



**Memorandum of Agreement
Between the
IEEE Oceanic Engineering Society (OES), the Marine Technology Society (MTS),
the Chair, OCEANS'14 MTS/IEEE St. John's Local Organizing Committee
and the
OCEANS'14 MTS/IEEE St. John's General Chair**

Conference Background

The OCEANS Conference series is planned and organized as a collaboration of the Marine Technology Society and the Oceanic Engineering Society (OES) of the Institute of Electrical and Electronic Engineers (IEEE). For this document the term "Society or Societies" will refer to these two organizations collectively. The term "General Chair(s)" in the document refers to the person(s) responsible (co-responsible) for the conference.

The OCEANS Conference is the flagship conference of the Societies and the premier conference of the ocean community. The OCEANS Conference Operational Policy (OCOP) Manual and any subsequent revisions is provided to the local organizing committee when they are approached to submit a proposal to host an OCEANS Conference. This Manual, along with copies of any standing contracts, provides general direction to the conference committees and defines the relationship as well as the working protocol between the Joint OCEANS Administrative Board (JOAB), the Local Organizing Committee (LOC), and supporting Contractors.

The Societies have mutually entered into various multi-year contracts for OCEANS Conference support services and web hosting. Our standing multi-year OCEANS contracts for conference services shall be utilized by each LOC. Utilization of our standing contracts by the LOC provides your committee access to professional expert resources needed to plan and execute your program, establishes conference continuity year to year, and reduces financial and legal risk. At this time, the OCEANS Conference has a comprehensive support contract that covers all aspects of professional conference planning and operations. The contract has been established for use at the North American venues, however, an option has been added for venues outside of North America to also use the support contract if desired.

The LOC General Chair(s) and its financial chair must be members of MTS and/or OES. Only members of one of these Societies may be appointed to serve in these positions, by the Society presidents, on a local OCEANS conference committee. The LOC, whose focus is to manage the local content of each conference, agrees to work under the direction of JOAB. The Societies will provide, from time to time, specific Society expectations for results, but will allow latitude to the local committee to conduct the conference within the limitations of the MOA, the OCOP Manual, or any written instructions from the Societies delivered to the LOC.

Since each LOC consists of members who as volunteers may require a different combination of contractor services, the local committee will select those additional support services from the applicable conference support contractors.

Understanding

- 1 The LOC is not authorized to contractually (legally) bind the Societies outside the contractual limits set herein.
- 2 Any management or direction provided by the General Chair(s) to a contractor that involves changes to a signed contract, alteration to an approved and agreed-to scope of work, or changes in financial understandings or financial agreements must be approved by the Societies. Any contract with a value of 25,000 USD or greater, including hotel contracts, must be approved by the Societies, signed by their seated presidents, then reviewed and executed by IEEE Strategic Sourcing.
- 3 Any series of contracts under 25,000 USD awarded to a single vendor or to the same source, the total of which is over 25,000 USD will, for signatory purposes, be considered as one contract greater than 25,000 USD. Hence, all contracts in that series require Presidential approval.
- 4 All contracts less than 25,000 USD involving the OCEANS Conference, such as for arrangements and transportation, must be signed or co-signed by a General Chair or the Financial Chair of the OCEANS Conference. Contracts under 25,000 USD must be submitted to conference-contracts@ieee.org for retention once executed by the organizer.
- 5 Nevertheless, signature authority on any subcontract obligating the Societies regarding an OCEANS Conference belongs solely to the Presidents of the Societies. The Executive Director of the Marine Technology Society has the authority to proxy for the Marine Technology Society President when necessary. The Treasurer of the IEEE Oceanic Engineering Society shall be the alternate signer for the IEEE Oceanic Engineering Society President when conditions warrant.
- 6 During the preparative phase of the conference a Concentration Banking Account (CBA) will be opened by the IEEE/OES that will be used to handle seed money from the Societies and to handle transactions that must be made in US dollars. For OCEANS Conferences held in the US, this CBA will be the conference bank account. For OCEANS Conferences held outside the US, a separate account will be opened by the local committee at a local bank to handle all other conference transactions in the local currency. Signature authority for the local account belongs to the General Chairs and the finance chair of the OCEANS'14 MTS/IEEE St. John's conference. In addition, the chair of the local IEEE Section, or local chapter, should also be a signatory on the account.
- 7 In addition to the conference General Chair(s) and the conference Finance Chair, all other volunteer chairs who make or contribute to financial decisions must sign a Conflict of Interest Form for both MTS and IEEE.
- 8 The single point of contact for contractual performance between a contractor hired by the LOC, the Marine Technology Society, and the IEEE Oceanic Engineering Society for a given OCEANS Conference is the Conference General Chair(s) who is (are) the Society's

- agent(s) for the conference. The General Chair(s) will manage and direct the contractors for that conference. Projected expenditure levels will be identified in the budget submitted to the Society for approval.
- 9 The Marine Technology Society and the IEEE Oceanic Engineering Society agree in principle that all costs incurred as a result of a given OCEANS Conference are billed to and paid from the budget of that Conference. All significant expenditures require Society approval.
 - 10 The Marine Technology Society and the IEEE Oceanic Engineering Society may appoint its Financial Officer as the Point of Contact with regard to contractual financial obligations to the contractor with the support of the Societies' staff and/or legal counsel as required.
 - 11 The General Chair(s) of each OCEANS Conference agree(s) to follow the Guidelines for Organizing and Conducting an OCEANS Conference as provided in the OCOP Manual. Should the General Chair(s) wish to deviate from the Guidelines, prior written approval should be obtained from the Presidents of the Societies.
 - 12 The General Chair(s) of each OCEANS Conference agree(s) to use the facilities negotiated by the Marine Technology Society and the IEEE Oceanic Engineering Society, which have established support contracts for Web Site Support and Management Services.
 - 13 The Local OCEANS Committee (LOC), formed to plan, organize and conduct the Conference, is directed to report to the Joint OCEANS Administrative Board (JOAB) in developing their budget, technical program, exhibits, publications, publicity, and similar activities.
 - 14 It is expected that all local committee chairs will keep their committee positions and continue to discharge their duties until the conference is officially closed by the Society.
 - 15 The Societies reserve the right to require that a local committee member resign from their position and be removed from acting on behalf of the OCEANS Conference.
 - 16 All members of the local committee must be made aware of and acknowledge to the General Chair(s) that neither the Marine Technology Society nor the IEEE Oceanic Engineering Society indemnify non-members acting on behalf of the OCEANS Conference. The Marine Technology Society and the IEEE Oceanic Engineering Society are not liable for any legal suits that might be brought against non-MTS and non-IEEE local committee members as a result of the OCEANS Conference. Nor is either Society liable or responsible for legal costs under the rubric of the OCEANS Conference with regard to the activities, statements and representations made by non-members.
 - 17 The LOC must interact with JOAB through a designated Liaison that will be appointed by JOAB. The Liaison should attend, either virtually or in person, each conference committee meeting and is expected to provide regular status reports to the Society during the year prior to the Conference.

- 18 The LOC and JOAB will jointly conduct a wrap-up meeting on the last day of the conference. The LOC will submit an initial report at this meeting. This report should cover pertinent aspects of the conference such as finances, technical program, exhibit, and lessons learned. When the conference is closed, a final report is also required.

Jerry Carroll
President, OES

Date

Jerry Boatman
President, MTS

Date

Dwight Howse
General Chair, OCEANS'14 MTS/IEEE St. John's

Date

Darrell O'Neill
Chair, Local Organizing Committee
OCEANS'14 MTS/IEEE St. John's

Date