The Global Subsea University Alliance (GSUA) Bylaws

Created: August 22, 2016
Approved: March 2017
Modified by Vote:

ARTICLE I: NAME
The name of the organization is the Global Subsea University Alliance herein referred to as either the Alliance or the GSUA.

ARTICLE II: PURPOSE
The GSUA is an international education-focused entity providing a subsea engineering education to working professionals and recent engineering graduates (new workforce generation). The GSUA is a confederation of Washington Accord approved oil and gas colleges and universities with the mission to:
- create a standardized curriculum for subsea engineering and evolve that curriculum as knowledge, technology and engineering within the subsea engineering discipline develop,
- provide an international subsea engineering network whereby a mobile workforce could conveniently continue their education as their place of residency changes due to career assignments,
- provide students with access to unique courses offered by members of the GSUA membership,
- develop research projects in areas of mutual interest and capability in subsea engineering.

ARTICLE III: MEMBERSHIP
Membership in the Alliance is comprised of universities and colleges of the world that maintain a subsea engineering educational program. In this context, subsea engineering educational programs are those programs offering Washington Accord recognized engineering degrees, continuing education credits and/or non-credit workshops.

Section 1: Categories of Memberships
a. Founding Memberships shall be limited to those institutions invited in 2013 by the University of Houston. The founding members of the GSUA are (in alphabetical order):
   - National University of Singapore (Singapore)
   - University of Houston (United States)
These members have permanent memberships in the Alliance and are eligible to vote on all matters concerning the GSUA. All Founding Members have the right to broadly and freely use the name, reputation and other relevant qualities of the GSUA to advance their institution’s subsea engineering education and research. The Founding Members have the exclusive right to use the GSUA name in sponsoring/collaborating/supporting conferences, workshops, research
showcases and all other technical/educational activities, as each deems appropriate.

b. **Members** are institutions that have been approved by the eligible voting Founding Members of the GSUA (see Section 3 within this Article). This membership has no voting rights beyond those explicitly stated in the Bylaws and is subject to a 5-year reappointment. Members have Membership Affiliation Rights to freely use their membership in the Alliance to promote their institution's subsea engineering education and research. Any such use of GSUA must meet high-ethical standards and not pose any financial costs to the GSUA and its Members. Specifically excluded from Membership Affiliation Rights is the use of the GSUA name in sponsoring/collaborating/supporting conferences, workshops, research showcases and all other technical/educational activities. This right is strictly reserved for Founding Members. Therefore a Founding Member must be involved in any event where the name of the GSUA is used. Institutions in this category may apply for Founding Member status and upon unanimous approval by all Founding Members shall reach that status.

c. **Candidate Members** are institutions that are pending review and vote by the GSUA voting members. No rights or privileges are extended to Candidate Memberships.

d. **Participating Members** are institutions that are considering GSUA membership. These members will be invited to GSUA meetings and activities to better understand the alliance and how to add to its vision and capabilities.

**Section 2: Termination of Membership**
Details are present herein.

a. **Founding Members** may voluntarily withdraw from the GSUA by sending a written notice to the Founding Members. Under such circumstances, this member has permanently given up their status as a Founding Member even if there is a decision to rejoin the institution at a later date.

b. **Members** that have been voluntarily withdrawn are subject to a full review process if they wish to reapply to the GSUA at a later date. Rejoining the GSUA will require a full candidate membership application.

**Section 3: Membership Application, Review and Voting Processes**
The ambition of the GSUA is to include universities and colleges from other countries serving the subsea engineering education mission. There are two classifications of such university candidates: (1) candidate member from countries not yet represented and (2) candidate members from countries already represented in the Alliance. Membership growth is critical to the longevity and reputation of the GSUA. Thus a complete and thoughtful vetting of future memberships is paramount.
Section 3.1: Candidate Members from Countries Not Represented Within the GSUA

Candidate members in this category are highly encouraged to apply as it meets the global networking mission of the Alliance. The candidacy requests for these memberships shall be submitted directly to any of the GSUA Founding Members by either the candidate institution or by recommendation of a GSUA member. The Founders will assign, at their sole discretion, a GSUA member to review and champion the candidate. If that member accepts, their roles and responsibilities are defined herein.

Section 3.1.1: Roles of the Assigned GSUA Champion

The GSUA member selected to champion the candidate membership (herein known as the candidate) is the primary point of contact. They will work with the candidate to develop a candidacy membership description. This description shall include:
- the subsea engineering curriculum,
- related oil and gas industry support for the program,
- course structure (a minimum program of one year duration is required) and the associated details of semesters, and credit hours where appropriate, and
- ability to offer on-line courses.

Independently, the GSUA champion shall provide a separate assessment of the institution membership candidacy, the subsea engineering program and the anticipated benefits to the GSUA.

Section 3.1.2 Submission of the Candidate Package

The final package shall be submitted to the one of the Founders and is to be treated as confidential from this point forward. This lead Founder shall review the document with the champion and upon approval by all Founders be distributed to the GSUA members for review.

3.2 Candidate Memberships from Countries Represented Within the GSUA

The candidate memberships from institutions in this category shall be submitted directly to any of the Founding members by either the candidate institution or by recommendation of a GSUA member. The application shall be submitted to the GSUA delegate from that country. This delegate, in consultation with their engineering and university administration, shall have the sole right to decide whether or not to allow the candidacy to be considered by the GSUA. If the delegate declines the candidacy membership request, he/she is required to notify the institution under consideration of their decision. If the delegate accepts the candidacy membership, he/she shall serve as the candidate membership champion and the following process shall commence.
Section 3.2.1: Roles of the Assigned GSUA Champion
The delegate champion for the candidate membership (herein known as the candidate) is the primary point of contact. They will work with the candidate to develop a candidacy membership description. This description shall include
- the subsea engineering curriculum,
- related oil and gas industry support for the program,
- course structure (a minimum program of one year duration is required) and the associated details of semesters and credit hours where appropriate, and
- ability to offer on-line courses.

Independently, the GSUA delegate shall provide a separate assessment of the institution membership candidacy, the subsea engineering program and the anticipated benefits to the GSUA.

Section 3.2.2 Submission of the Candidate Package
The final package shall be submitted to the one of the Founders and is to be treated as confidential from this point forward. This lead Founder shall review the document with the champion and upon approval by all Founders be distributed to the GSUA members for review.

Section 3.3 Voting of New GSUA Memberships
The candidate champion shall present the case to the voting eligible Alliance delegates who are defined as any Founding Member wishing to vote. Questions about the case can be raised by any of the eligible voting GSUA delegates and shall be answered by the champion. This may require the champion to seek additional information thus extending the review process. Open and free communications are encouraged, as this is an important part of the vetting process and shall be treated as strictly confidential.

Once the vetting process is complete, one of the Founding Members shall send out a ballot for voting. Voting shall be limited to those GSUA delegates eligible to vote. Each eligible GSUA delegate has one vote that is to be provided to the lead Founder. Any voting eligible GSUA delegate non-vote shall not be counted or considered. Once the votes have been cast, the lead Founder shall tally the votes and report how each GSUA member voted along with the final vote. These votes are to be confidential and not disclosed outside the GSUA delegates eligible to vote. A unanimous vote from the eligible GSUA delegates that chose to vote is required for the candidate membership to be accepted. Upon approval, the candidate membership receives a GSUA Membership.

Section 3.3.1 Reporting the Voting Results
The resulting status of the candidate membership shall be reported to the applicant institution by one of the GSUA Founders or by the appointed champion along with feedback that would improve their application. A reconsideration of an unsuccessful candidate membership may be considered after 2 years.
ARTICLE II: TERMS, ROLES AND RESPONSIBILITIES

Section 1: GSUA Director - Selection and Responsibilities
The GSUA Director must be one of the Founding Members shall serve a 2-year term and is elected by the GSUA membership delegates eligible to vote. A unanimous vote is required. The GSUA Director position should be rotated among all of the Founding Members. The Director is the primary point of contact for the GSUA. They shall initiate, lead and facilitate discussions among the GSUA members. The responsibilities of the Director include

- Maintaining the GSUA webpage making it current on a regular basis,
- Ensuring that all open GSUA documentation is maintained and archived in a central location available to all GSUA memberships (such as in Google Dropbox),
- Keeping all confidential documentation archived in a central location available to voting eligible GSUA memberships,
- Recording and distributing GSUA meeting minutes,
- Representing the GSUA at conferences and meetings, and
- Including all other responsibilities outlined in the Bylaws.

Section 2: GSUA Memberships
Each member of the GSUA shall appoint one person as the primary point of contact who will serve as that Member’s representative. It is at the sole discretion of the institution to select this delegate. The Director shall communicate all Alliance business and related matters through this designate. This delegate is solely and completely responsible for all subsea engineering matters in their country as it relates to any and all GSUA matters.

ARTICLE III: GSUA ACTIVITIES
The GSUA Members may meet at times throughout the year at events such as the OTC to discuss Alliance business, issues and other related matters. The meeting locations are open and based on conference/event locations available during that year. The GSUA members will agree as to the location and timing of the annual meeting.

Section 1: Subsea Engineering Curriculum Review
During annual GSUA meetings, the Members shall conduct a review of the Core Subsea Engineering Curriculum. Significant changes to the Core Subsea Engineering Curriculum shall be made and voted on by the entire GSUA Members (excluding Candidate Members). The Director shall seek ad-hoc curriculum committee members during this meeting whose responsibilities are to review the curriculum for the following year’s meeting. Individual GSUA Members using a written justification for the change and submitting that justification to the membership for later ratification may make minor changes to the Core Subsea Engineering Curriculum.
Section 2: Outreach
Outreach activities for the GSUA shall be considered as a broad umbrella that supports subsea engineering education and research. These activities include but are not limited to conferences, workshops, research showcases, engagement of students, and all other such activities. Reporting of past activities shall be provided at the annual meeting as well as lessons learned and best practices for future events. Engagement at conferences and other technical meetings for the coming year should be planned so that there is coordination among the GSUA Membership. There will be situations where an unforeseen opportunity for the GSUA arises. In such cases, early notification of the event to the Members is required. It is implied that all GSUA Members are invited to participate in any and all GSUA sponsored/collaborated/supported events.

Section 3: Review of the By Laws
The GSUA By Laws are to be reviewed at least every 5 years by the voting membership. The Director shall trigger the review process. Amendments, modifications and changes to the By Laws may be made at that time. Any proposed modifications are to be voted on by the GSUA Founding Members wishing to vote and must receive a unanimous vote is required for the proposed Bylaw changes to be adopted.

Signatures

LOH Wai Lam
Associate Professor
Subsea Programme Manager
Centre for Offshore Research & Engineering
Founder, GSUA
Department of Mechanical Engineering
National University of Singapore.

Matthew Franchek
Professor of Mechanical Engineering
Founding Director of Subsea Engineering
Founder, GSUA
University of Houston