

SOUTH DAKOTA SCIENCE AND TECHNOLOGY AUTHORITY BUSINESS ADVISORY COUNCIL CHARTER

Purpose and Scope:

To assist the South Dakota Science and Technology Authority ("SDSTA") in accomplishing its mission; to foster and encourage regional economic development and job growth related to SDSTA's mission and operations; and to provide general advice and counsel to the SDSTA Chair and Board of Directors on the issues of economic development and job growth related to SDSTA's mission and operations.

Membership:

- A. The Business Advisory Council ("BAC") shall be made up of representatives of industry, the trades, service businesses, professional services, business-related organizations such as local chambers of commerce or economic development corporations and other, similar persons or entities from the Black Hills and surrounding areas, including adjoining areas outside of South Dakota, and others from within and outside South Dakota as the SDSTA Chair deems appropriate. Not all members may be persons or representatives of entities presently contracting with SDSTA.
- B. The following shall act as ex-officio members:
 - The prior and current SDSTA Executive Directors.
 - Designee of the Governor of the State of South Dakota.
- C. BAC members should exhibit a commitment to, and enthusiasm for, the mission of SDSTA.
- D. BAC members, other than ex-officio members, shall serve for a term of three (3) years, which is renewable for up to one additional three-year term. The foregoing notwithstanding, the terms of the initial membership shall be staggered as determined by the SDSTA Chair such that not all terms shall expire at the same time. Persons appointed to less than a full three-year term may serve two (2) full three-year terms in addition to the shorter initial term.
- E. BAC members are selected by the Chair of SDSTA board of directors with the advice of the Office of the Governor of the State of South Dakota.
- F. The BAC shall consist of no fewer than nine (9) and no more than fifteen (15) members exclusive of ex-officio members.

Meetings:

- A. The BAC will meet twice a year in June and December.
- B. The Chair of the BAC, in consultation with SDSTA, will circulate a meeting agenda and related materials to BAC members at least two weeks prior to the meeting date.
- C. The Chair of the BAC, in consultation with SDSTA, may call additional meetings when the Chair deems necessary upon sending notice to all BAC members at least ten (10) days in advance of the meeting.
- D. The meetings will take place at the Sanford Lab facilities in Lead, SD or at such other places in or near Lead, SD as the Chair of the BAC, in consultation with the SDSTA Chair, may deem appropriate. SDSTA shall provide staff support as necessary.
- E. The Chair of the BAC shall provide at least the same public notice of a BAC meeting as is required for meetings of the SDSTA board of directors.

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- F. SDSTA staff shall keep minutes of meetings of the BAC, which minutes, along with the agenda and any materials supporting the agenda or otherwise provided to BAC members, shall be maintained by SDSTA and open to public inspection.
- G. SDSTA shall not provide any information, including but not limited to any presentation materials, to BAC members which is not otherwise available to the public at large. By way of example and not limitation, information and presentation materials provided during the public portion of SDSTA board of director meetings would be appropriate to also provide to BAC members.
- H. Information and presentation materials provided at BAC meetings shall not be procurement or competition sensitive in nature. BAC activities and discussions will respect and support the integrity of SDSTA procurement activities, and promote full and open competition in SDSTA procurements.
- I. All proceedings of the BAC shall be open to the public; no executive or closed sessions are permitted.

Officers:

- A. There shall be a Chair of the BAC, chosen by the Chair of the SDSTA board of directors for a term of two (2) years, whose duties shall include:
 - 1. Preparing the agenda in consultation with the Chair of SDSTA and the ex-officio members of the BAC.
 - 2. Conducting the meeting and ensuring that matters of importance to the BAC and SDSTA are fully discussed.
 - 3. Providing written advice and counsel to the Chair of SDSTA concerning matters within the purview of the BAC.
- B. There shall be a Vice-Chair of the BAC, chosen by and from the members of the BAC, whose shall act as Chair when the Chair is absent or otherwise unable to act.

Committees:

- A. There are no standing committees of the BAC.
- B. The BAC may form ad hoc committees as needed.

Expectations of Members:

- A. Members are expected to attend at least one meeting per calendar year, either in person or by teleconference.
- B. Members shall serve without compensation, except that SDSTA shall pay the members' reasonable travel expenses directly related to meetings of the BAC and will provide refreshments and meals (as appropriate) at BAC meetings. Mileage shall be paid at the then-applicable IRS rate.