

Revised 12/05/2012

Charter of the WInSAR Consortium

ARTICLE I – Name

Section 1.

The name of this organization is the Western North America InSAR Consortium (WInSAR-C). WInSAR is a self-organized consortium that operates as a project under the auspices of UNAVCO Inc. This charter is subject to the approval of the UNAVCO Board of Directors. The technique of spaceborne Interferometric Synthetic Aperture Radar (InSAR) provides an excellent means of observing deformation over broad areas and is highly complementary to GPS measurements. The main objective of WInSAR is to facilitate and promote research activities that involve the use of SAR data.

ARTICLE II – Member Institutions

Section 1.

Number of Members. There shall be no less than five Members.

Section 2.

Membership: Membership is open to research organizations that meet the qualifications to be a UNAVCO member or associate member institution with a legitimate scientific use of space borne Synthetic Aperture Radar (SAR) data and capable of abiding by the data use rules set forth by SAR data owners, data providers, and WInSAR sponsors. Membership is applied for by following the procedures and schedule established by the WInSAR Executive Committee (WInSAR-EC) and is approved by the WInSAR-EC subject to approval of the UNAVCO Board of Directors.

Section 3.

Conditions of Membership: WInSAR member institutions agree to abide by contractual agreements with software developers, data owners and their data distributors. Certain non-United States (US) WInSAR member institutions may be barred from access to certain classes of WInSAR data if their use conflicts with the rules of the data owners, data providers, or WInSAR sponsors. Full voting institutional members are expected to remain active in WInSAR affairs, including, but not limited to, such activities as contributing materials to group proposals, updating the list of publications by the membership, and voting in elections.

Section 4.

Membership categories: Full members have access to all SAR data in the WInSAR archive and can request the ordering of new data using funds provided by WInSAR sponsors. Adjunct-I members are affiliated with non-US institutions in North America; they have access to all WInSAR data. Adjunct-II members are affiliated with institutions outside of North America; they have access to all WInSAR data unless such data is restricted by the data owners or data providers. Adjunct I and II members cannot request the ordering of new data, but can have access to proprietary software distributed by WInSAR dependent on the requirements of individual licenses.

ARTICLE III – Member Representatives

Section 1.

Each member institution will select an institutional representative and the name of this representative will be transmitted to the chair of the WInSAR-EC.

Section 2.

Voting Rights. Each full member representative will have one vote.

ARTICLE IV – Consortium Powers

Section 1.

Composition: The WInSAR-C shall be composed of the institutional representatives designated in Article III, Section 1.

Section 2.

Powers: Full power in the management of the affairs of WInSAR is vested in the WInSAR-C. To this end and without limitation of the foregoing or of its powers expressly conferred by this charter, WInSAR membership shall make policies for WInSAR and create special committees as it shall deem best. WInSAR shall have the power to fill vacancies in, and change the membership of, such committees as are constituted by it. In particular, WInSAR membership will elect the five members of its Executive Committee (WInSAR-EC) every two years by recorded vote or email preceding the annual WInSAR meeting.

Section 3.

Executive Committee: WInSAR-EC shall consist of five voting members (Section 2 above). In addition, the UNAVCO Board liaison to WInSAR and the UNAVCO Data Center Manager shall participate as ex officio, non-voting members. All members of the EC shall be affiliated with institutional members of WInSAR. At least two voting members of the EC shall be affiliated with institutional members of UNAVCO.

Section 4.

Executive Committee Powers: The Executive Committee (WInSAR-EC) shall manage the affairs and business of WInSAR, and assure that operations conform to policy set by the WInSAR membership. WInSAR-EC will have the authority to set operational goals (data purchases, data distribution, archiving, and data products). WInSAR-EC will review and make recommendations on all proposals related to WInSAR operations before review and approval by the UNAVCO Board. The WInSAR-EC has the discretion to remove institutional members that have not designated a representative.

Section 5.

Term of Office: Each representative of the WInSAR-C shall continue in office until a successor is chosen and qualifies; or until they die, resign or are replaced by the designation of Article III, Section 1.

Section 6.

Alternative Members: Any representative may appoint, for a specified time interval not

to exceed one year, an alternate member from the same institution. The alternate member shall replace the regular member in all of the activities for the specified time interval.

Section 7.

Chair: The Chair will call and conduct meetings of WInSAR-C and WInSAR-EC. The Chair shall, when present, preside at all meetings of WInSAR-C and WInSAR-EC, and shall perform such other duties and exercise such other powers as shall from time to time be assigned by WInSAR-C and WInSAR-EC. The Chair shall have responsibility for the WInSAR budget. Budgetary decisions shall be subject to approval by the UNAVCO Chief Financial Officer and shall comply with UNAVCO financial policies. The Chair may appoint advisory committees or panels to assist in carrying out the business of WInSAR. The Chair oversees development and implementation of the plan for WInSAR. The Chair will maintain day-to-day oversight of WInSAR activities. The Chair will conduct the annual meetings. The Chair will make an annual report to the UNAVCO board on its activities. The Chair is responsible for compiling annual reports of science investigations using WInSAR data as required by sponsors and data providers.

The Chair shall be a member of WInSAR-EC and shall be elected by a majority of the full members of the WInSAR-C.

Section 8.

Vice-Chair: The Vice-Chairman shall preside, in the absence of the Chair, at all meetings of WInSAR-C and WInSAR-EC, and shall perform such other duties and exercise such other powers as shall from time to time be assigned by WInSAR-C and WInSAR-EC. The Vice-Chair shall be a member of WInSAR-EC and shall be elected by a majority of the full members of WInSAR-C.

Section 9.

Secretary: The Secretary shall give notice of meetings of WInSAR membership and WInSAR-EC, shall record all actions taken at such meetings and shall perform such other duties as shall from time to time be assigned by WInSAR-C and WInSAR-EC. The Secretary shall be a member of WInSAR-EC and shall be elected by a majority of the full members of WInSAR-C.

Section 10.

Election of members of the Executive Committee: The Executive Committee shall be elected by WInSAR-C by recorded ballot or email every two years immediately preceding the annual UNAVCO meeting. Each institutional member of WInSAR-C is encouraged to nominate candidates for election.

Section 11.

Term of Office of the Members of the EC: The EC members shall be elected by WInSAR-C for a term of two years or until his/her successor is chosen. The term of office shall commence on January 1 of the year following such election and shall expire on December 31 of the second year of office. There will be no limit on the number of terms to which EC members may be reelected.

Section 12.

Vacancies: Any vacancy in the EC may be filled by majority vote of the remaining members of the WInSAR-EC. The term of the replacement EC member will extend until the next WInSAR-C members meeting.

ARTICLE V – Meetings of WInSAR-C and WInSAR-EC

Section 1.

Annual Meeting: The WInSAR-C and WInSAR-EC shall hold at least one annual meeting at a time convenient for all of their members for the purpose of conducting WInSAR business.

Section 2.

Special Meetings: Special meetings of WInSAR-C and WInSAR-EC may be called by the Chair at any time.

Section 3.

Place of Meetings: The Chair shall designate the place of the annual meeting or any special meeting and which shall be specified in the notice of meeting or waiver of notice thereof.

Section 4.

Notice of Meetings: Notice of such meeting of WInSAR-C and WInSAR-EC shall be given by the Chair, or by an officer directed by the Chair, to each Representative by delivering to him or her personally, or by first-class mail, or e-mail addressed to him or her at the address of his or her institution, a written or printed notice not less than ten nor more than sixty days before the date fixed for the meeting. Notice of any meeting need not be given to any representative, however, who submits a signed waiver of notice, whether before or after the meeting. The attendance of any representative at a meeting without protesting prior to the conclusion of the meeting, the lack of notice thereof shall constitute a waiver of notice by him or her. When a meeting is adjourned to another place or time, it shall not be necessary to give any notice of the adjourned meeting if the time and place to which the meeting is adjourned are announced at the meeting at which the adjournment is taken.

Section 5.

Quorum: Except as may be otherwise expressly required by this charter, at all meetings of WInSAR-C or WInSAR-EC a simple majority of the representatives or members of such committee shall constitute a quorum.

Section 6.

WInSAR meetings: The WInSAR-C and EC may, at the direction of the Chair, meet in executive session. At such executive session, the meeting will be open only to members of WInSAR-C or EC and other persons specifically invited by the Chair.

Section 7.

Voting: Each Representative of the WInSAR-C shall be entitled to one vote at a WInSAR-C meeting. Except as otherwise expressly required by this charter, all matters shall be decided by

the affirmative vote of a majority of votes cast, if a quorum is then present. Voting may be conducted by e-mail.

Section 8.

Action Without a Meeting: Any action required or permitted to be taken by WInSAR-C or any committee thereof, may be taken without a meeting if a majority of members of WInSAR-EC consent in writing or by e-mail to the adoption of a resolution authorizing the action. The resolution and the written consents thereof shall be filed with the minutes of the proceedings of WInSAR-C or WInSAR-EC.

Section 9.

Participation by Conference Telephone: In any meeting of the WinSAR-C or any committee thereof, any one or more Representatives or members of any such committee may participate by means of a conference telephone or similar communications equipment allowing all persons participating in the meeting to hear each other at the same time. Participation by such means shall constitute presence in person at a meeting.

ARTICLE VI – Committees

Section 1.

Establishment of Committees: Committees of WInSAR may be established for specified terms or without limit. Actions by the WInSAR-C or EC to create Committees shall specify the scope of Committee activity. Committee members shall be appointed by the Chair of the WInSAR-EC. Committees may not set policy or take binding action or publish documents without the consent of the WInSAR-EC. Committees may not create or appoint Subcommittees without consent of the WInSAR-EC.

Section 2.

Nominating Committee for Elections: A nominating committee shall be formed prior to the election who is tasked with collecting the names of candidates nominated by the members, creating a short list, contacting nominated candidates, and constructing the ballot. The nominating committee shall consist of at least three members: the out-going EC chair or his/her designee, an institutional member who does not currently serve on the EC, and an UNAVCO representative.

ARTICLE VII – Method of Elections

Section 1.

Procedure: Officers will be elected by WInSAR-C in accordance with the procedures established in this charter.

Section 2.

Election: Election shall be by written ballot, which may be cast in person by a representative at the meeting, or may be submitted by mail, facsimile, or e-mail if received by an appointed UNAVCO Board liaison to WInSAR. Election shall be valid if ballots are received from two thirds of the members of WinSAR-C in accordance with this Article.

Section 3.

Method of Voting: The ballot shall contain the names of all candidates running for the EC. Those candidates willing to serve as Chair will be designated on the ballot. Voting members can choose 5 names from the list, one of which must be willing to serve as Chair. The five candidates with the greatest number of votes will form the new EC. If there are two chair candidates with the same number of votes, then the newly elected EC will select the chair. The other officer positions (vice-chair and secretary) will be determined by the new EC. All members of the EC shall be affiliated with institutional members of WInSAR. At least two voting members of the EC shall be affiliated with institutional members of UNAVCO. If these affiliations are not met by those who win the election, then the lowest overall vote getter of the 5 winning candidates is replaced by the next highest vote getter in that respective part of the ballot until the conditions are met.

Section 4.

Timeline for Nominations: In an election year the nomination committee shall be selected at least four months prior to the elections. The first call for nominations shall be sent to the voting members by three months before the election, and a ballot assembled and distributed two months before the election deadline.

Section 5.

Counting of Ballots: Ballots shall be counted by the UNAVCO Board liaison to WInSAR and the Chair of WInSAR-EC.

ARTICLE VIII – Amendments

Section 1.

Amendments: The charter of WInSAR-C shall be subject to amendment or repeal and a new charter may be made by the affirmative vote of two thirds of the entire WInSAR-C at any annual or special meeting, the notice or waiver of notice of which shall have specified or summarized the proposed amendment, repeal or new charter. The proposed amendments to this charter are subject to the approval of the UNAVCO Board of Directors.