

United States Merchant Marine Academy Board of Visitors – Bylaws

ARTICLE I: AUTHORITY AND PURPOSE

The United States Merchant Marine Academy (USMMA or Academy) Board of Visitors (Board or BOV) is governed by 46 U.S.C. § 51312. It is an oversight board in the executive branch of the government established by Congress to provide independent advice and recommendations to the President of the United States on matters of morale and discipline, curriculum, instruction, physical equipment, fiscal affairs, academic methods, and any other matters relating to the Academy that the Board decides to consider.

This Board is not directive in its oversight role, but provides independent advice and recommendations to the USMMA Superintendent, and in turn, the Maritime Administrator (Administrator), the U.S. Secretary of Transportation (the Secretary) and the President on significant matters relating to the Academy.

The Board may request, without restriction, information, facts, and briefings in support of its role to oversee operations of the Academy.

The Maritime Administrator and Superintendent of the Academy shall provide the Board candid and complete disclosure, consistent with applicable laws concerning disclosure of information, with respect to institutional issues.

ARTICLE II: RULES OF CONSTRUCTION

Nothing in these bylaws shall be construed to supersede the provisions of the public laws of the United States, the Board Charter, or any U.S. Department of Transportation (DOT) regulation, directive, or instruction. Nothing in these bylaws shall be construed to create liability for any Board member for any action taken by the Board or the Academy.

ARTICLE III: MEMBERSHIP

Section 1 - Board of Visitors is constituted biennially at the commencement of each new Congress. The Board shall be composed of members pursuant to 46 U.S.C. § 51312.

Section 2 - Service Expectation: The Board is a working board and its members are expected to attend all meetings and to participate in the activities of the Board. Board members have the duty to make constructive recommendations to ensure the mission of the Academy is appropriately met. If a member of the Board appointed under Section 51312(b)(1)(A)-(E) fails to attend two successive Board meetings, except in a case in which an absence is approved for good cause by the Board Chair, the Board may review the member's position on the Board. Non-attendance could be grounds for terminating a member's position on the Board. A person designated for membership on the Board shall be provided notice of the provisions of this Section at the time of such appointment.

When a member of the Board is subject to termination from membership on the Board, the Board Chair shall notify the official who designated the member. Upon receipt of such a notification with respect to a member of the Board who is a member of Congress, the official who designated the member shall take such action as that official considers appropriate. In the case of a member of the Board who is not a member of

Congress, termination of membership may be made by the Board Chair.

Section 3 - Officers: The officers of the Board are the Chair and the Vice Chair.

(1) In general.—

- i. On a biennial basis, the Board shall select from among its members a Member of the House of Representatives or a Senator to serve as the Chair.
 - ii. On a biennial basis, the Board shall select from among its members a Member of the House of Representatives or a Senator to serve as the Vice Chair.
 - iii. The Chair and Vice Chair shall be selected after the beginning of a new Congress.
- (2) Rotation.--A Member of the House of Representatives and a Member of the Senate shall alternately be selected as the Chair of the Board.
- (3) Term.--An individual may not serve as Chair for consecutive terms.

The Vice Chair or designate shall preside at the meeting in the absence of the Chair, or if the Chair resigns or is unable to perform the functions of the office because of illness or death.

Section 4 - Subcommittees: The creation and operation of subcommittees must be approved by the Maritime Administrator. The Chair may, when necessary and consistent with the Board's mission, request the Maritime Administrator's approval to create subcommittees of the parent committee (the Board). Subcommittees may be used to conduct research or gather information for the use of the entire Board. As is consistent with the Federal Advisory Committee Act (FACA) and applicable DOT policies, subcommittee meetings will not be open to the public, but all advice and recommendations from subcommittees must be presented to the full Board for deliberation and discussion.

No individual Board member or subcommittee shall take official action for the Board unless authorized to do so by the Chair. Subcommittees shall be responsible for reviewing and making recommendations to the full Board on subjects the Board shall designate. Each subcommittee will be assigned a USMMA, Maritime Administration, or other appropriate subject matter expert as a point of contact to assist with collection of any necessary information; however, such participation by such subject matter expert will not constitute delivery of recommendations to MARAD or DOT.

Section 5 - Designated Federal Officer (DFO): The Maritime Administrator shall appoint a DFO as required by the Board's authorizing legislation and Section 10 (e) of the Federal Advisory Committee Act (FACA) (5 U.S.C. § App. 2, 10(e)), who shall have the duties and responsibilities imposed by Sections 10 (e) and (f) of the FACA. As part of those duties, the DFO shall attend all meetings of the Board and may exercise the authority to adjourn any meeting of the Board, if determined to be in the public interest. The DFO is also responsible for coordinating any meeting of the USMMA BOV with the Chair or designee, to include its agenda.

The DFO shall abide by the provisions set forth in the FACA to include ensuring timely notice of each meeting is published in the Federal Register; and shall ensure, subject to Section 522, Title 5, United States Code, the records, reports, transcripts, minutes, appendixes, working papers, drafts, studies, agenda, or other documents which were made available to or prepared for by the Board of Visitors are made available for public inspection and copying at the Maritime Administration and on the Board's website. Additionally, the DFO shall prepare detailed minutes of each meeting of the BOV.

The DFO will assist the Chair, Vice Chair, and Chairs of any BOV subcommittee with any necessary information and administrative support and will maintain the BOV bylaws. The DFO will maintain a USMMA Congressional Board of Visitors website as a repository for all publicly releasable information related to the Board. The Maritime Administrator may appoint additional members to serve as an alternate DFO, or Assistant DFO, as required to meet the Board's mission.

ARTICLE IV: MEETINGS

Section 1 - Designated Board Meeting Dates: The Board shall meet at least twice per year as agreed to by the Chair, Maritime Administrator, and Superintendent. At least one of these meetings must be held at the Academy, pursuant to 46 U.S.C. 51312(d)(1). The Board or its members may hold additional meetings throughout the year and may make other visits to the Academy in connection with the duties of the Board. Board members shall have access to the Academy grounds and the midshipmen, faculty, staff, and other personnel of the Academy for the purposes of the duties of the Board.

Section 2 - Notice of Meetings of the Board of Visitors: Notice of the scheduled or special meetings of the Board shall be published in the Federal Register, pursuant to 41 CFR § 102-3.150, and on the USMMA maintained BOV website. The notice shall be published at least 15 calendar days before the date of the meeting, except that the Maritime Administrator may authorize a shorter notification timeframe in exceptional circumstances at the request of the Chair; provided that the reasons for doing so are included in the meeting notice published in the Federal Register. The notice shall state the time, place, and purpose of the meeting and set forth a summary of the agenda. The notice shall also state whether the meeting will be open to the public and include contact information to submit public comment for the meeting.

All meetings of the Board shall generally be open to the public. In those instances, where the Chair recommends certain sessions (e.g., sessions involving personal information protected by the Privacy Act of 1974) of a scheduled meeting, or the entire meeting, should be closed to the public in accordance with provisions of Section 552b(c) of Title 5, United States Code and 41 CFR § 102-3.155, the Chair will notify the DFO. The DFO will clear the request for a closed session through the MARAD's Chief Counsel for approval.

Section 3 - Agenda: Prior to each meeting, the DFO shall prepare a draft meeting agenda after consultation with the Board Chair, the Superintendent, the Maritime Administrator, and others as deemed appropriate. The Chair will provide the Board's final approval of meeting agendas after the DFO completes a review.

The agenda for all Board meetings shall consist of:

- a) Those matters deferred from previous Board meetings for consideration at the next scheduled meeting.
- b) Those matters proposed for discussion by DOT or the Superintendent which were transmitted to the Chair prior to the meeting; unless a majority of the Board determines not to consider particular matters on the proposed agenda. The Chair, upon receipt of matters proposed for discussion, shall coordinate with the DFO to inform of Board members.
- c) Those matters proposed for discussion by Board members.
- d) Such other matters as are brought before the Board at the meeting.
- e) Matters relating to the date and location of subsequent meetings of the Board.
- f) The strategic direction and long-term goals of the Academy.

Board meetings may also consist of:

- a) Review of the Academy's strategic plans, objectives, and performance metrics.
- b) Review and assessment of goals, objectives, initiatives and performance of the Academy.
- c) Updates on milestones and accomplishments from independent audits that have received leadership attention.
- d) Review of the Academy's accreditation
- e) Review of the Academy's admission and graduation policies
- f) Review of the Sea Year program

g) Review of the Academy's infrastructure.

The members shall be apprised of tentative dates and locations for subsequent Board meeting at the conclusion of each Board Meeting.

Any member of the Board may make special visits to the Academy, in addition to those described herein, in connection with the duties of the Board or to consult with the Superintendent.

Section 4 - Quorum: No business may be transacted at a meeting of the Board unless a quorum of nine members is present.

Section 5 - Parliamentary Procedure: Except as provided herein or through decisions of the Board, Robert's Rules of Order shall apply in all proceedings and discussions of the Board of Visitors and its subcommittees. All questions shall be decided by a majority vote of the members present. In accordance with 46 U.S.C. 51312, all members of the Board shall have one vote. Voting may be done by mail ballot or by telephone call, electronic mail, or other means designated by the Board, the Chair, or subcommittee chairmen.

Section 6 - Participation of Congressional Staffers: Congressional Members may have a staff member from their office attend BOV meetings and Subcommittee meetings. The staff members may sit at the table below BOV Members (space permitting) and may share their Congressional Members' inputs to discussions. They may attend closed sessions. Staff members do not count as part of a quorum and they may not vote on their Members' behalf (see Section 8--Proxy Voting below).

Section 7 - Participation of the Public: Members of the public attending open meetings and briefings of the Board may, upon approval by the Chair, be allowed to present questions from the floor or speak to an issue under discussion by the Board. Any member of the public shall also be permitted to file a written statement with the Board. Contact information for written statements must be included in the Federal Register notice announcing the meeting. Written statements must address the following: the issue, discussion, and a recommended course of action. The proposed statement will be submitted to the DFO. However, if a written statement is not received at least 3 business days before the first day of the scheduled meeting then it may not be provided to, or considered by, the Board until its next open meeting. The DFO will review all timely submissions with the Chair and ensure they are provided to members of the Board before the meeting that is the subject of the proposed written statement. If, after review of timely submitted written comments, the Board Chair and DFO deem appropriate, they may choose to invite the submitter of the written comments to orally present their issue during an open portion of the Board meeting subject to the submitter's request. The DFO and Board Chair may, if desired, allot a specific amount of time for members of the public to present their issue for Board review and discussion. Direct questioning of Board members or meeting participants by the public is not permitted except with the approval of the DFO and Chair.

Section 8 - Proxy Voting: Proxy voting through staff is not allowed. Voting may be done by mail ballot or by telephone call, electronic mail, or other means designated by the Board, the Chair, or subcommittee chairmen.

Section 9 - Special Meetings: The Chair may call a special Board meeting for good cause or upon written request of at least a majority of the Board members in coordination with the Maritime Administrator using the notice procedures outlined in Section 2.

Section 10 - Minutes of the Board of Visitors: Detailed minutes of any meeting held by the Board shall be kept by the DFO and shall contain a record of persons present, a complete and accurate description of

matters discussed and conclusions reached, if any, and copies of all reports received, issued, or approved by the Board. The statement of members will appear only in summation form, except any member may exercise the right to have views incorporated verbatim in the minutes. Minutes shall be compiled by the DFO and certified by the Board Chair. The records, reports, transcripts, minutes and other documents pertaining to the Board's activity will be available for public inspection in the office of the DFO and on the Board's website.

Section 11 - Reports: The Board shall prepare an annual report containing its views and recommendations pertaining to the Academy, based on its meetings since the last such report and any other considerations it determines relevant. Each such report shall be submitted concurrently to the President and the Secretary of Transportation (through the Maritime Administrator) and to the Committee on Commerce, Science, and Transportation of the Senate, and the Committee on Armed Services of the House of Representatives. The Chair shall be responsible for the preparation of the reports and the members of the Board should approve the reports by a majority vote. The Board may call in advisers and use the Professional Staff designated by the Chairmen of the Committee on Commerce, Science, and Transportation of the Senate and the chairman of the Committee on Armed Services of the House of Representatives, as well as the DFO, for consultation regarding the execution of the Board's responsibility and/or to assist in the preparation of this report.

The Board may prepare additional reports for the President, Secretary of Transportation, or Chairmen of any Congressional Committee exercising jurisdiction over the Academy based on any visit to the Academy or subject related to the Academy if approved by a majority of the members of the Board.

Section 12 – Professional Staff Members: The chairman of the Committee on Commerce, Science, and Transportation of the Senate and the chairman of the Committee on Armed Services of the House of Representatives will each designate staff members of such Committee to serve, without additional reimbursement (except as provided below for travel), as staff for the Board.

ARTICLE V: GENERAL

Section 1 - United States Merchant Marine Academy: The Academy, to the extent permitted by law, will provide to the Board information, briefings, and facts in preparation for meetings in support of its role to oversee operations of the Academy, and will provide Board members access to the Academy grounds and midshipmen, including attending classes and meeting with midshipmen informally and privately. The Superintendent will ensure BOV members receive candid and complete disclosure of all institutional problems, including midshipmen and faculty surveys, and any information related to the culture and climate of the Academy.

Section 2 - Amendments or Changes to the Bylaws of the Board of Visitors: The bylaws will be reviewed biannually and will remain in effect unless amended or revoked. Revocation, amendment or changes to these bylaws may be suggested to the Board Chair in writing, by any member as an Agenda item at a scheduled Board meeting not less than 30 days prior to the meeting. The assent of at least two-thirds of the members of the Board is necessary to amend or change these bylaws.

Section 3 - Reimbursement: While performing duties as a member of the Board, each member of the Board and each adviser may be reimbursed under Government travel regulations for travel expenses and per diem pursuant to 46 U.S.C. 51312.

Section 4 - Department of Transportation and Department of the Navy: The Secretary of Transportation is responsible for implementing policies, law, regulations, and statutes concerned with the Academy, as well as achieving the desired outcomes, with the Secretary of the Navy having responsibility for the training of future naval officers. This is done through the chain of command that proceeds from the

Secretary of Transportation to the Maritime Administrator, and then to the Superintendent of the Academy with respect to the professional development of midshipmen as future licensed officers in the Merchant Marine; and through the Secretary of the Navy down to the Department of Naval Science at the Academy with respect to the professional development of midshipmen as future commissioned officers in the armed forces.