

---Proposed OPI Constitution Changes, March 2024 ----

Rationale for draft changes: These proposed revisions strive to

1. update the existing constitution to allow for online balloting in the election of Governing Board members (approved temporarily for 2022 election – here we seek to make it permanent),
2. increase the size of the Governing Board from 5 to 8 regular members, at least three within 5 years of their highest degree (ECRs) and at least four with more time and experience from their latest degree,
3. establish a formal election process for Board members (Section 7)

Description of draft changes: The following document shows existing constitutional language (black text) with proposed changes (proposed deletion = ~~highlighted text in strike through font~~; proposed insertion = **highlighted text in red font**).

Constitution of the Oceans Past Initiative

1. NAME

The name of the organisation shall be Oceans Past Initiative (OPI).

2. AIM

The aim of OPI shall be to promote research in and outreach of the history of human/marine environments through time at all pertinent levels and through all relevant actions.

3. POWERS

To further these aims the Governing Board shall have power to:

- I. Obtain, collect and receive money or funds by way of contributions, donations, grants and any other lawful method towards the aims of the Group.
- II. Promote and organise research, especially by organising the Oceans Past conference at regular intervals (every two or three years).
- III. Do all such lawful things as will further the aims of the Group.

4. MEMBERSHIP

- (a) Membership consists of two classes: individual membership (Class A) and institutional membership (Class B).
 - I. Voting membership (Class A) shall be open to any individual who has paid annual dues.
 - II. Voting membership (Class B) shall be open to any institution which has paid annual dues.
- ~~(b) Members must be present at the General Assembly to cast a vote.~~
- (c) Members of Class A and B vote together at the General Assembly **or online balloting**. However, members of Class B have the option to elect a non-voting member of the Board (cf. 5c below).

- (d) The General Assembly shall have the power to approve or reject applications for membership and to terminate the membership of any member provided that the member shall have the right to be heard by the General Assembly before a final decision is made.
- (e) OPI will adhere to the Principles of Data Protection, as detailed in the General Data Protection Regulation (EU) 2016/679 of the European Union. This means personal data is safeguarded and cannot be used without the member's consent.
- (f) Membership dues paid after 1 October will cover the next calendar year.

5. MANAGEMENT

- (a) A Governing Board elected at the General Assembly or via online balloting shall manage OPI. Members of the Board may be re-elected twice.
- (b) The Board shall consist of a President, Secretary, Treasurer, and up to five ~~two~~ other voting members.
- (c) Class B members have the option to elect a non-voting member of the Board.
- (d) If the Board finds it helpful to its operation, the Board may co-opt up to a further three voting members who shall resign at the next General Assembly. This process may be used to fill places which were not filled at an election, fill vacancies which arise between elections, and bring people with specific skills or experience onto the committee. The duration of any co-opted membership ends at the next General Assembly.
- (e) The Board may meet physically but will conduct most business electronically and meet by virtual means at least six times each year.
- (f) At least ~~three~~ five Board members must be present at a Board meeting to be able to make decisions.
- (g) A record of all decisions by the Board shall be kept by the Secretary and made available online.
- (h) An Auditor, not member of the Governing Board, shall be elected by the General Assembly to audit the OPI accounts. The Auditor may be re-elected once.

6. GENERAL ASSEMBLY

- (a) A General Assembly shall be held in connection with the OPI conference. A pre-invitation issued by the Secretary shall contain the Agenda as proposed by the Board and is sent to each member of OPI at least sixty days in advance of the date of the General Assembly. Members can submit additional items up to thirty days before the Assembly
- (b) Notices of the General Assembly shall be published three weeks beforehand by the Secretary. The treasurer must make a report on the financial position for the previous year available three weeks before the General Assembly.
- (c) A Special General Assembly may be called at any time at the request of the Board, or not less than one quarter of the membership. A notice explaining the place, date, time and reason shall be sent to all members three weeks beforehand.
- (d) Proposals to change the constitution must be given in writing to the Secretary at least 28 days before a General Assembly and approved by a two thirds majority of those present and voting.
- (e) The Secretary will maintain a record of the attendees at the General Assembly by an attendance sheet.

- (f) The General Assembly shall be quorate if duly called as by (b) and (c) above.
- (g) The decisions and votes taken shall be minuted by the outgoing Secretary and signed by the incoming President. The minutes shall be circulated to all members and reviewed and approved by the next General Assembly.

7. ELECTION OF GOVERNING BOARD MEMBERS

1. **Composition:** The Board shall be composed of no more than eight (8) current members duly elected by the entire OPI membership. At least three of these seats shall be held by early career members. Early career members (ECRs) are defined as current students (at any level) or those within 5 years of completing their highest degree at the time of election.
2. **Terms:** Governing Board membership will endure for a period of at least two years or until a new election can be arranged.
3. **Nomination Process:**
 - a. Nominations for Governing Board seats will be invited from the current membership of OPI. Self-nominations may be made, and if a member nominates another member, that nominee must confirm their willingness to stand for election within 2 weeks of being notified of their nomination, and/or before the ballot is circulated.
 - b. Nominations or self-nominations will be accepted up to two months before a Board seat term is completed and remain open up until the slate is finalized and balloting initiated at or after the General Assembly.
 - c. All willing nominees shall provide the Secretary the following information to be included with the election ballot: job title/profession, highest degree, date of degree, disciplinary focus and a short statement not exceeding 100 words summarizing relevant autobiographical information and what they would bring as a Board member.
 - d. Current Governing Board members may be reelected up to two times, if so they are nominated.
4. **Scheduling, Venue and Balloting:**
 - a. General Elections should be scheduled to correspond as close as possible to each semi-annual conference and its associated General Assembly meeting.
 - b. Elections will take place as soon as possible following each General Assembly, via an appropriate online platform. In all cases, nominee details and statements (§7.3.c) shall be provided with the ballot or voting notice.
 - i. All necessary information (list of nominees, nominee bios and statements, and election instructions) will be included in the **notice of election** sent to all voting members in advance of the opening of the election.
 - ii. OPI membership shall have one month to submit their ballots.
 - c. Tallying ballots: Upon close of balloting, the general majority poll will determine the duly elected member(s) with the following qualifications:
 - i. To ensure vibrant participation of ECR members in OPI governance, a minimum of three Board seats will be reserved for ECR members. To ensure that outcome, the three (3) top vote-getting ECRs will be included among the winning nominees.

ii. Likewise, to ensure that the Board continues to have experienced leadership, the winning group must also include at least four senior (post-ECR) members. The top four vote-getting senior nominees will be included in the winning set.

iii. With the Board guaranteed to have up to three ECRs and up to four Senior members, the eighth Board position will go to the next highest vote-recipient (regardless of ECR or Senior standing).

5. Notification of Election Outcome:

- a. Ballot results will be confirmed by the Secretary and certified by the Board within one month after the close of the election. The confirmed results will then be promptly announced by the Secretary to the General Assembly (if convened) and the full membership via online communication.

78. HEADQUARTERS

The address of OPI shall be determined by the Board.

89. ACCOUNTS

- (a) The funds of OPI including all membership fees, donations, contributions and bequests, shall be paid into an account operated by the Board. The Treasurer must authorise all expenses by email, circulated to the Board.
- (b) The funds belonging to the group shall be applied only to further the aims of the group.
- (c) A current record of all income, funding and expenditure will be kept.
- (d) The auditor must make a recommendation to approve or reject the accounts at the General Assembly.

910. DISSOLUTION

- (a) OPI may be dissolved by a resolution passed by a simple two-thirds majority of those present and voting at a Special General Assembly.
- (b) If confirmed, the Governing Board shall distribute any assets remaining after the payment of all bills to other charitable group(s) or organisation(s) having aims similar to OPI or some other charitable purpose(s) as OPI may decide at the General Assembly.