



**Organization for
Tropical Studies**

**BOARD OF DIRECTORS
APPENDIX
OCTOBER 2009 BOARD MEETING**

**NORTH AMERICAN OFFICE
DURHAM, NC
BOARD BOOK**



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Minutes – Board of Directors Meeting

La Selva Biological Station, Costa Rica

April 17-18, 2009

PRESENT: Robert Arras (for Ida Cortés de Gamboa), Bette Loiselle, James Beach, Elizabeth Braker, Elvia Melendez-Ackerman, Cynthia Sagers, John Tobin, Elizabeth Losos, Greg Gilbert, John Foster, Andrew DeWoody

ABSENT: Oscar Bonilla, Claudia Charpentier, David Janos, Guisepe Tarnero, Jonathan Powers, Ivan Sandoval

THURSDAY, APRIL 16, 2009

Chair Loiselle called the meeting to order at 4:20 p.m.

Motion: *Tobin moved to approve the minutes of meeting Board of Directors in October 17-18, 2008. Foster seconded. Passed by unanimous vote.*

Motion: *Tobin moved to approve amended minutes of teleconference meeting of the Board of Directors on Feb. 9, 2009 (amended to state Gilbert was absent). DeWoody seconded. Amended motion passed by unanimous vote.*

(Treasurer Powers and Roger Hart joined the meeting briefly by phone.)

Powers reported on the general financial health of the organization concluding that the staff has reduced expenses to keep programs moving forward and the organization intact. Further, it appears that money is available for break-even budget; however, we must study what should be done if the economy continues a downward trend.

Losos presented the State of the Organization and reported on revenue streams (tuition, contributions, station fees, restricted and unrestricted grants, institutional dues, endowment payout, interfund transfers, and Biocursos). Of these, the brightest news is undergraduate tuition. The addition of the Global Health semester and remarkable success by the Enrollment Management team has resulted in a very successful recruiting year. Losos cautioned that while courses are filling, requests for financial aid are increasing. On the down side, all other sectors were below revenue projections. Of special concern were the substantial and continued losses by Biocursos.

Staff actions taken to reduce deficits were acknowledged and include the following:

- Non-personnel expense cuts
- Freeze in capital expenditures
- Hiring freeze
- Frozen salaries (except lowest salaries)
- Elimination of positions (head of marketing, development database specialist, communications coordinator, head librarian, 1 NAO, 3 CRO)
- Reduction in IT outsourcing
- Elimination of special benefits not provided to all staff
- Transfer of activities to restricted funding, when appropriate

Recognition was given to the staff “Crisis Intervention” Committee, a self-assembled group at OTS’ Costa Rica Office (CRO) that is developing innovative solutions to budget issues.

Extensive discussion ensued regarding a series of fiscally challenging scenarios. Losos noted that management was committed to presenting a realistic and deficit-free budget for FY10. She noted that OTS could not prudently sustain \$150K in deficits in both FY10 and FY11, and so difficult structural changes would be required if the organization found itself running such deficits. One area of particular concern was whether institutional members, many currently facing financial difficulties, would be able to

meet their dues obligations this coming year. After a lengthy discussion, the Board granted management flexibility in negotiating payment plans for institutional memberships.

Discussion moved to operational and governance documents that were recommended for development during past Board meetings in response to the Governance Task Force and the auditors. Tobin introduced Conflict of Interest and Code of Ethical Conduct documents following a recommendation from auditors who suggested these corrective actions. Action on the documents was deferred while board members considered draft documents. The Board was then informed of a legal error resulting in granting of unlimited power of attorney to Costa Rica Director General Liana Babbar. The board recommended that power of attorney be limited, but deferred action on the matter until later while board members reviewed draft documents. Finally, the Board considered the issue of constituting an independent audit committee that would review the audit with the auditing firm and report back to the BoD approving their fee. It was concluded that Powers would be an *ex officio* member of the audit review committee. Formal action on the matter was deferred until later in the meeting. Finally, the Board evaluated current institutional membership dues.

MOTION: Arras moved to recommend to the Assembly of Delegates no change in institutional membership fees for the next fiscal year. Seconded by Gilbert. **Passed by unanimous vote.**

Sunday, April 19, 2009

Board of Directors reconvened at 7:10 a.m.

MOTION: Arras moved to accept resolution regarding University of Connecticut Nondiscrimination Policy as it appears on p. 71 of the Board Book and whose preamble is stated below. Seconded by Foster. **Passed by unanimous vote.**

Be it resolved that the Board of Directors of the Organization for Tropical Studies that the Organization hereby adopts as its policy to support the nondiscrimination agreements and warranties required under Connecticut General Statutes 4a-60(a)(1) and 4a-60a(a)(1), as amended in State of Connecticut Public Act 07-245 and sections 9(a)(1) and 10(a)(1) of Public Act 07-142.

RESOLUTION: Tobin moved to adopt the following resolution regarding limited power of attorney to be granted to Babbar. Seconded by Arras. **Passed by unanimous vote.**

Be it resolved that Dr. Liana Babbar, Director General of the Organization for Tropical Studies in Costa Rica, be granted powers of attorney to represent the Organization in the conduct of the Organization's business, subject to the limitations that she shall not be able to bind the Organization in respect of any of the following matters (unless a specific resolution has been passed by the Board of Directors):

- **sell any of the Organization's assets, except in the normal course of business;**
- **mortgage, pledge, or otherwise encumber any of the Organization's assets;**
- **enter into any transaction in respect of the Organization's real property;**
- **take out a loan or assume any debt on behalf of the Organization, except in the normal course of business and for a maximum to be set by the CEO in consultation with the Chair and the Treasurer of the Board.**

provided, that none of the limitations above shall prevent Dr. Babbar from incurring such debt as shall be necessary to manage the Organization's Environmental Services Program.

This power of attorney shall replace and supersede in its entirety any other power of attorney that the Organization may have granted Dr. Babbar in the past, including, without limitation, the power of attorney granted to her in Costa Rica on March 2, 2009.

MOTION: *Gilbert moved to adopt the following code of conduct and conflicts of interest policy. Seconded by Braker. Passed by unanimous vote.*

ORGANIZATION FOR TROPICAL STUDIES

Code of Conduct and Conflicts of Interest Policy

Preamble: The Organization for Tropical Studies (the “**Organization**”) and its officers, delegates, directors, employees, and volunteers shall scrupulously uphold the highest ethical standards in any and all actions taken by them on behalf of the Organization in their respective capacities. This Code of Conduct and Conflicts of Interest Policy (this “**Policy**”) outlines

Code of Conduct

It is the policy of the Organization that:

- the use of Organization’s assets for any unlawful or improper purpose is strictly prohibited;
- no undisclosed or unrecorded asset shall be established for any purpose;
- no false entries shall be made in the books and records of the Organization for any reason, and no employee shall engage in any arrangement that results in such false entries;
- no payments shall be approved or made with the intention that such payment or any part thereof is to be used for any purpose other than that described in the supporting documentation;
- any employee who knows of any unrecorded assets or any other prohibited act must promptly report it to the Controller or to the President and CEO or, if corrective action is not taken promptly by such individuals, to the Board of Directors;
- each manager shall be responsible for enforcing the policy throughout the Organization;
- employees shall not discuss the Organization’s confidential matters (including, without limitation, matters involving salaries or donations) with anyone within or without the Organization unless such discussion is necessary to the fulfillment of the individual’s position.

Conflicts of Interest

The Organization and its officers, delegates, directors, employees, and volunteers shall scrupulously avoid any conflict or appearance of conflict between their own respective personal, professional, or business interests and the interests of the Organization, in any and all actions taken by them on behalf of the Organization in their respective capacities.

In the event that any officer, delegate, director, employee, or volunteer has any direct or indirect interest in, or relationship with, any individual or organization proposing to enter into any transaction with the Organization, including but not limited to transactions involving:

- the sale, purchase, lease, or rental of any property or other asset;
- employment, or rendition of services, personal or otherwise;
- the award of any fellowship, stipend, grant, contract, or subcontract;
- the investment or deposit of any funds of the Organization.

Such person shall give prior notice of such interest or relationship and shall thereafter refrain from voting on the particular transaction in which he or she has an interest, or otherwise attempting to exert any undue influence on the Organization or its components to affect a decision to participate or not participate in such transaction. For the avoidance of doubt, none of the foregoing shall prevent any such person from acting as investigator or grantee in respect of research taking place at one of the Organization's field stations.

Yearly Certification

Each member of the Board of Directors and each employee in a sensitive position (including the CEO and President and each of his or her direct reports, and such other employees in sensitive position as the CEO and President shall designate) shall, at the time they assume such position and thereafter at least every year, sign a written statement affirming that:

- they have received a copy of this Policy;
- they have read and understand the requirements of the Policy;
- they agree to comply with the Policy; and
- they understand that the Organization must engage primarily in activities that accomplish one or more of its tax-exempt purposes in order for it to maintain its US federal tax exemption.

Resolution: *Arras moved to accept the following resolution regarding the future development of BioCursos programs. Seconded by Hamrick. Passed by unanimous vote.*

Resolved that the BOD recognizes the underlying support for BioCursos and its value in extending the message of OTS to the Costa Rican community. Moreover, the Board encourages management to develop a model for BioCursos that will continue to serve the mission of the organization while covering direct and program costs.

MOTION: *Arras moved to accept the following mandate to the OTS Audit Committee. Seconded by Tobin. Passed by unanimous vote.*

OTS Audit Committee

Committee Mandate:

The OTS Audit Committee will appoint and approve compensation of OTS's public accounting firm. The Committee will annually discuss the audit process with the public accounting firm and report to the Board of Directors, and will make a recommendation to the Board of Directors on whether or not to accept the audit. In addition, the Committee will report to the Board of Directors on whether OTS is in compliance with the laws, rules, regulations, and contracts that govern it. The Committee shall be made up of between three and five members, none of whom shall be a member of the Finance Committee. The CEO and the Vice President for Finance and the Chair of the Finance Committee shall support the Audit Committee and attend all meetings of the Committee.

MOTION: *Tobin moved to accept the following mandate to the OTS Nominations Committee. Seconded by Gilbert. Passed by unanimous vote.*

OTS Nominations Committee

Committee Mandate:

The OTS Nominations Committee is charged with recruiting and developing the slate of candidates for election by the Assembly of Delegates to the Board of Directors. The Committee will consist of three members with staggered three-year terms. The Nominations Committee member who is in the third year of his or her mandate shall serve as Chair of the Nominations Committee. The Chair of the Board of

Directors will communicate with the Nominations Committee chair early on in the process any specific skill sets that are needed by the Board to effectively carry out its functions. The Chair of the Nomination Committee, or his or her designate, will present the slate of the candidates to the members of the Assembly of Delegates.

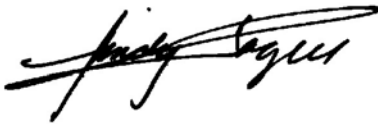
MOTION: *Motion by Gilbert to thank Claudia Charpentier, John Hayes and David Janos for their service to the board of directors. Seconded by Arras. Passed by unanimous vote.*

Meeting was called into executive session at approximately 9:30 a.m.

Board reconvened in open session at approximately 10:15 a.m.

Meeting was adjourned by proclamation.

Respectfully submitted,



Cynthia Sagers
Secretary of the Board of Directors

Minutes - Board of Directors TELEPHONE MEETING

May 7, 2009

PRESENT: Bette Loiselle, Jim Beach, Elizabeth Braker, Andrew DeWoody, John Foster, Gregory Gilbert, James Hamrick, John Hayes, Elizabeth Losos, Elvia Melendez-Ackerman, Jonathan Powers, Cynthia Sagers, John Tobin, Zak Zahawi

ABSENT: Oscar Bonilla, Julio Calvo, Guiseppe Tarnero, Ivan Sandoval

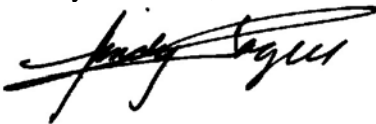
An impromptu meeting of the Board of Directors was called to discuss the purchase of real estate adjacent to the Las Cruces station, parcel #24 (see attached). Zac Zahawi presented the conditions of the sale to the Board. Treasurer and Budget Review Committee (BRC) Chair Jon Powers reported that the BRC recommended the purchase as existing funds would cover expenses, and the property is a valuable asset. An extended discussion regarding funding the purchase, the liquidity of the acquisition, and its value ensued.

MOTION: *Jay Taft moved to purchase parcel #24 adjacent to existing Las Cruces property. Greg Gilbert seconded. Motion passes 11-2.*

A brief discussion ensued in which it became clear that the Board of Directors should be involved in all future land acquisitions, that this should be made explicit in the by-laws, and that the Board will evaluate purchases in light of the Strategic Plan.

Meeting adjourned by proclamation.

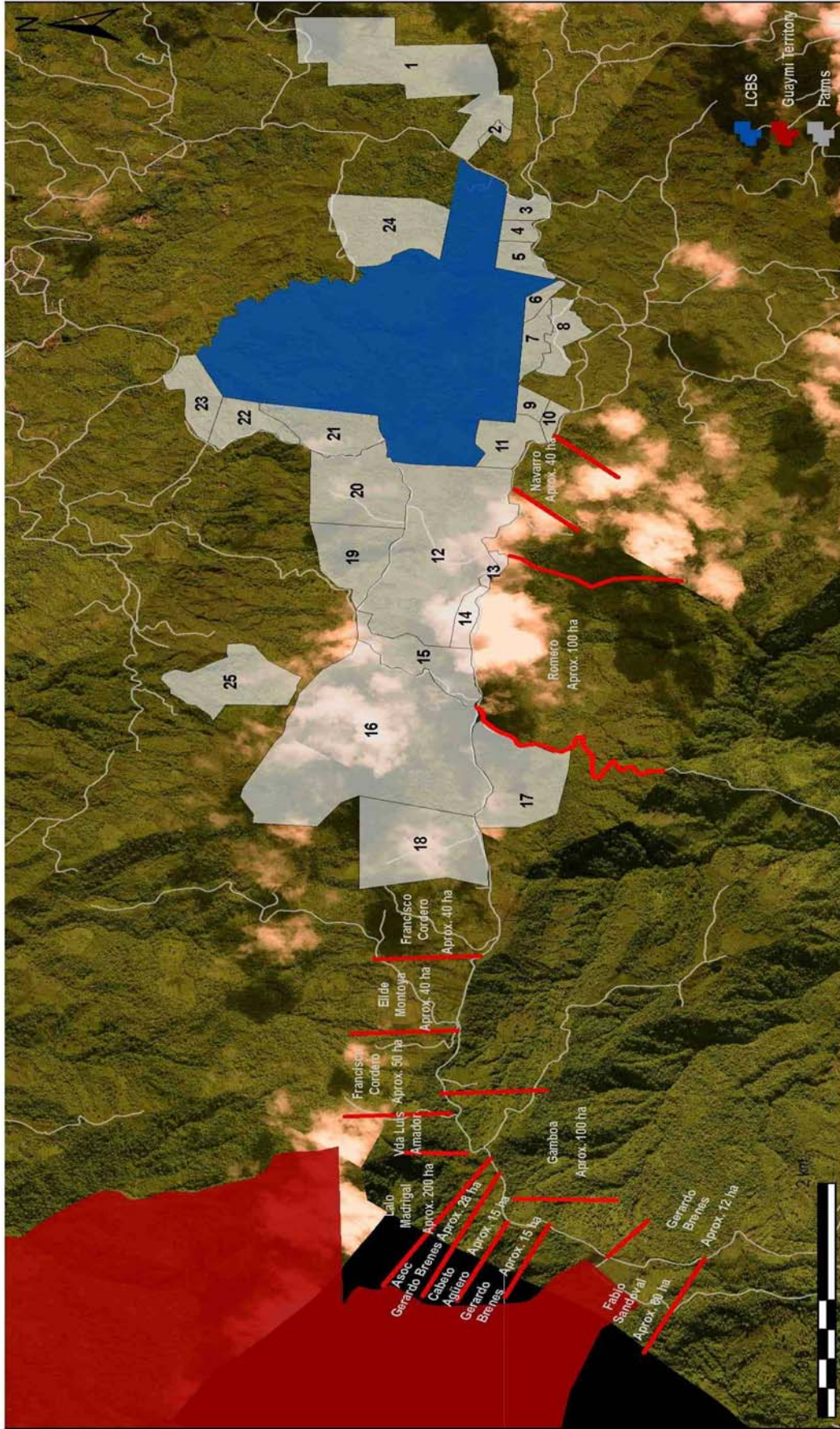
Respectfully submitted,



Cindy Sagers, Secretary of the Board of Directors



LCBS - GUAYMÍ BIOLOGICAL CORRIDOR / LAND OWNERS FARMS



Made by:
Victor Milla
OTS, Las Cruces

Source:
OTS, GIS Lab, 2009
ITCR, Atlas 2004
Carta 2005

Projection:
UTM 17N

Datum:
WGS 84

Organization for Tropical Studies
April 2009

Legend:
 LCBS
 Guaymí territory
 Farms

Parcel List:
 1 Piedra
 2 Julio Serrano
 3 Gamba
 4 Jardines de Paz
 5 ITCO
 6 Romero
 7 Sparks
 8 Jainer
 9 Rolando Gamba
 10 Felix Piedra
 11 Ibro Alexis Campos
 12 Gamba
 13 Ibro Alexis Campos
 14 Romero
 15 Romero
 16 Municipal
 17 Donald Pérez Barquero
 18 Uriel
 19 Luis Alberto Quesada Montero
 20 Norma González Barrientes
 21 Francisco Cordello
 22 Eliide Montoya
 23 Francisco Cordello
 24 Vda Luis Amador
 25 Lalo Madrigal
 26 Asoc Gerardo Bienes
 27 Cabelto Agüero
 28 Gerardo Bienes
 29 Gerardo Bienes
 30 Fabio Sandoval

Minutes - Board of Directors

TELEPHONE MEETING

June 30, 2009

PRESENT: Rob Arras, Jim Beach, Oscar Bonilla, Elizabeth Braker, Andrew DeWoody, John Foster, Jim Hamrick, Bette Loiselle, Elvia Melendez-Ackerman, Jonathan Powers, Cynthia Sagers, Jay Taft, Guiseppe Tarnero, John Tobin, Dick Smythe (invited to attend; on Budget Review Committee)

ABSENT: John Hayes (ARC), Julio Calvo (unable to connect), Greg Gilbert, Ivan Sandoval (unable to connect)

1. Discussion of FY10 budget

A. Review of expenditures (Hart/Losos)

Although a deficit of about \$220K was budgeted, the organization is ending the year better than that with a revised estimate in range of \$150-170K. Revenue is below budget across the board, but expenses are even further below budget. Savings were realized when a number of positions were eliminated in both CRO and NAO, new hires were delayed, and existing staff were asked to accommodate those vacancies. BioCursos showed a profit of about \$12K in Jan-May without indirect, which is a substantial turnaround. Nonetheless, BioCursos will finish the year with an expected deficit of about \$60K. Aside from BioCursos, the rest of the organization is doing remarkably well.

B. Review of projected FY10 unrestricted revenue (Losos/Hart)

The organization is going into the FY2010 budget with three countervailing factors: 1) drop in endowment payout, 2) final year of the NSF La Selva grant, and, 3) demand by the Board for a balanced 2010 budget.

Review of major revenue areas (unrestricted):

Tuition – Tuition has grown to provide half of unrestricted budget and has been growing steadily. Most tuition revenue is generated by undergraduate semester programs. As the number of applications continues to increase, tuition aid to students (restricted and unrestricted funds) is likely to increase as well. The continued success of undergraduate courses is a credit to NAO recruiting staff.

Station fees – OTS has been successful in recent grant submissions, which has translated to increased transfers for station fees. Nonetheless, commercial visitation to the stations is projected to decrease about 10%. Visitation by education groups is also expected to drop, but researcher visitation is projected to increase in response to higher funding rates at NSF.

Institutional dues – The 2010 budget projects \$413K in institutional dues, but this may be optimistic. The dues committee will reconvene in July to discuss possible resolution and intervention.

Contributions and grants (unrestricted) – Projected income from contributions and unrestricted grants is at a fairly and unfortunately realistic low level.

Grants (restricted) – The organization has garnered about \$4M in new grants and is expected to do fairly well in FY10 as well. A large NSF REU award was funded from economic stimulus funds.

BioCursos – The Board agreed in April to limit BioCursos to local programs. In July, BioCursos organizers will present a monthly business plan and its success will be closely monitored. BioCursos may eventually be able to generate a small profit, but this revenue source is not included in the 2010 budget. Following a directive from the board, BioCursos will be terminated if it shows no profit.

C. Review of endowment payout and policy (Foster)

The organization has lost over \$1M in investments, but the Investment Committee has been restructuring assets in the new normal environment ahead. Management had earlier projected that the FY10 budget would have a payout of \$280K in unrestricted and \$120-30K in restricted funds but, due to the drop in value of OTS' portfolio, the formula for establishing a payout puts the FY10 payout at close to zero. However, there have also been some changes in North Carolina state laws governing endowment investments that potentially change how the payout is to be calculated. Under previous statutes, the organization was not permitted to make payouts when the principal dropped below the initial value of the gift, the historic dollar value (HDR). Payouts could be made only from the reserve. Recent modifications of the law do away with this restriction. In the past, we have reserved 25% of gift value, to provide a buffer in case there was a drop in the market value of the assets. With new guidelines, the organization must show that their investment strategy is 'prudent,' rather than focusing so much on HDV and minimum reserves. The IC accommodated the BRC by agreeing to establish a payout which is equivalent to approximately \$50K in restricted funds for the FY10 budget, by tapping into the individual funds that had built a sizable reserve fund. The IC advised that the new reality is that payouts are likely to be far less in the near future than we have enjoyed in the past.

D. Review of FY10 expenditures (Losos/Hart)

Non-personnel

Travel meals and lodging – Elimination of BioCursos will cause a substantial decrease in travel, meals, and lodging expenditures.

LaSelva – Expenses are expected to jump as the NSF maintenance grant winds down.

Insurance in CR – OTS international liability insurance covers students and visitors, but most OTS policies in CR cover buildings, vehicles, and equipment. Premiums are exorbitant and costs continue to increase, yet there has been no history of adequate compensation for damages and losses. Following the recommendation of the BRC, the organization has decided to self insure its buildings, vehicles, and equipment for FY10. Costa Rica is currently privatizing insurance, so OTS will closely monitor insurance options.

Personnel – The organization has reduced the number of personnel, but it is possible that further reductions will be necessary. Reductions are being made through attrition and early retirement, but loss of personnel may soon begin to impact on our programs.

Capital – The capital budget is approximately \$71K. Resources are very thin, but available funds will allow the purchase of one new vehicle in CR (\$35K).

E. Overview from Budget Review Committee (Powers)

The BRC, in cooperation with management, invested substantial energies in reviewing the proposed FY10 budget. The BRC identified three areas where substantial savings can be made:

- 1) **Self-insurance (physical insurance)** – The proposal will leave in place liability insurance but limit excessive premiums and low compensation of existing government-backed CR policies.
- 2) **Reconsider investment payout formula** – The investment committee, at the request of the BRC, has reevaluated and reconfigured the investment payout formula.
- 3) **Additional personnel cuts** – A conditional strategy is in place that if the economic climate fails to improve, additional staff members will not be replaced. It is expected that the organization will continue to manage personnel expenses and build in lag time for replacement. It is hoped that the organization can manage the personnel budget as projected without significant harm to activities of the organization.

The result of these measures is balanced budget. The 2010 budget is not overly optimistic. Although there is some possibility revenues will come in lower, but given the state of things, budget reflects prudent and solid revenue plan.

MOTION: *Jay Taft moved to approve fiscal year budget. John Power seconded. Passed by unanimous vote.*

F. Report from the audit review committee (John Tobin)

An audit review committee was established at request of auditors. Committee consists of Tobin (chair), Arras, Hayes, and Bornemiza. The committee followed their charge in reviewing the audit report and accompanying materials, as well as the history of its relationship with OTS, methodology in conducting the audit, and compensation. After lengthy discussion, the ARC recommended that OTS continue its relationship with current auditing firm and further recommends that the board accept the audit.

MOTION: *Andrew DeWoody moved to accept the audit report from outside auditors. Jay Taft seconded. Passed by unanimous vote.*

2. Next BoD Meeting

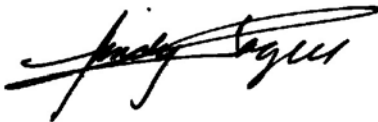
A. Date and Location

Duke University, Durham, NC October 23-24, 2009

B. Major agenda items

- Report from Giles and development team, Foster with investment committee with endowment payouts
- Graduate education (fundamentals course) – Braker will formulate a proposal
- Financial review
- Discussion of member institutions

MOTION: *Andrew DeWoody moved to adjourn. Cindy Sagers seconded. Passed by unanimous vote.*
Respectfully submitted,



Cynthia Sagers
Secretary of the Board of Director

MINUTES – BOARD OF VISITORS MEETING

R. David Thomas Executive Conference Center

Duke University, Durham, NC

October 2-3, 2009

PRESENT: Rob and Karen Arras, Barbara Bentley, Myriam Bossuyt, Nancy Covey, Chris Davidson and Sharon Christoph, Roberto Murray, Pat Rich, Carlos Silva, Dick Smythe, Mary Smythe, and Terry and Mary Vogt

OTS STAFF PRESENT: Elizabeth Losos and Jonathan Giles

BOARD BUSINESS

Arras extended a warm welcome to the members and spouses present. Everyone introduced themselves and briefly commented on why they had joined the board.

Arras explained that April's minutes from the La Selva meeting were lost and that he incorporated what the board member discussed in his June minutes.

The minutes from June and July were approved with minor changes.

Overview from President and CEO

Losos provided an overview on the organization. Discussions ensued on scholarships, the undergraduate program, the REU program, bilateral relationships, and the environmental policy program. With regard to the environmental policy program, Losos highlighted the REDD workshops taking place at La Selva this August and October and pointed to a Latin American environmental officers meeting in Costa Rica that is a direct result of the involvement of the U.S. Embassy in the workshops.

Vogt indicated that he would help keep these workshops funded as he saw them as critical to the future of OTS. In MOPS and COPS (Meeting of the Parties and Conference of the Parties), OTS could play a role in training delegates from every country.

Losos also discussed the new Outstanding Student Paper Award for students who have done research at our stations or have participated in one of our courses.

Mary Smythe asked if the BoV should invite and/or fund a student to participate in their meetings. A discussion took place on this topic, but no resolution was made.

Losos discussed the new Tropical Andes Alliance as well as potential partnerships with institutions in the Guyana Shield countries and Central America. A number of institutional membership issues were raised by the group which Losos said would be addressed at the Board of Directors meeting later in October.

Losos finished her presentation with a brief discussion on emerging science themes.

Financial Report on OTS

OTS Controller Roger Hart joined the group for an hour-long discussion on OTS' finances. In sum, after an initial round of downsizing and belt-tightening, last year's final numbers were better than expected due to the deficit being smaller than projected. This year is another tough year with a requirement from the Board of Directors for the organization to break even. The Finance Committee released only a small distribution from the endowment for fellowships but no funds were provided for operating support.

Commercial Enterprise

Arras led a discussion on the status of ecotourism at the stations. Mary Smythe pointed out that the recent Lindblad Expeditions booklet has OTS prominently listed on their Costa Rica page, stating that this region "...is so unique that institutions like the Organization for Tropical Studies, the Biodiversity Institute and the Smithsonian Tropical Research Institute have each established research facilities." A discussion followed on how OTS could get Lindblad and similar travel companies to book their groups at our stations. A question arose as to whether or not our sites, specifically La Selva or Palo Verde accommodations, could accommodate upper end visitors or should they be top-notch day activities for such visitors. Las Cruces is considered an appropriate overnight venue for high-end visitors.

Arras turned to the BioCursos program and discussed the staff and its new objectives, reporting that the program is meeting its mandate to cover all direct costs incurred. Barbara Bentley discussed having exclusive tours for families that could afford to pay for special treatment. Jonathan suggested that the staff has worked with Finca Rosa Blanca, a high-end hotel outside of San José, as well as other exclusive hotels, and could identify top notch restaurants, if this was of interest.

Rob mentioned that the new Corporate Days were being handled as a joint enterprise between the BioCursos staff, Cristian Zuniga in the Development Office, and the station staff, specifically the staff at La Selva. One suggestion raised regarding Corporate Days was inviting employees and their families. Another suggestion was to invite embassy staffs and their families.

Losos brought up our current situation with cars and the new initiative with Javier Quiroz, the owner of the Toyota dealership in Costa Rica. She outlined how OTS Corporate Days might be the breakthrough needed to get Quiroz either to further reduce the price of their cars or otherwise support OTS. It is understood that the Toyota organization is looking for an "NGO ally" in Costa Rica.

Development

Giles provided the group with an overview of Development. He discussed the current status regarding grants and contracts, focusing on our efforts with the U.S. National Science Foundation, which has been the beneficiary of federal stimulus funding. A question was raised about seeking support from other governmental sources, including the Department of Education and USAID. Losos mentioned grants we received from NASA but said she would ask Gwen Wright, our contracts and grants specialist to look into this further. Another suggestion was raised about seeking funding from European governments, such as Norway, Sweden, and Denmark. Losos suggested that this would need to be initiated in Costa Rica to minimize our U.S. presence.

Jonathan turned his focus to major gifts, and a brief discussion ensued regarding the need to increase scholarship support for the graduate program. It was suggested that OTS focus on Central American scholarships and that HSBC might be a willing partner.

Jonathan brought up the annual fund and discussed ongoing efforts in Costa Rica and in the United States. A discussion ensued on why small donors were dropping off. Rich suggested that if natural history visitors were providing essentially “thank you” gifts based on their visits to our stations, then the staff should not spend too much time or effort trying to get them to renew beyond the initial gift. Giles was asked if OTS had much literature in Spanish. He said that Cristian Zuniga has proposals and other fundraising material in Spanish for his needs. Arras and Murray raised the possibility of offering OTS courses such as the policy-makers course to governmental officials, such as the ministers of environment, in El Salvador and elsewhere in Central America. Potential donors in Salvador include the Poma Group of companies, HSBC, USAID among others. A possible visit to Salvador by Liana Babbar was discussed. Davidson briefed the meeting on the initiatives with Leon University in Nicaragua.

Covey brought up the possibility of a ten-minute video to be shown to all visitors to our stations. There was almost universal agreement that a video was needed to tell the OTS story to visitors. This is especially important for day visitors who come in groups and are only at the station for a short duration. The video would end with a pitch for support for OTS.

Another idea that Covey asked the staff to consider was requiring visitors to become “members” for the day in order to cross the Stone Bridge at La Selva. She said that there would be resistance to this from the travel agencies, but it could be done and would benefit OTS through fees and promotional materials.

Giles pointed out the new initiative established by musician Richard Thompson who is participating in the Wear Your Music charity project. People can purchase bracelets made of guitar strings and make a donation to OTS. So far, almost \$200 has been generated. Covey said that her husband would be willing to do a benefit concert for OTS.

A status report on the auction was provided, with a request for more auction items and the active involvement of board members. Jonathan announced a new online store that would be highlighted in the next *E-Canopy*. These two projects were initiated by staff member Cathleen Lemoine, and it is hoped both will be quite successful.

Giles brought up the idea of “café science chats” in place of receptions and fundraisers to bring the OTS alumni, research and natural history visitor communities together to hear about the research taking place at our stations. There was general enthusiasm for the idea and a consensus to try one or two.

The Development report was concluded with a discussion on the “Greening of La Selva” grant proposal that is likely to be turned down by NSF. A discussion took place on the priorities for the station.

BoV Updates

Budget Review Committee. Dick Smythe provided a brief report on OTS finances based on his participation on the OTS Budget Review Committee. His concern for the future is in budgeting for station maintenance and capital improvements. It was suggested that a major donor be found to help offset these costs. A discussion ensued as to who this might be with names such as the Walton Family and Gates Foundation being raised. Vogt suggested that Dan Martin be approached as a possible board member for his network contacts. Losos mentioned Joel Fleishman and the Fundraising Institute he oversees at Duke. Mary Smythe suggested that OTS design a tour to its stations for foundation officers to discuss OTS’ importance and the need for support. Vogt recommended OTS work with the Environmental Grantmakers Association.

High-End Ecotourism Tours. Nancy Covey follow up on the earlier discussion regarding high-end travel tours to the OTS stations, by saying she is working with the Las Cruces staff on a two-day VIP trip

and hopes to have everything in place by the next board meeting or sooner. This would be a four-person experience involving exclusive treatment at the stations, beginning at Las Cruces, including dinner with the station directors. She suggested that special treatment could be provided for birdwatchers in particular. Vogt mentioned it could be promoted as “off the beaten path” and Barbara Bentley suggested it be part of the OTS auction.

Self Insurance and ESINTRO. Arras mentioned that members of the BoV were looking into the staff recommendation to be self-insured and the implications to ESINTRO on recent changes to Costa Rica tax laws. In general terms, he felt that certain buildings and equipment should be insured against fire or earthquakes under an “all risks” policy.

In-Service Teachers Course. Bentley discussed the OTS’ teachers course she taught with Joe Levine for the past three years, and was pleased to see it listed now as part of the OTS graduate courses offerings. Scholarships for the course continue to be a problem. Much discussion ensued as to what should be done and, with the recommendation that Pearson Publishers be approached for greater sponsorship, that the staff look into possible funding from the Department of Education, and that Costa Rican teachers be included in the course. The dilemma posed by differing school years in the U.S. and Latin America was discussed, with the suggestion that a one-week course be offered to Latinos during their “summer” break in January/February.

Participation in Committees. Giles discussed his desire to see other board members participate in OTS committees. A long discussion took place as to what committees the Board of Visitors might organize. It was suggested that the board have a Nominating/Membership Committee to review and assess new members for the board. Other committees suggested included Fundraising, Marketing, Program, and Finance.

At the end of the discussion, it was proposed and approved that a Nominating/Membership Committee be formed with Terry Vogt, Michelle Coffey, Rob Arras and Mary Smythe.

Rich proposed developing a board grid to determine what needs OTS had and who could best help address these gaps on the board. Arras mentioned the need for a Yale School, Duke Business School or an INCAE to do a case study on OTS. It was suggested that Roberto Artiva at INCAE be approached for his insight regarding this idea.

New Members

Arras proposed that the board accept Ernesto Arias and John Aspinall as new members of the Board of Visitors. Both individuals were approved. A number of other names were raised, and it was determined that they would be approached to see if they were interested in joining the board or observing the meeting in February. Such individuals included: Fred Schroeder, Jan Holterman, Flora Jimenez, Janice Eisenman, Lorena San Martin, Alvaro Umana, Judy Richardson, and Alison Olivieri. The possibility of asking members on “sabbatical” to rejoin was discussed. Giles and Losos assured the board that this would happen.

Members taking their Sabbatical

Arras asked for a resolution to thank those board members about to take their year sabbatical: Steve Aronson, Carlos Manuel Rodriguez, Miguel Gonzalez, Pat Rich, Dick Smythe, Chris Davidson, Myriam Bossuyt, and Terry Vogt. This was agreed and wholehearted endorsed.

Next Meeting and Post-Meeting Trip

The BoV will meet with the Board of Directors and the Assembly of Delegates at the Las Cruces Biological Station in Costa Rica February 26-27, 2010. Giles raised the possibility of a post-meeting trip to Western Panama, which received an enthusiastic response to proceed with the arrangements. Arras mentioned a possible trip to Cuba for a future BoV trip, which generated much discussion. OTS management was asked to look into the ramifications to OTS and its charitable status of one of its board traveling to Cuba. It was suggested that Ian Brownley be approached regarding this issue.

Reminder Regarding Carbon Offsets

Mary Smythe reminded the board that at the Palo Verde meeting they had approved offsetting the carbon they expended in traveling to the BoV meeting by making an appropriate donation to OTS. She asked everyone to calculate what that individual cost was and make a gift to help OTS in its ongoing effort to reduce carbon.

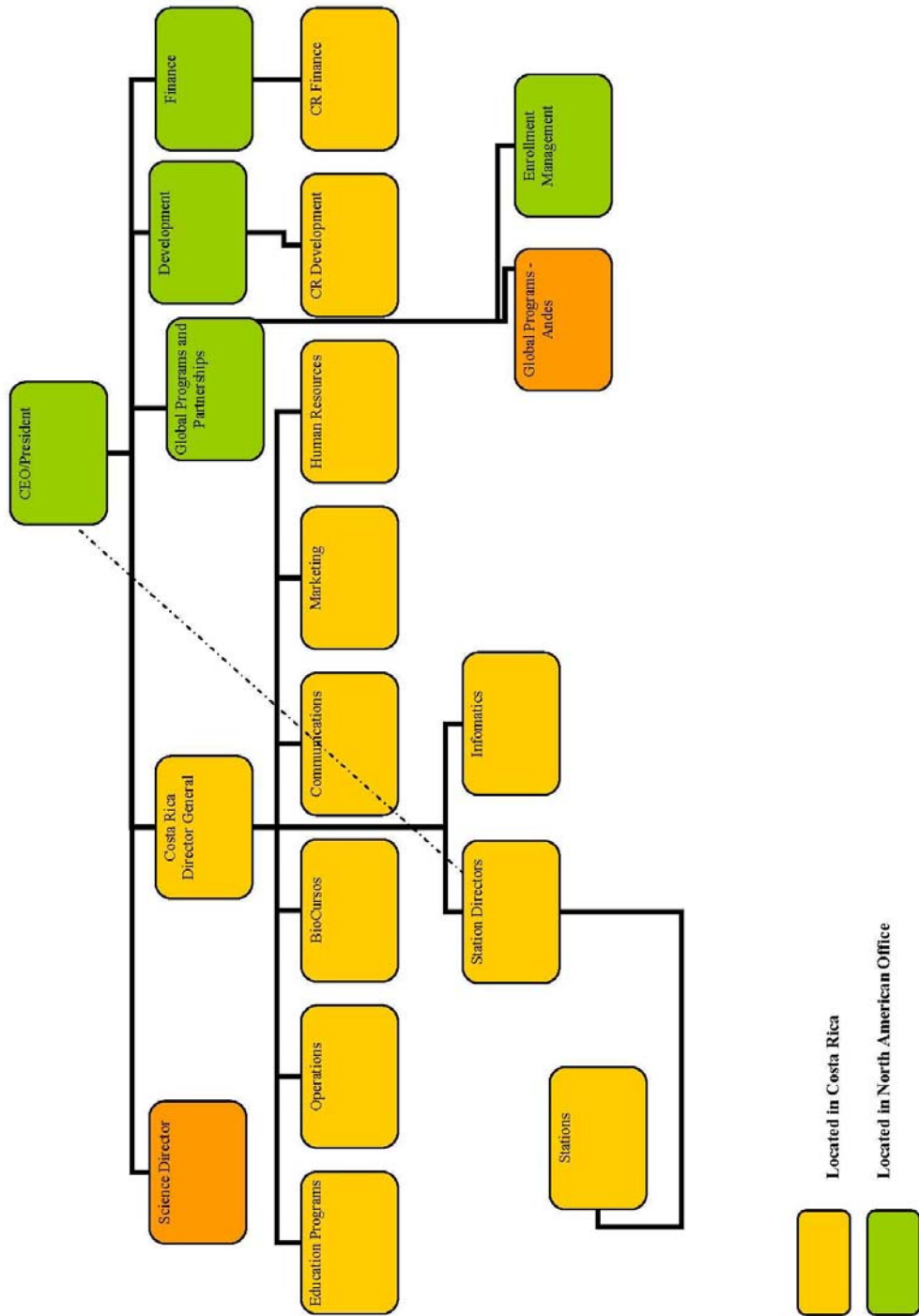
At this point, with no further business, the meeting was concluded.

Respectfully submitted,

Jonathan Giles

OTS ORGANIZATIONAL CHART

OTS Organizational Chart for Costa Rica Office *Revised October 2009*



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OTS EMAIL DIRECTORY

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Acuña	Charles	Financial and Commercial Administrator	charles.acuna@ots.ac.cr
Aguilar	Susana	Head of Library	susana.aguilar@ots.ac.cr
Alan	Karla	Reservations Assistant	karla.alan@ots.ac.cr
Alfaro	Kenneth	Head of Academic Groups and Environmental Development	kenneth.alfaro@ots.ac.cr
Alfaro	Luis Ángel	Waiter	
Alfaro	Yessenia	Waitress	
Alpizar	Felix	Gardener	
Alvarado	Henry	Receptionist	henry@sloth.ots.ac.cr
Alvarado	Rodolfo	Head of Natural History	rodolfo.alvarado@ots.ac.cr
Araya	Diego Enrique	Administrator of Data base Development	diego.araya@ots.ac.cr
Araya	Rafael Ángel	Security Guard	
Arias	Luis Angel	Head of Field Maintenance	
Arrieta	Neila	Assistant Cook	
Atencio	Uriel	Gardener	
Avilés	Pablo	Administrator of Data base Development for Biodiversity	pablo.aviles@ots.ac.cr
Babbar	Liana	Director General - Education Director	liana.babbar@ots.ac.cr
Baltodano	Henry	Security Guard	
Barbarena	Edwin	Maintenance	
Barley	Patrice	Admissions Counselor	patrice.barley@duke.edu
Barrantes	Xenia	Administrative Assistant	xenia.barrantes@ots.ac.cr
Barquero	Mauricio	Maintenance	
Bedoya	Ricardo	ECOS – 2 Project	rbedoya@sloth.ots.ac.cr
Benavides	Christian	Maintenance	
Bermúdez	Salomón	Maintenance	bermudez@ots.ac.cr
Benavides	Jorge	Undergraduate Program - Resident Professor	jorge.benavides@ots.ac.cr
Bonilla	Jorge	Driver	
Brenes	Danilo	Laboratory Technician	danilo.brenes@ots.ac.cr
Brenes	Lubin	Head of Maintenance	lubin.brenes@ots.ac.cr
Calero	Emilio	Gardener	
Campos	Alexis	Security Guard	
Campos	Francisco	Head of General Services	francisco.campos@ots.ac.cr
Campos	Kattia	Head of Food and Beverages	kattia.campos@ots.ac.cr
Campos	Leonel	Carbono Project	leonel@sloth.ots.ac.cr
Campos	Romelio	Cook Auxiliary	
Carrasco	Stephen	Staff Accountant	scarrasc@duke.edu
Carter	Ana	Head of Reservations and Logistics	ana.carter@ots.ac.cr
Cascante	Flor	Field and Laboratory Assistant ECOS - 2 Project	fcascante@sloth.ots.ac.cr
Cascante	Mauricio	Protocol Hojarasca Expert Carbono Project	maucas@ots.ac.cr
Castaño	Leandro	Director, Andes Alliance Initiative	leandro.castano@otsandes.org
Castillo	Geovanna	Budget and Control Account Specialist	geovanna.castillo@ots.ac.cr
Castro	Enrique	Administrator of General Services & Projects for Biodiversity Information	enrique.castro@ots.ac.cr
Castro	Guiselle	Director's Assistant	guiselle.castro@ots.ac.cr
Chavarría	Alexis	Security Guard	
Chávez	Roger	Electrician	

OTS EMAIL DIRECTORY

LAST NAME	FIRST NAME	POSITION	EMAIL ADDRESS
Chek	Andrew	Director of Global Programs	achek@duke.edu
Contreras	Julio	CICLOS Project Auxiliary	jcontreras@sloth.ots.ac.cr
Contreras	Pablo	Administrator of Web Services	pablo.contreras@ots.ac.cr
Corella	Wagner	TREES Project Assistant	wcorella@sloth.ots.ac.cr
Corrales	Yorleny	Naturalist Gide	ycorrales@sloth.ots.ac.cr
Cortes	Franklin	Gardener	
Coto	Ileana	Receptionist	ileana.coto@ots.ac.cr
Cruz	Jose Alberto	Driver	
Cruz	Walter	Gardener	
Deinert	Erika	Undergraduate and Graduate Program - Resident Professor	deinert@ots.ac.cr
Duarte	Lenin	Naturalist Guide	lduarte@sloth.ots.ac.cr
Estrada	Xiomara	Cook Assistant	
Ezeta	Antonio	Supervisor of Forest Guards	antonio.ezeta@ots.ac.cr
Ezeta	María Cristina	Cook	
Flores	Maria Seleida	Cook Auxiliary	
Gadea	Suyén	Cook Auxiliary	
García	Humberto	Orugas Project	hgarcia@sloth.ots.ac.cr
García	Mauricio	Undergraduate Program - Resident Professor	mauricio.garcia@ots.ac.cr
Gardner	Salley	Administrative Secretary	s.g@duke.edu
Giles	Jonathan	Consortium Liaison and Vice President for Development	ygiles@duke.edu
Gillispie	Susan	Business Manager	sgp@duke.edu
Gómez	Greivin	Maintenance Assistant	
Gongora	Nidianeth	Waitress	
González	Abinel	Waitress	
González	Davy	Reception / Costumer Services	davy.gonzalez@ots.ac.cr
González	José Angel	Florula Project	jgonzal@sloth.ots.ac.cr
Guido	Emanuel	Informatics Assistant	emanuel.guido@ots.ac.cr
Gutiérrez	Ericka	Cook Auxiliary	
Hart	Roger	Vice President for Finances	rhart@duke.edu
Hernández	Andrea	Accountant	andrea.hernandez@ots.ac.cr
Hernández	Efraín	Forest Guard	
Hernández	Lidieth	Cook Auxiliary	
Hernández	Marlon	ECOS - 2 Project	mhernandez@sloth.ots.ac.cr
Hidalgo	Minor	Head of Project STREAMS	steams@sloth.ots.ac.cr
Huertas	Gabriel	TREES Project Assistant	ghuertas@sloth.ots.ac.cr
Hurtado	Ademar	Specialist Quality Protocol Plantulas Project	ahurtado@sloth.ots.ac.cr
Hurtado	Gilbert	TEAM Project Assistant	ghurtado@sloth.ots.ac.cr
Hurtado	Johanna	TEAM Project Coordinator	jhurtado@sloth.ots.ac.cr
Jiménez	Jorge Luis	Accountant	jorge.jimenez@ots.ac.cr
Jiménez	Luz Milda	Cook Auxiliary	
Jiménez	Victor Hugo	Head of Maintenance	
Kruger	Laurence	Director, South Africa Undergraduate Program	laurence.kruger@gmail.com
Kustron	Patty	Director of Enrollment Management	pkustron@duke.edu
Leitón	José Walter	Head of Transportation	jose.leiton@ots.ac.cr
Lemoine	Cathleen	Annual Fund Coordinator	clemoine@duke.edu

OTS EMAIL DIRECTORY

LAST NAME	FIRST NAME	POSITION	EMAIL ADDRESS
Letcher	Susan Greenlee	Undergraduate Program - Resident Professor	susan.letcher@ots.ac.cr
Lewis	Barbara	Graduate Program Coordinator	barbara.lewis@ots.ac.cr
López	Ana	Head of Cleaning	ana.lopez@ots.ac.cr
López	Maria Isabel	Kitchen Assistant and Cleaning	
López	Wagner	Administrator of Informatics for Biodiversity and GIS	wagner.lopez@ots.ac.cr
Loría	María Isabel	Head of Kitchen	
Losos	Elizabeth	President and CEO	elosos@duke.edu
Luna	Marisol	Scientific Projects and Herbarium Assistant	marisol.luna@ots.ac.cr
Madrigal	Oscar	Information Management Coordinator	oscar.madrigal@ots.ac.cr
Marchena	Jesús	Gardener	
Marín	Marisol	Human Resources Coordinator	marisol.marin@ots.ac.cr
Matarrita	Bernal	Head of Laboratory	bernal.matarrita@ots.ac.cr
McClearn	Deedra	La Selva Station Director	deedra.mcclearn@ots.ac.cr
Mejia	Patricia	Marketing, Sales and Communications Coordinator	patricia.mejia@ots.ac.cr
Meléndez	Lisbeth	Treasurer	lisbeth.melendez@ots.ac.cr
Meléndez	Roger	Naturalist Guide	rmelendez@sloth.ots.ac.cr
Méndez	Kattia	Undergraduate Program Assistant	kattia.mendez@ots.ac.cr
Méndez	Miguel	Financial Coordinator	miguel.mendez@ots.ac.cr
Méndez	Oscar	Assistant of Purchases and Warehouse	oscar.mendez@ots.ac.cr
Méndez	Vivian	Undergraduate Education Coordinator	vivian.mendez@ots.ac.cr
Mendoza	Jose	Gardener	
Miranda	Marlene	Cook	
Miranda	William	Forest Ecology Expert Carbono Project	wmiranda@sloth.ots.ac.cr
Molina	Adriana	Head of Accounting	adriana.molina@ots.ac.cr
Molina	Marcos	Plant Taxonomy Expert TEAM Project	marcos@sloth.ots.ac.cr
Moore	Tabitha	Accounting Specialist	tabitha.moore@duke.edu
Mora	Rodolfo	Cook	
Moraga	Elizabeth	Accounting Assistant	elizabeth.moraga@ots.ac.cr
Murillo	Alejandra	Reservations and Logistics Assistant	alejandra.murillo@ots.ac.cr
Murillo	Gilberto	Palo Verde Station Administrator	gilberto.murillo@ots.ac.cr
Murillo	Hubert	Maintenance Assistant	
Muñoz	Canuto	Maintenance Assistant	
Novella	Carmen Cecilia	Office Manager	carmen.novella@otsandes.org
Oconitrillo	Maycol	Receptionist	maycol@sloth.ots.ac.cr
Paniagua	Bernal	BOSQUES Project Assistant	bernal@sloth.ots.ac.cr
Paniagua	Eduardo	Field and Lab Assistant ECOS - 2 Project	epaniagua@sloth.ots.ac.cr
Paniagua	Jeanette	BOSQUES Project Assistant	jeanette@sloth.ots.ac.cr
Paniagua	Vinicio	CICLOS Project Auxiliary	vinicio@sloth.ots.ac.cr
Peralta	Adela	Head of Gift Shop	adela.peralta@ots.ac.cr
Pérez	Amanda	Human Resources Assistant	amanda.perez@ots.ac.cr
Picado	Noemy	Housekeeper	
Porras	Carlos	Biocursos Administrative & Logistics Assistant	carlos.porras@ots.ac.cr
Porras	Carlos	Driver	
Porras	Minor	Operations Coordinator	minor.porras@ots.ac.cr
Porras	Noemy Sonia	Cleaning Assistant	

OTS EMAIL DIRECTORY

LAST NAME	FIRST NAME	POSITION	EMAIL ADDRESS
Porras	Viviana	Marketing and Sales Assistant	viviana.cordero@ots.ac.cr
Quiel	Demetrio	Receptionist	repcion.lc@ots.ac.cr
Quirós	Rodolfo	Resident Biologist	rodolfo.quirós@ots.ac.cr
Quirós	Mauricio	Forest Guard	
Ramírez	Emilce	Las Cruces Station Administrator	emilce.ramirez@ots.ac.cr
Ramírez	Rafael	Naturalist Guide - Assistant of the Scientific Direction, Educational Tourist Services and Environmental Education	rafael.ramirez@ots.ac.cr
Ramos	Carmen	Head of Administrative Operations	carmen.ramos @ ots.ac.cr
Reyes	Lilliam	Waitress	
Rojas	Miguel	Head of Field Maintenance	
Rojas	Milena	Head of Purchasing	milena.rojas@ots.ac.cr
Rosales	Juan Abel	Forest Guard	
Rose	Giuliana	Program Assistant	
Ruiz	Yoivier	Cleaning Assistant	
Salicetti	Enrique	BOSQUES Project Assistant	esalicetti@sloth.ots.ac.cr
Salwen	Maya	Admissions Counselor	mls38@duke.edu
Sánchez	Alberth	Accountant Auxiliary	alberth.sanchez@ots.ac.cr
Sánchez	Ariadna	Naturalist Guide and Environmental Education	ariadna.sanchez@ots.ac.cr
Sánchez	Ivannia	Waitress	
Sánchez	José Manuel	Driver	
Sánchez	Luis Antonio	Gardener	
Sánchez	Luis Javier	Forest Guard	
Sánchez	Melissa	Gift Shop Assistant	msanchez@sloth.ots.ac.cr
Sasa	Mahmood	Palo Verde Station Director	mahmood.sasa@ots.ac.cr
Serrano	Juan	Administrator of Informatics for Biodiversity and GIS, Palo Verde and Las Cruces	juan.serrano@ots.ac.cr
Solano	Jorge Arturo	General Services Assistant	jorge.solano@ots.ac.cr
Solera	Miguel	Project Assistant	
Soto	Carlomagno	Head of Geographic Information Systems	carlo.soto @ ots.ac.cr
Soto	Edgardo	Naturalist Guide	esoto@sloth.ots.ac.cr
Soto	José Alberto	Security Guard	
Soto	Mayra	Cook Auxiliary	
Soto	Yadira	Cook Auxiliary	
Stashko	Ed	Vice President for Global Programs and Partnerships	estashko@duke.edu
Tenorio	Jenny	Waitress	
Ugalde	Virginia	Cook Auxiliary	
Ulloa	Luis Carlos	Communications Assistant	luis.ulloa@ots.ac.cr
Umaña	William	Driver	
Ureña	Alberth	Academics Groups and Environmental Development Assistant	alberth.urena@ots.ac.cr
Ureña	William	Laboratory Assistant / GENEREUX Assistant	wurena@sloth.ots.ac.cr
Valdés	Armando	Education and Training Specialist	armando.valdes@otsandes.org
Vargas	Danilo	Maintenance Assistant	
Vargas	Orlando	Head of Scientific Operations	orlando.vargas@ots.ac.cr
Vargas	Ronald	Direction's and Scientific Services Assistant	ronald.vargas@ots.ac.cr
Vásquez	Gumercindo	Gardener	
Vásquez	Luis Alberto	Gardener	

OTS EMAIL DIRECTORY

LAST NAME	FIRST NAME	POSITION	EMAIL ADDRESS
Veiman	Marylin	Head of Environmental and Extension Education	marylin.veiman @ ots.ac.cr
Villalobos	Nury	BioCursos Administrative Assistant	nury.villalobos@ots.ac.cr
Villegas	Danilo	CICLOS Project Assistant	daniлови@sloth.ots.ac.cr
Wright	Gwen	Director of Corporate, Foundation and Government Relations	gwright@duke.edu
Zahawi	Zak	Las Cruces Station Director	zak.zahawi@ots.ac.cr
Zúñiga	Cristian	Development Coordinator	cristian.zuniga@ots.ac.cr

BYLAWS

OF

ORGANIZATION FOR TROPICAL STUDIES, INC.

ARTICLE I - NAME and OFFICES

Section 1. Name: The name of this corporation is the Organization for Tropical Studies, Inc. (the “Corporation”).

Section 2. Registered Office: The street address and mailing address of the initial registered office and the name of the Corporation’s initial registered agent shall be as stated in the Articles of Incorporation.

Section 3. Other Offices: The Corporation may have, in addition to its registered office, offices at such places, both within and without the State of North Carolina, as the Board of Directors may from time to time determine or as the activities of the Corporation may require.

ARTICLE II - MEMBERS

Section 1. Institutional Members: The Corporation shall have one class of members consisting of Institutional Members.

Section 2. Qualifications: Institutional Members shall be legal entities that are organized and operated exclusively for charitable, scientific or educational objectives or purposes. Institutional Members may include a consortium made up of several entities that would otherwise qualify as Institutional Members individually, but that prefer to operate as a group with other entities to constitute one Institutional Member for purposes of paying dues and voting rights.

Section 3. Admission of Institutional Members: Admission of a new Institutional Member shall require approval of the Institutional Members as provided herein.

Section 4. Assembly of Delegates: Ordinarily, each University Institutional Member shall appoint two (2) delegates. The number of delegates from other members shall be determined at the time of application. The delegates shall attend meetings of the Assembly of Delegates on behalf of the Institutional Member and exercise the voting rights of said Institutional Member. Each delegate shall be entitled to cast one (1) vote on any item properly brought before the Delegates for vote. The designation of a Delegate shall require a written notice to the President of the Corporation from an official of the Institutional Member in accordance with procedures prescribed by the Board of Directors.

Section 5. Voting Rights of Institutional Members: Institutional Members shall have voting rights that shall be limited to the following specific matters:

- (a) the election and removal of the Directors, the Chairperson of the Board of Directors, and other offices (other than the President) as hereinafter provided;

- (b) approval of the dissolution or merger of the Corporation, or the sale, pledge, encumbrance or transfer of all or substantially all of the Corporation's assets;
- (c) amendment or repeal of the Corporation's Articles of Incorporation and Bylaws; and
- (d) the fees or dues payable by Institutional Members, the admission of new Institutional Members and termination of Institutional Members' memberships as provided herein.

Except as otherwise specifically provided in these Bylaws or as required by the North Carolina General Statutes ("NCGS"), all matters to be voted upon by the Institutional Members shall require a majority vote of the Delegates present in person or by proxy at a duly constituted meeting of the Delegates. Whenever under these Bylaws or the NCGS a matter requires a vote of the Delegates, said vote may be conducted through written ballot in accordance with NCGS §55A-7-08.

Section 6. Meetings:

- (a) All meetings of the Delegates shall be held at the principal office of the Corporation, or at such other places within or without the State of North Carolina or the United States, as shall be designated in the notice of the meeting.
- (b) The annual meeting of the Delegates shall be held in March of each year or at such other date and time determined by the Board of Directors.
- (c) The Corporation shall hold special meetings of the Delegates on call of its Board of Directors or thirty-three percent (33%) of the Delegates.
- (d) The Corporation shall notify Delegates of the date, time and place of each annual and special meeting by any usual means of communication (including email) no fewer than thirty (30) days nor more than sixty (60) days before the meeting date. Notice of an annual meeting need not include a description of the purpose or purposes for which the meeting is called except as otherwise required by NCGS §55A-7-05. However, notice of a special meeting must include a description of the purpose or the purposes for which the special meeting is called.
- (e) Thirty percent (30%) of the Delegates, present in person or by proxy, shall constitute a quorum for purposes of conducting business at any meeting of the Delegates, unless a greater number is required by law.

Section 7. Proxies: A Delegate may vote in person or by proxy. A Delegate may appoint a proxy from his or her respective institution (or another Institutional Member's Delegate provided said appointing Delegate is authorized to do so by his or her respective Institutional Member in the written designation described in Section 4 of Article II of these Bylaws) to vote or otherwise act for him or her by signing a proxy appointment form, in the form approved by the Board of Directors. A telegram, telex, facsimile or other form of wire or wireless communication appearing to have been transmitted by a Delegate, or a photocopy or equivalent reproduction of a writing appointing one proxy, shall be deemed a valid appointment form within the meaning of this section. ***Any person voting a proxy hereunder shall not be able to vote more than two proxies.***

Section 8. Fees and Dues: The Delegates may determine, from time to time, the amount of any fees or dues payable by the Institutional Members.

Section 9. Suspension and Termination of Membership: If any Institutional Member fails to pay the fees or dues on a timely basis, said Institutional Member's membership rights and privileges in the Corporation may be suspended at the discretion of the Board of Directors. An Institutional Member's membership may be terminated upon approval by a two-thirds (2/3) vote of the Delegates acting at a duly constituted regular or special meeting.

Section 10. Associates: From time to time the Board of Directors may establish categories of associated organizations or individuals ("Associates") who have an interest in the purposes and activities of the Corporation. The Board of Directors shall determine the categories, rights, privileges and dues of these Associates; provided, however, that in no event shall these Associates be considered Members of the Corporation or have any voting rights in the Corporation.

ARTICLE III - DIRECTORS

Section 1. General Powers, Rights and Privileges: All corporate powers, rights and privileges, save and excepting those powers, rights and privileges expressly reserved to the Institutional Members in Article II, shall be vested in, and the business and affairs of the Corporation managed under the direction of, its Board of Directors.

Section 2. Number, Term and Qualifications: The number of Directors (excluding the initial Directors) shall be not less than nine (9) nor more than twenty-one (21). Within the foregoing limits, the Delegates shall have the power and authority to fix or change the number of Directors from time to time. The Board of Directors shall include the Chairperson, President, Treasurer, Secretary, and such Vice Chairs serving from time to time as hereinafter provided, each of whom shall serve as an ex officio Director with voting rights. The Board of Directors shall also include the immediate past Chairperson who shall serve as an ex officio Director without voting rights for a term of two (2) years beginning with the end of his or her term as Chairperson. In addition, there shall be at least three (3) Directors-at-Large elected by the Delegates as provided below. The initial Directors-at-Large shall be divided into three classes, with one class to hold office for a period of one (1) year, the second class to hold office for a period of two (2) years, and the third class to hold office for a period of three (3) years. Each Director-at-Large thereafter elected to succeed an initial Director-at-Large whose term is expiring shall hold office for a period of three (3) years or until his or her death, resignation, retirement, removal, disqualification or until his or her successor is duly elected and qualified. A Director-at-Large may be re-elected for a second consecutive three-year term, but after said second consecutive term a Director-at-Large shall be disqualified from re-election as Director-at-Large for a period of one year. Directors-at-Large need not be Delegates or residents of the State of North Carolina or of the United States.

Section 3. Election of Directors-at-Large: The Directors-at-Large (except the initial Directors) shall be elected by the Delegates voting at the annual meeting of the Delegates, and those persons nominated for the open Director-at-Large positions on the Board of Directors who receive the highest number of votes shall be deemed to have been elected. Nominations shall be made in accordance with such procedures as the Board of Directors may prescribe from time to time. If any Delegate so demands, election of Directors-at-Large shall be by ballot.

Section 4. Removal: A two-thirds (2/3) majority of the Delegates voting in person or by proxy may remove and replace any elected Director-at-Large at a duly constituted annual meeting or special meeting of the Delegates.

Section 5. Vacancies: If a vacancy occurs in a Director-at-Large position other than by action in Section 4 immediately above, the vacancy may be filled by the Board of Directors. The interim Director-at-Large shall serve until the next annual meeting of the Delegates, at which time the Delegates may vote to fill the vacancy in accordance with Section 3 above.

Section 6. Compensation: The Board of Directors shall not receive compensation.

ARTICLE IV - MEETINGS AND ACTION OF THE BOARD OF DIRECTORS

Section 1. Regular Meetings: The Board of Directors may provide, by resolution, the time and place, either within or without the State of North Carolina, for the holding of regular meetings of the Board of Directors, as the Board determines in its discretion.

Section 2. Special Meetings: Special meetings of the Board of Directors may be called by the Chairperson or the President or upon the written request of a majority of the Board of Directors.

Section 3. Telephonic Meetings: The Board of Directors may permit any or all Directors to participate in a regular or special meeting by, or conduct the meeting through the use of, any means of communication by which all Directors participating may simultaneously hear each other during the meeting. A Director participating in a meeting by this means is deemed to be present in person at the meeting.

Section 4. Notice of Meetings: Regular and Special meetings of the Board of Directors shall be held upon such notice sent by any usual means of communication (including email) not less than thirty (30) days before the meeting. For any special meeting, such notice shall reasonably describe the purpose(s) of the meeting.

Section 5. Waiver of Notice: A Director may waive any notice required by law or these Bylaws before or after the date and time stated in the notice. The waiver shall be in writing, signed by the Director entitled to the notice, and filed with the minutes or corporate records. A Director's attendance at or participation in a meeting waives any required notice to him or her of the meeting unless the Director, at the beginning of the meeting (or promptly upon his or her arrival), objects to holding the meeting or transacting business at the meeting and does not thereafter vote for or assent to action taken at the meeting.

Section 6. Quorum: A majority of the Directors currently in office shall constitute a quorum for the transaction of business at any meeting of the Board of Directors.

Section 7. Action Without Meeting: Action required or permitted to be taken at a Board of Directors' meeting may be taken without a meeting if the action is taken by all members of the Board. The action must be evidenced by one or more written consents signed by each Director before or after such action, describing the action taken, and included in the minutes or filed with the corporate records reflecting the action taken. Any action taken under this section is effective when the last Director signs the consent, unless the consent specifies a different effective date. A consent signed under this section has the effect of a meeting vote and may be described as such in any document.

ARTICLE V - COMMITTEES

Section 1. Nominating Committee: The Board of Directors shall have a Nominating Committee that shall have responsibility for nominating individuals to be elected as Directors-at-Large or Vice Chairs or officers in accordance with such procedures as may be prescribed by the Board of Directors from time to time. The Nominating Committee shall consist of at least three (3) individuals who shall be elected by the Delegates at a duly constituted regular or special meeting and shall serve staggered terms of three years.

Section 2. Standing Committees: The Board of Directors of the Corporation may also designate other committees by resolution from time to time (“standing committees”). Each standing committee shall have those responsibilities prescribed by resolution of the Board of Directors. Each standing committee shall consist of no less than three (3) nor more than eleven (11) persons who shall be appointed by and serve at the pleasure of the Chairperson of the Board of Directors or the President in consultation with the Chairperson.

Section 3. Vice Chairs: Each standing committee shall be headed by a Vice Chair elected by the Delegates. The election, term, removal, replacement and filling of vacancies of a Vice Chair position shall be governed by the same rules and procedures as are applicable for Directors-at-Large described in Article III above.

Section 4. Meetings of Committees: The procedures set forth in Article IV above which govern meetings, action without meetings, notice and waiver of notice, and quorum and voting requirements of the Board of Directors, apply to committees and their members as well.

Section 5. Authority: To the extent specified by the Board of Directors, each committee may exercise the authority of the Board of Directors.

ARTICLE VI - OFFICERS AND THEIR DUTIES

Section 1. Number: The officers of the Corporation shall consist of a Chairperson of the Board of Directors, a President, a Chief Executive Officer, a Secretary, a Treasurer, and such Assistant Secretaries, Assistant Treasurers and other officers as the Delegates may from time to time so elect. Any two (2) or more offices may be held by the same person, except for the offices of Chairperson and President, and Chairperson and Chief Executive Officer. However, no individual may act in more than one (1) capacity where action of two (2) or more officers is required.

Section 2. Chairperson: There shall be a Chairperson of the Board of Directors (excluding the initial Chairperson) elected by the Delegates. The election, term, removal, replacement and filling of vacancies of the Chairperson position shall be governed by the same rules and procedures as are applicable for Directors-at-Large described in Article III above. The Chairperson shall preside at all meetings of the Board of Directors and of the Delegates, shall have responsibility for leading the Delegates in providing long-range vision and planning for the Corporation, guiding the Board of Directors in providing guidance and oversight for the Corporation’s activities, and such other duties as may be directed by the Board of Directors.

Section 3. President and Chief Executive Officer: The President and the Chief Executive Officer positions may be filled by one (1) individual or may be filled separately by two (2) individuals according to the needs of the Corporation as determined by the Board of Directors. The President and the Chief Executive Officer shall be elected by majority vote of the Board of Directors at a duly constituted regular or special meeting to serve at the pleasure of the Board of Directors, for such terms and such

compensation, with such duties, and in such reporting relationships as may be specified from time to time in contracts entered into between the Corporation and the individual(s) serving as President and as Chief Executive Officer. The President and the Chief Executive Officer shall, in general, complement the Chairperson in providing executive leadership and vision. The President and the Chief Executive Officer may sign, with the Secretary or other proper officer of the Corporation authorized by the Board of Directors, any deeds, mortgages, bonds, contracts or other instruments that the Board of Directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these Bylaws or by statute to some other officer or agent of the corporation. In general, the President and the Chief Executive Officer shall perform all duties incident to those offices, and such other duties as may be prescribed by the Board of Directors from time to time.

Section 4. Other Officers: All other officers shall be elected by the Delegates. The election, term, removal, replacement and filling of vacancies of such other officer positions shall be governed by the same rules and procedures as are applicable for Directors-at-Large described in Article III above. These other officers shall perform such duties as may be directed by the Board of Directors from time to time.

Section 5. Bonds: The Board of Directors may by resolution require any and all officers, agents and employees of the Corporation to give bond to the Corporation, with sufficient sureties, conditioned on the faithful performance of the duties of their respective offices or positions, and to comply with such other conditions as may from time to time be required by the Board of Directors.

ARTICLE VII - CONTRACTS, LOANS AND DEPOSITS

Section 1. Contracts: The Board of Directors may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument on behalf of the Corporation, and such authority may be general or confined to specific instances.

Section 2. Loans: No loans shall be contracted on behalf of the Corporation and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the Board of Directors. Such authority may be general or confined to specific instances.

Section 3. Checks and Drafts: All checks, drafts or other orders for the payment of money issued in the name of the Corporation shall be signed by such officer or officers, agent or agents, employee or employees of the Corporation and in such a manner as shall from time to time be determined by resolution of the Board of Directors.

Section 4. Deposits: All funds of the Corporation not otherwise employed shall be deposited from time to time to the credit of the Corporation in such depositories as the Board of Directors shall direct.

ARTICLE VIII - REPORTS AND RECORDS

Section 1. Records. The Corporation shall keep and file such records as are required by the North Carolina Nonprofit Corporation Act, including minutes of all meetings of the Delegates and the Board of Directors, records of all actions taken by the Board of Directors and records of all actions taken by committees of the Board of Directors.

ARTICLE IX – GENERAL PROVISIONS

Section 1. Fiscal Year: The Corporation shall operate on a fiscal year basis ending June 30th.

Section 2. Amendment of Bylaws: These Bylaws may be amended or repealed and new Bylaws may be adopted by a majority vote of the Board of Directors from time to time provided, however, that no Bylaw amendment may be made by the Board of Directors that abridges or impairs the voting rights of Delegates as set forth in Article II, Section 5 herein unless approved by a majority vote of the Delegates present in person or by proxy at a duly constituted regular or special meeting. These Bylaws may also be amended or repealed and new Bylaws may be adopted by a majority vote of the Delegates in person or by proxy at a duly constituted regular or special meeting. In the event that any action taken by the Board of Directors under this Section would conflict with an action taken by the Delegates under this Section, the action taken by the Delegates shall control.

CERTIFICATE

The undersigned, being the duly elected and qualified Secretary of the Corporation, hereby certifies that the foregoing initial Bylaws of the Corporation were duly adopted by the Board of Directors of the Corporation on April 1, 1999.¹



J. Peyton Fuller, Secretary

¹ As provided in the Articles of Incorporation, the By-Laws have been amended several times since 1999 as approved by the Board of Directors and Assembly of Delegates.



APPENDIX



**Organization for
Tropical Studies**

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