

Marine Chemist Association Board of Directors Operating Manual
Adopted
Amended 7/9/2023 by the Board of Directors

The following guidelines have been voted on and adopted by the Board of Directors and are not a part of the by-laws and can be modified, or changed by a majority vote of the Board of Directors. However, any policy cannot conflict with the current set of By-Laws or with any Federal, State or local governmental policies.

Power and Authority. All Association power shall be exercised by and under the authority of the Board of Directors (hereinafter "Board" or BOD collectively and "Directors" individually). All activities, properties and affairs of the Association shall be managed by or under the direction of the Board. These policies must be followed unless changed by a vote of the Board of Directors.

Article 1

Membership Categories and Privileges

The Marine Chemist Association is a non-profit association Membership into the Association is by the absolute discretion of the Board of Directors and requires a majority vote. All decisions by the board are final.

1. **Regular Member.** Privileges include one vote per member, discounts to all seminars, access to the MCA Forum, newsletters and the ability to serve on MCA Boards and access to the MCA Board. Dues are assessed annually and may be prorated at the discretion of the Board. A member must be current in all their dues to obtain these privileges. Admission to the Association is at the discretion of the board by a 2/3 vote.
2. **Associate Member.** Privileges include discounts to all seminars, access to newsletters. Dues are assessed annually and may be prorated at the discretion of the Board. A member must be current in their dues to obtain these privileges. Associate members do not have voting rights. Admission to the association board meetings is at the discretion of the board by a majority vote. Admission to voting meetings is at the discretion of voting members through a majority vote of members present. The category of Marine Chemist Emeritus will be classified as an associate member. Associate members must re-apply for membership each year. Admission to the Association is at the discretion of the board by a 2/3 vote. Applications as an Associate member is limited to one application every 12 months.
3. **Life Member.** An Associate member may be elected to life membership by the members assembled at an Annual Meeting after having been recommended for life membership by the members of his section and having the Board endorse such a recommendation. A life member shall have all of the powers and privileges of a regular member but shall be exempt from paying dues. A Life Membership is considered to be a very special honor and should only be given to those whose service to the industry and the MCA is

considered exceptional. Typically, a member being considered for a life membership meeting the definition of *extraordinary service* would have served on the Board, been a chairman and served on one or more committees serving the industry, such as the MCQB, MGHCP, 306 technical committee, Insurance fund, OSHA committees, local industry boards and made presentations to the MCA or other industry groups.

- a. In order to become life member a nominee must have:
 - i. Twenty years continuous membership.
 - ii. Retired from Marine Chemist Activities.
 - iii. Recommendation of three Certified Marine Chemists, one from each section.
 - iv. Endorsement of the Board.
 - v. Membership election at the annual meeting in accordance with the By-Laws.
 - vi. Has become an Associate member.
 - vii. Meets the definition of extraordinary service.

Article 2

Dues and Fees

1. Dues are set in accordance with the By-Laws
2. Late Fees. To be current in dues a member must be paid by March 15th of each year. Failure to pay by this time may result in removal from the website.
3. Late fees are \$100.00 per year and are assessed after March 15th of the calendar year.
4. Application for reinstatement must be submitted to the Board of Directors for re-admittance to the Association if dues are not paid by March 15th of the calendar year.
5. The Board will set fees for non-members to attend seminars as needed.

Article 3

Sectional Delegate Responsibilities

- 1) Sectional Delegates are expected to perform the following duties during their term of office:
 - a) Inform their constituents of pending Board of Director meetings and inquire if they have concerns, comments or questions to be brought forward.
 - b) Attend the Board of Director meetings.
 - c) Report back in a timely manner to constituents, the information discussed at Board of Director meetings, including but not limited to minutes, financial reports, etc.
 - d) Delegates should be prompt and plan to stay for the entire Board meeting.
 - e) If unable to attend delegates should contact the secretary-treasurer and their alternate.
 - f) Delegates should read the agenda, hand-outs and other forwarded meeting information. They should be familiar with agenda items and be prepared to discuss them.
 - g) Delegates should contact the secretary as soon as possible if you would like items included on the agenda.

- h) Delegates should take an active part in the discussions.
- i) Delegates should consider serving as a members or chair of subcommittee when needed by the Board.

Article 4

Duties of the Secretary Treasurer

- 1) The Secretary-Treasurer shall:
 - a) Have voting privileges only if an association member.
 - b) Serve as parliamentarian if needed to inform the Chair of rules
 - c) Send dues notices in December/January.
 - d) Present annual report and financial statement at annual meeting or as requested by the Finance Committee.
 - e) Circulate minutes of annual meeting no later than 60 days after adjournment to the Board.
 - f) Forward membership invitations and application to newly certified chemists.
 - g) Circulate all membership correspondences relevant to marine chemist professional or personal activities. This may be done through the website.
 - h) Investigate and recommend to Board sites and arrangements for annual seminars.
 - i) Arrange, publicize and record the proceedings of all Board meetings. Minutes shall be distributed as directed by the Board.
 - j) Receive all funds, distribute as directed, and keep records of same
 - k) Ensure taxes are paid and maintain the Association as a non-profit business unit.
 - l) Have an outside auditing firm conduct audits of the Associations funds as directed by the Finance Committee, but as a minimum every three years.
 - m) Provide records as requested by the Board of Directors.
 - n) Maintain the MCA website.
 - o) Keep and maintain all Board records.
 - p) Generate an Association newsletter as directed by the Board of Directors.
 - q) Distribute ballots, either electronic or paper for voting by the membership as directed by the Board of Directors or by-laws. Tally results and notify Board of Directors of the results and membership of the election winner.

Article 5

Association and Board of Directors Meeting Rules of Order

- 1) The Chair will maintain firm control of a meeting.
- 2) The Chair has the right to ask a meeting participant to allow others to speak, and to encourage those who have not expressed opinions to do so.
- 3) The Chair will require that motions be stated simply and precisely, and that they are repeated as needed.
- 4) The Chair will exercise running of the meeting according to the following protocols:
 - a) No one speaks unless recognized by the Chair.

- b) There must be a written agenda.
- c) The Chair must clearly announce the agenda item number.
- d) The Chair should then announce the format that will be followed in considering the agenda item.
- e) The Chair invites the appropriate person or persons to lead the discussion/report on the item.
- f) The Chair should invite participant comments. If numerous participants indicate a desire to speak to the subject, the chair may limit the time of speakers. 3-5 minutes is generally a fair limit. The Chair can limit the amount of times a participant can speak.
- g) At the conclusion of the participant comments, the Chair should invite a motion and a second.
- h) The Chair should announce the name of the participants who make and second the motion.
- i) The Chair then asks for discussion of the motion.
- j) If voice vote - If there is no desired discussion, or after the discussion has ended, the Chair asks for a vote.
- k) The vote is recorded in the minutes.

Article 6

Meetings

- 1) The Board typically meets in person however, virtual meetings are allowed by a majority vote of the Board of Directors. Virtual meetings shall be announced to membership via electronic means or through the forum where a notice is automatically sent to all members. Members who fail to register with the forum are agreeing that they do not wish to receive notices of meetings.
- 2) The Board shall determine the time and place of the Annual Meeting of the Association and the sectional seminars. Typically, the sectional seminars are held at the locations suggested by each section, but the Board has final discretion on locations due to trainer availability, budget constraints or other issues.
- 3) Committees may meet remotely and must keep minutes of each meeting when delegating authority of the Board. The decision to meet remotely requires a majority vote of the individual committee. Minutes must be presented to the Board at the next full meeting.

Article 7

Sectional seminars in Conjunction with Excom Meetings Funding Policy

- 1) Excom members are encouraged to attend the initial sectional seminar and attend the Excom meeting the following day.
- 2) The MCA will pay for up to three room nights surrounding the initial meeting which is meant as the night before the initial seminar, the night of the seminar and the night after the board meeting along with associated travel and meal expenses. Board members will get

credit for attending providing they meet the attendance policy listed in the by-laws. Board members attending seminars outside of the initial session will be charged the normal rate.

Article 8

Attendance and Seminar Credit

1. In person Sectional Seminars will be planned for a full eight hour program.
2. Annual Seminars will be planned for a two and a half day program (20 hours).
3. Virtual Seminar time will be determined by the Board.
4. To get credit for a virtual seminar a person attending must join the seminar visually and stay for the entire seminar.
5. Chemists may attend as many Sectional Seminars as they wish, but only one Sectional per year will be regarded as meeting the requirements of C.2.g of the Rules for Certification and Recertification of Marine Chemists.
6. Chemists are expected to attend the entire Sectional or Annual technical program to receive attendance credit.
7. Should unavoidable conditions prevent a chemist from attending a full seminar, the maximum time missed that will allow credit for attendance will be ten percent of the planned program length.
8. The MCA Secretary will be responsible for keeping records of all registering and attending both MCA Annual and Sectional Seminars, and shall send an MCA attendance document after the seminars to NFPA's Marine Field Service representative and MCQB secretary for their records.
9. The MCA secretary shall post a summary of the attendance records to an MCA member covering the past five years in the on-line website member's only section.

Article 9

Expense Reimbursement

1. Speakers presenting at the annual seminars (non-Marine Chemists) will be eligible for hotel and flight expenses in line with a Marine Chemist as outlined in the Article 9 expense policy. Up to two room nights will be paid for by the MCA. They will also be invited to attend all social events and meals without charge. They will not pay the seminar fee.
2. The time donated in service of the Marine Chemist Association by its members is greatly appreciated. Expenses of the MCA's Board of Directors (or alternates attending in a member's place, or other members on approved assignment) accrued during travel while attending meetings (including work approved by the Board such as NFPA-306, NFPA-326, SSRAC, special research, etc.) shall be reimbursed by the Association according to this guideline.
3. All efforts to keep expenses to a minimum for the Association are greatly appreciated.
4. To ensure prompt reimbursement, members are encouraged to submit required expense reports, with receipts as soon as possible after the event. Receipts must be

either the original or a copy of the original. (Scanned or faxed) All expenses must be submitted within 90 days of the end of the event. Receipts for less than \$25.00 are not required. Receipts submitted after 90 days require Board of Director approval for payment.

5. Reimbursement for Board of Director Meetings

- a. **Round-trip Airfare** at coach rate shall be reimbursed. (Receipt required.)
- b. **Transportation expenses**, such as taxis, shuttles, jitneys, airport parking, hotel parking, and road tolls shall be reimbursed. (Receipts for more than \$25.00 are required.) Personal driving costs to and from the meeting site (at the current mileage IRS rate), to and from hotels or airports shall be reimbursed. (Distances driven shall be provided.)
- c. Meeting sites are usually selected to take advantage of taxis, jitneys and shuttles (free or otherwise), and will not typically require automobile rental. ***If automobile rental is required, it should be requested and approved by the Chairman or secretary-treasurer prior to the meeting***, and will be reimbursed for those days required to provide transportation supporting the meeting. Under such conditions, automobile rental for economy/compact cars shall be reimbursed. (Receipt required.)

6. Hotel

- a. Expenses covering room (and any meals charged to their room) shall be reimbursed. (Receipt required.)
- b. Hotel-provided or personal services such as in-room movies, massages, athletic facility charges, tours, laundry, shoe shine, and similar personal services are not reimbursable.
- c. If a member determines that a stay over a Friday or Sunday night will save more in airfare than the additional cost of the hotel room and meal expenses over the additional period required, and they wish to travel to the location of the meeting early (or stay late), they may inform the secretary/treasurer of their desire to do so, submit figures supporting the early or extended stay, and they will be reimbursed for any additional room and meal expenses. (Receipts required.)

7. Supplies and services

- a. In support of meetings and special projects, with prior approval of the Board, copying, preparation of materials to be distributed, reports, supplies, etc. shall be reimbursed. (Receipts for over \$25.00 required.)

8. Support at Seminars

- a. **Sectional Seminars**
- b. Board members attending annual or sectional training seminars or a Board meeting (normally held the day after sectional seminars and the day before the annual seminar) shall be reimbursed for that part of their expenses associated

with that part of the meeting. Board meetings held in conjunction with the annual seminar are usually defined as covering the period of the evening before the Board meeting and the evening before the first day of the annual seminar. (Board members are encouraged to attend the annual MCA membership meeting held the first day of the annual seminar.) (Receipts required.)

- c. Travel and seminar expenses of officers and members who are taking part in the training at sectional seminars shall be reimbursed according to these guidelines.
 - d. Travel and expenses of the chairman, chairman-elect, past chairman and secretary/treasurer assisting with the annual seminar shall be reimbursed according to these guidelines, and seminar registration for them shall be waived.
 - e. For seminar presenters or service providers (members or otherwise), waiver of registration fees, expense reimbursement, fees and other payments shall be negotiated by the secretary/treasurer.
- 9. Marine Chemist Speaker reimbursement for Annual Seminar**
- a. Marine Chemists are encouraged to do presentations at the annual seminar in line with the overall topic of the event. In order to encourage chemists to present at the seminar their airfare and two night's hotel will be paid for. The chemist is welcome at all social events without charge. If the chemist elects to attend the seminar, the seminar fee will be determined by the secretary/treasurer. The chemist will get credit for attendance provided they meet the attendance policy listed in this manual.