



Governance Procedures of the San Francisco Declaration on Research Assessment

1. Purpose. The San Francisco Declaration on Research Assessment (hereafter DORA) is an initiative to advance practical and robust approaches to research assessment globally and across all scholarly disciplines.
2. Organizational status. DORA operates under the sponsorship of the American Society for Cell Biology (hereafter, the Administrative Entity). The DORA Steering Committee may amend this document with a two-thirds majority vote.
3. Membership
 - A. Any organization that is committed to, and supportive of, the principles described in DORA and is a DORA stakeholder, including but not limited to scholarly societies, publishers, institutions, funders, metrics providers and researchers, as determined by the Steering Committee, may become a member through an application process. The Steering Committee will make membership effective after confirming satisfaction of the following criteria:
 - a. Signatory of DORA
 - b. Provision of a supporting statement that summarizes the organization's commitment to the DORA recommendations and any competing interests
 - c. Is judged by the Steering Committee to be an organization of good standing
 - d. Meets the dues obligations set out below
 - B. The Steering Committee may in its discretion accept or revoke the membership of an organization by a two-thirds majority vote (the organization in question having recused itself from the vote) or upon the organization's failure to meet its dues obligation.
 - C. Members sign a Membership Form with a 3-year term—but may cancel at the end of any year.
 - D. Membership benefits are determined by a fee structure as follows.
 - a. Supporter - \$5,000 + per year
 - Listing of the name of the organization on DORA website as supporter.
 - Receipt of a quarterly report summarizing the progress and status of the initiative
 - Access to twice yearly webinar to receive updates on DORA activities and plans for the future
 - Voting rights on changes in the menu of membership benefits or, for an affected organization, on any increase in fees over baseline amounts

- Early access to trainings and materials developed by DORA that help organizations improve their approaches to research assessment
- b. Sustainer - \$15,000 + per year
 - All of the benefits of the supporter level
 - Listing on DORA website as sustainer including logo
 - Possible position on the steering committee, which sets key strategic priorities and targets for DORA, pending space and approval of the Advisory Board
- c. Visionary - \$50,000 + per year
 - All of the benefits of the sustainer level
 - Listing on DORA website as visionary including logo
 - Position on Steering Committee, pending approval of the Advisory Board

In rare instances, the steering committee will consider “in kind” support based on documentation of clear cash equivalencies of employee time provided or other tangible items. A two-thirds majority vote is required for approval of an “in kind” donation.

4. Steering Committee

A. Governance is through a Steering Committee comprising a Chair, a standing member from the Administrative Entity, up to 10 representatives from member organizations as defined in the member benefits, up to 2 at-large members, and the Community Manager who will serve on the committee in an ex officio capacity.

B. An organization may be represented on the Steering Committee by the organization's appointment of one of its representatives for an initial one-year term, renewable or replaceable indefinitely by the appointing organization, pending the approval of the Advisory Board. Each of these incumbents (or their designated alternate) serves in a voting capacity. If a designated alternate attends a meeting in addition to the main representative, they do so in a non-voting capacity.

C. If the total number of members at the sustainer and visionary tiers exceeds 10, the sustaining members will rotate terms of service on the steering committee. Rotation will take stakeholder type into consideration to ensure that a variety of perspectives are represented on the steering committee.

D. At-large members are approved by a two-thirds majority vote and serve 1-year terms renewable indefinitely.

E. The duties of the Steering Committee members are:

- a. Set the key strategic priorities and targets for DORA

- b. Raise the funds necessary to support DORA
- c. Help raise awareness and adoption of DORA by:
 - Speaking and writing on behalf of DORA as necessary
 - Helping to promote DORA and encourage new signatories
 - Contributing to the collection of examples of good practice
 - Operating as far as possible in line with the relevant DORA recommendations (must also be signatories of DORA)
- d. Annually review the remit and scope of DORA and make public a concise summary of its key activities and future objectives on the website.
- e. Serve as ex officio members of the Advisory Board and fulfill the duties listed for Advisory Board members.
- f. Attend Steering Committee and Advisory Board meetings

F. Frequency of Meetings. The Steering Committee will meet quarterly by conference call. Additional meetings will be scheduled as required.

G. Selection of the Chair. The Chair is selected based upon the nomination of a Steering Committee member and vote by the Steering Committee. The Chair does not need to represent a member organization. The term of service is for 3 years, renewable upon vote of the Steering Committee. The Chair may be replaced upon vote of the Steering Committee.

H. Duties of the Chair. The Chair shall help set the agenda for meetings in consultation with the Community Manager, shall preside at meetings of the Steering Committee, shall act as a spokesperson for DORA, and shall see that decisions of the Steering Committee are carried into effect.

I. Chair Designee. The Chair Designee fulfills the duties of the Chair in the absence of the Chair. The Chair Designee is the Community Manager.

J. Quorum. For meetings of the Steering Committee and subcommittees, a quorum is presumed to exist unless the Chair indicates otherwise, at which time no votes may be taken.

K. Decisions. Unless specifically stated otherwise, decisions are approved by a simple majority vote.

5. Advisory Board

A. The Advisory Board complements the work of the Steering Committee. The role of the Advisory Board is strategic in nature.

B. The duties of the Advisory Board members are:

- a. Approve the organizations represented on the Steering Committee by a two-thirds majority vote.
 - b. Provide globally-relevant strategic guidance for future DORA activities to the DORA Steering Committee.
 - c. Raise awareness and adoption of DORA, especially in their respective stakeholder communities, by:
 - Helping to promote DORA and encourage new signatories
 - Contributing to the collection of examples of good practice
 - Operating as far as possible in line with the relevant DORA recommendations (must also be signatories of DORA)
 - d. Attend Advisory Board meetings.
- C. Frequency of Meetings. The Advisory Board will meet quarterly by conference call. Additional meetings will be scheduled as required.
- D. The Advisory Board will have its own Chair selected from the members of the Advisory Board. The Advisory Board Chair may not be a member of the Steering Committee.
- E. Composition
- a. The Steering Committee Chair, in consultation with the Steering Committee and Community Manager, appoints Advisory Board members. Steering Committee members are ex officio members of the Advisory Board with no voting rights. Advisory Board members do not represent the organizations of which they are members.
 - b. The composition of the Advisory Board will as far as possible reflect that of the DORA stakeholders, including but not limited to: scholarly societies, publishers, institutions, funders, metrics providers and researchers.
 - c. Advisory Board members will normally serve for a term of 3 years; the term of office may be renewed once.
 - d. Advisory Board members will come from diverse backgrounds, academic fields, and geographic locations.
 - e. Advisory Board members will have signed DORA.
6. Operations
- A. Management and general. The Administrative Entity provides services to support DORA, including but not limited to work done by employees and contractors. Such expenses accrue to and are the responsibility of DORA.

B. Budgeting and reporting. In advance of each calendar year, the Administrative Entity shall, based on a review of DORA's proposed activity for the following year, produce a budget for review and approval by the Steering Committee. An adopted budget may be revised upon approval of the Steering Committee, provided member organizations are given one month notice in writing of proposed revision. The Administrative Entity shall report on financial performance against budget at least twice a year.

C. Member organization dues. Each member organization is responsible for reimbursing to the Administrative Entity their membership fees annually.

D. Performance. At least annually, the Administrative Entity will evaluate the performance of employees serving DORA. Upon two-thirds majority vote, the Steering Committee may request changes in employees or other contractors providing service to DORA.

E. Fiduciary responsibility. While the Administrative Entity is assumed to accurately and faithfully report on financial and other activity, Steering Committee members have an express fiduciary responsibility to DORA. As such, the Steering Committee may engage, no more than annually, a third-party audit of the Administrative Entity's management and reporting of DORA activity, the expense of which will be borne by DORA. DORA's income and expenses are subject to audit by the Administrative Entity's external auditor, who is required to meet privately with the Administrative Entity's Finance & Audit Committee annually to review related financial management practices and performance.

7. Intellectual Property

A. Because DORA is not a separate legal entity, the Administrative Entity has ultimate responsibility for DORA and owns the DORA logo and Copyright/IP that DORA creates, for example on the DORA website. Unless agreed otherwise by the Steering Committee, all such materials will be made available under the terms of a [Creative Commons Attribution License](#).

Adopted: Friday July 19, 2019