sub-regions as follows:
 - Delaware Bay - \$9,000
 - New York Bight - \$15,000
 - Long Island Sound - \$9,000
 - Massachusetts and Rhode Island Bays and Shelf - \$9,000

Action – Agree to hold such sub-regional meetings; address timeframe (June-July?). Dave Chapman will assist as necessary in helping to organize meetings with designated sub-region point person.

- **Regional strategy meeting** - Convene a 1-1/2-day meeting for all members interested in infrastructure in order to develop a Master Plan that we can all buy into. First part of meeting would be a needs assessment by users, followed by a critique of the needs expressed

Action – Agree to hold regional strategy meeting; address timeframe (July-August?) and venue (UD?).

Note: There are many ocean margin activities (e.g. The Nature Conservancy critical marine areas program, CG SAROPS, etc.) that are natural stakeholders in the ocean margin activities as exemplified by the MARCOOS grant. What action is considered in this area?

- **Promotional activity** – prior Board discussions have addressed promotion efforts including the following:
 - Proposal by Jeff Yapalater for developmental and fundraising lobbying program aimed at government, institutional and commercial entities to support the overarching mission of MACOORA
 - Proposal by Andrew Voros to solidify the present MACOORA membership into a unified entity, recruit significant new membership (especially corporate), become prominent in the eyes of the entire National Ocean Partnership Program (not just NOAA) and the public, and maximize our share of available resources.
 - A related issue of “Conflict of Interest” was discussed at the Board’s December 2007 teleconference. Another possibility for promotion efforts would be to

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develop and broadcast a Request for Proposals for MACOORA promotional activity. The Board could then evaluate the responses, from whatever source (e.g., fishing community, Sea Grant consortium, Non-profit, etc.) and proceed accordingly.

Action – Until the Outreach and Education Council is created and we establish public announcement procedures hold on decisions.