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Operations of TNI Committees and Program Boards

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Operations of TNI Committees and Program Boards

1.0 Purpose and Applicability

This Standard Operating Procedure (SOP) gives uniform guidelines for the operation of TNI committees and program boards.

This SOP applies to the committees and boards of the following programs of TNI's Environmental Division: Advocacy, Laboratory Accreditation System, Proficiency Testing, and Technical Assistance. The SOP applies to the Consensus Standards Development Program (CSDP) Board.

This SOP does not apply to the TNI Board of Directors, the National Environmental Laboratory Accreditation Program (NELAP), the TNI Administrative Committees, and the CSDP Expert Committees. The operations of these boards, committees, and programs are governed by documents referenced in Section 3.0.

This SOP may be complemented by procedures developed and documented by committees and program boards to which it applies, but may not be superseded by those procedures.

2.0 Summary

This SOP describes the fundamental principles guiding operations such as basic duties, membership, leadership, meetings, terms of appointment for members, and documentation of proceedings of some TNI committees and program boards. Sections 7.0 and 8.0 apply only to committees; Sections 9.0 and 10.0 apply only to program boards. All other sections of the SOP apply to both, committees and program boards.

3.0 Related Documents

- SOP 1 – 102, Decision Making Rules for TNI Committees and Boards
- SOP 1 – 103, Operations of TNI Board of Directors [To be drafted]
- SOP 1 – 104, Documenting Proceedings of TNI Committees and Boards [To be drafted]
- SOP 2 – 100, Procedures for Expert Committee Operations
- SOP 3 – 100, TNI NELAP Board General Operating Procedures

4.0 Definitions

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| Administrative Committee: | A unit authorized by the TNI Board of Directors to perform administrative duties for the all of TNI or the TNI Board of Directors, or to conduct day to day business of the Institute. |
| Associate Member: | A TNI member who may participate in any committee or program board, but who does not have voting privileges. |
| Committee: | A unit authorized by the TNI Board of Directors to conduct activities for a specific program. |
| Committee Chair: | A Committee Member elected to direct the activities of a committee. |
| Committee Member: | A TNI member with full voting privileges who is elected by a committee. |
| Decision-Making Rule: | The method used by a TNI unit to arrive at a decision. |
| Director | A TNI member that serves on a Board. |
| Dominance: | A condition by which an organization or stakeholder group becomes a majority in a committee or program board. |
| Ex-Officio Member: | A TNI member serving in a committee or program board in virtue of his or her office or position in TNI. <i>Note: TNI's Executive Director is an Ex-Officio, non-voting, member</i> |

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| | of all committees and program boards. |
| Program Board: | A unit authorized by the TNI Bylaws to oversee, direct, review, or approve the activities of a specific program. |
| Program Chair: | A TNI member elected or appointed to ensure directly or through a Program Board that a specific program contributes to fulfilling the Institute's Mission. |
| Sub-committee: | A unit under a committee or program board that performs a specific task and whose actions and recommendations are considered by a parent committee. |

5.0 Commitment to Openness, Inclusiveness, and Transparency of Operations

- 5.1 Committees and program boards shall attempt to conduct their activities openly, following procedures that promote the inclusion of all TNI members. To this end, committees and program boards shall provide due notice of their meetings and shall document their proceedings, deliberations, and decisions in a manner that is accessible to all TNI members.
- 5.2 Committees and program boards may at times consider personnel matters or confidential business information, and may choose to conduct such deliberations in closed sessions. This eventuality shall not be used to otherwise circumvent TNI's commitment to transparency of operations. Deliberations and decisions made during closed sessions shall be documented, but may only be available to the members of the committee or program board that conducted the closed session, and the TNI Board of Directors.

6.0 Basic Duties of Committees and Program Boards

- 6.1 Committees and program boards shall have authority to establish policies and procedures to conduct their business in support of TNI's mission.
- 6.2 Committees and program boards shall document, at a minimum, their mission, sponsors, members and their affiliations, and objectives in charters following a format developed by the TNI Policy Committee.
- 6.3 Committees and program boards shall document decisions they make following established rules.
- 6.4 The TNI Policy Committee shall review committees' and program boards' policies, procedures, and charters, to ensure they are not in conflict with each other.
- 6.5 The TNI Board of Directors shall endorse all policies, procedures, and charters before they become effective.

7.0 Committee Membership

7.1 Committee Composition

- 7.1.1 Committees are constituted by Committee Members, Associate Committee Members, and Ex-Officio Committee Members. Committee Members are allowed to vote on committee decisions. Ex-Officio Committee members do not vote on committee decisions, unless a committee grants them that privilege by documented decision.
- 7.1.2 The number of Committee members in any committee shall be at least five (5) and not exceed fifteen (15). There is no limit to the number of Associate Committee Members that may participate in a committee.

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- 7.1.3 Committees should represent, to the extent possible, the diversity of the entire TNI membership, by considering the stakeholder group, interest, expertise, geographic location, and professional affiliation of Committee Members. Although not all committees need to achieve a strict balance of membership among its Committee Members, all Committees should strive to avoid dominance.
- 7.1.4 No organization may have more than one Committee Member at any one time on a committee. An organization in this context is a state government, EPA Program, EPA Office, EPA Region, Federal Agency other than EPA, or company.
- 7.1.5 A TNI member shall not serve concurrently in more than two committees as a Committee Member, but may serve as an Associate Committee Member in an unlimited number of TNI committees.

7.2 Becoming a Committee Member

- 7.2.1 The normal cycle of committee appointments starts on January 1 and ends on December 31 of the same year.
- 7.2.2 Committees shall make public by no later than October 1 the number of vacancies, with their respective affiliation categories, which will become available on January of the following year.
- 7.2.3 TNI members interested in becoming Committee Members may nominate themselves or can be nominated by another TNI member by completing an electronic nomination form available from the TNI Website. The TNI member completing the nomination form shall declare a stakeholder group.

Note: The electronic nomination form shall be provided to any interested party, upon request, in an alternative format.
- 7.2.4 The nominee's stakeholder group and TNI membership status shall be verified by TNI staff before the nomination form is forwarded to the Chair of any committee selected by or for the nominee.
- 7.2.5 Committee Chairs shall respond to a nominee acknowledging his or her forwarded nomination form within 60 days of its receipt.
- 7.2.6 Candidates nominated in forms received by November 1 shall be eligible for consideration to appointments in committee vacancies occurring starting the following January. Committees projected to have vacancies in January that do not receive any nomination forms may consider nomination forms received after November 1 for possible appointments in or after the following January.
- 7.2.7 Committee Chairs may request additional information from nominees to evaluate their ability to serve in a committee.
- 7.2.8 When reviewing nominees, committees shall evaluate their ability or capacity to effectively:
 - 7.2.8.1 Represent a stakeholder group.
 - 7.2.8.2 Cooperate with other stakeholders groups.
 - 7.2.8.3 Dedicate time to engage in committee activities.
 - 7.2.8.4 Communicate with TNI members.
 - 7.2.8.5 Promote and further the mission of TNI and the committee for which the nominee is being considered.

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- 7.2.8.6 Contribute specialized skills needed by a committee.
- 7.2.8.7 Enhance a committee's diversity with respect to stakeholder representation and geographic location of its Committee Members.
- 7.2.9 Committees shall select by December 1 any nominees to be appointed as Committee Members by the following January and will recommend their confirmation to the Chair of the TNI Board of Directors, unless as noted under this subparagraph:
 - 7.2.9.1 Committees may select after December 1 nominees to be appointed Committee Members in January when committees do not receive any nomination forms by November 1.
 - 7.2.9.2 Committees may adopt additional procedures to appoint Committee Members when committees do not receive nomination forms by December 1 for vacancies effective the following January.
- 7.2.10 No committee shall be obligated to recommend for appointment a nominee whose nomination form meets the timelines specified here if the committee determines the nominee would not meet the criteria specified in 7.2.8.
- 7.2.11 The Chair of the TNI Board of Directors will confirm all appointments of Committee Members.
- 7.2.12 Nominees not selected to be Committee members shall be notified of the non-selection and of their rights to appeal the decision in accordance with established TNI procedures.
- 7.2.13 If a Committee Member position becomes available before the end of an appointment cycle, and the vacancy does not create dominance, the Chair of the committee having the vacancy may appoint and recommend the confirmation of a nominee that does not create dominance any time during the year.
- 7.2.14 If a Committee Member position becomes available before the end of an appointment cycle and the vacancy creates dominance, the provisions of sub-section 7.4 shall be followed.
- 7.2.15 Any Committee Member who changes employment shall declare his or her new employer and the member's stakeholder group resulting from the change and is subject to the provisions of subsection 7.4.

7.3 Terms of Appointment for Committee Members

- 7.3.1 Committee Members are appointed to three-year staggered terms to allow Committee Members to rotate each year and to appoint new members. Each year of a Committee Members' appointment term starts on January 1, regardless of the actual date in which the appointment is confirmed.
- 7.3.2 Any Committee Member completing a term may be eligible for appointment to a second term, but no Committee Member may serve more than two consecutive terms in the same committee.
- 7.3.3 If a Committee Member resigns, the Chair of that committee may nominate another member from the same organization or from a different organization representing the same stakeholder group to complete the term of the resigning Committee Member.

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7.4 Avoiding Dominance in a Committee

- 7.4.1 If a Committee Member changes employment and the change makes a committee have two Committee Members of the same organization, one of the Committee Members employed by the organization shall resign from the committee. The resigning committee member may become an Associate Committee Member.
- 7.4.2 If a Committee Member changes employment and the change creates dominance, the Committee Member shall resign from the committee unless dominance can be eliminated by appointing as soon as possible one or more new Committee Members.
- 7.4.3 If a Committee Member resigns from a committee and the change creates dominance, the Chair shall appoint as soon as possible a new Committee Member to resolve the dominance.

7.5 Removal of Committee Member

- 7.5.1 Any Committee Member who is absent from three consecutive meetings without an excuse communicated to the committee's Chair or who is absent from at least half of the meetings in a six month period may be removed, on the recommendation of the committee Chair, from the committee by the TNI Board of Directors.
- 7.5.2 Any Committee Member who does not continue to meet the requirements of paragraph 7.2.8 may be removed from the committee by the TNI Board of Directors on the recommendation of the Committee Chair.

7.6 Participating in a Committee as an Associate Committee Member

- 7.6.1 TNI members may be Associate Committee Members of any TNI committee. There is no restriction to the number of committees that a TNI member can join as an Associate Committee Member or to the number of Associate Committee Members a committee may have.
- 7.6.2 TNI members that wish to participate in a Committee as Associate Committee Members must register with the committee's Chair. A member may register at any time to become an Associate Committee Member.
- 7.6.3 Associate Committee Members must renew their registration annually, each January, to continue participating in any committee in that capacity.
- 7.6.4 Committee Chairs shall allow Associate Committee Members to participate in all committee meetings, but may establish rules that allow Committee Members time to deliberate among themselves and to complete committee business.
- 7.6.5 The participation in closed committee sessions is limited to Committee Members.

8.0 Committee Leadership

- 8.1 Committees shall elect a Chair from among its Committee Members at the committee's first meeting of the year. Except for a newly created committee, the Chair must have served in the committee for at least one year.
- 8.2 The Chair of the TNI Board of Directors shall confirm the appointment of the committee Chair. The TNI Board retains authority to remove, for cause, a committee Chair from office.

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- 8.3 The committee Chair is responsible for the efficient operation of his or her committee. The committee Chair:
 - 8.3.1 Schedules committee meetings.
 - 8.3.2 Posts committee meeting schedules on the TNI Website.
 - 8.3.3 Sets the agenda for committee meetings.
 - 8.3.4 Presides and conducts committee meetings.
 - 8.3.5 Ensures that minutes of committee meetings are posted on the TNI Website in a timely manner.
 - 8.3.6 Conducts the selection process of new Committee Members and new committee Chair.
 - 8.3.7 Maintains up to date rosters of Committee Members.
 - 8.3.8 Provides to the TNI Board an annual report by December 1st of committee activities and accomplishments.
 - 8.3.9 Serves on a Program Board, when a program has a board constituted by the chairs of all its program committees.
 - 8.3.10 Facilitates communication with other committees to fulfill program objectives.
- 8.4 Committees may elect a Vice Chair. The Vice-Chair performs any duties assigned by the committee Chair and all the duties of the Chair in the Chair's absence.
- 8.5 The committee Chair may appoint additional officers with the committee's concurrence.

9.0 Program Board Membership

9.1 Program Board Composition

- 9.1.1 Program boards are comprised of Directors that are Chairs of committees within a program or that represent specific stakeholder groups encompassing all program constituents. Program boards may allow Associates to participate in program board meetings, but only Directors shall have voting privileges.
- 9.1.2 Program boards may have Ex-Officio members. Ex-Officio program board members do not vote on committee decisions, unless a program board grants that privilege by documented decision.
- 9.1.3 Program boards shall have at least five (5), but no more than fifteen (15) Directors. There is no limit to the number of Associates that may participate in a program board.
- 9.1.4 A TNI member may not serve concurrently as a Director in more than two program boards, but may serve as an Associate in any number of them.

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9.2 Becoming a Director of Program Boards with Established Committees

- 9.2.1 Programs with established committees shall require their committee Chairs to be Directors of their respective program boards. Program boards with established committees may appoint additional Directors that are not Committee Chairs to access specific expertise, or to prevent dominance by an organization.

9.3 Becoming a Director of Program Boards without Established Committees

- 9.3.1 Programs that function without established committees shall develop procedures for selecting Directors that consider the stakeholder groups and constituents of the programs and that avoid dominance. Those procedures shall describe, at a minimum:

- 9.3.1.1 The application process for becoming a Director.
- 9.3.1.2 The qualifications and experience desired for potential Directors.
- 9.3.1.3 The criteria used for evaluating potential Directors.

- 9.3.2 The criteria used for evaluating potential Directors shall consider a nominee's ability or capacity to effectively:

- 9.3.2.1 Represent a stakeholder group.
- 9.3.2.2 Cooperate with other stakeholder groups.
- 9.3.2.3 Dedicate time to engage in program board activities.
- 9.3.2.4 Communicate with TNI members.
- 9.3.2.5 Promote and further the mission of TNI and the program board for which the potential Directors is being considered.
- 9.3.2.6 Contribute specialized skills needed by a program board.
- 9.3.2.7 Enhance a program board's diversity with respect to stakeholder representation and geographic location of its directors.

- 9.3.3 Program boards shall select by December 1 any nominees to be appointed as Directors by the following January and will recommend their confirmation to the Chair of the TNI Board of Directors, unless as noted under this subparagraph:

- 9.3.3.1 Program boards may select after December 1 nominees to be appointed Directors in January when program boards do not receive any nomination forms by November 1.
- 9.3.3.2 Program boards may adopt additional procedures to appoint Directors when program boards do not receive nomination forms by December 1 for vacancies effective the following January.

- 9.3.4 No program board shall be obligated to recommend for appointment a nominee whose nomination form meets the timelines specified here if the program board determines the nominee would not meet the criteria specified in 9.3.2.

- 9.3.5 The Chair of the TNI Board of Directors will confirm all appointments of program board Directors.

- 9.3.6 Nominees not selected to be Directors shall be notified of the non-selection and of their rights to appeal the decision in accordance with established TNI procedures.

- 9.3.7 If a Director position becomes available before the end of an appointment cycle, and the vacancy does not create dominance, the Chair of the program board having the vacancy may appoint and recommend the confirmation of a nominee that does not create dominance any time during the year.

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- 9.3.8 If a Director position becomes available before the end of an appointment cycle and the vacancy creates dominance, the provisions of subsection 9.5 shall be followed.
- 9.3.9 Any Director who changes employment shall declare his or her new employer and the Director's stakeholder group resulting from the change and is subject to the provisions of subsection 9.5.
- 9.4 Terms of Appointment of Program Board Directors**
- 9.4.1 Directors that are Chairs of established committees may serve on program boards with established committees for as long as they remain committee Chairs.
- 9.4.2 Directors of program boards without established committees are appointed to three-year staggered terms to allow Directors to rotate each year and to appoint new members. Each year of a Director's term starts on January 1, regardless of the actual date in which the appointment is confirmed.
- 9.4.3 Any Director completing a term may be eligible for appointment to a second term, but no Director may serve more than two consecutive terms in the same program board.
- 9.4.4 If a Director resigns from a program board without established committees the Chair of the program board may nominate another member of the same organization or form a different organization representing the same stakeholder group to complete the term of the resigning Director.
- 9.5 Avoiding Dominance in a Program Board without Established Committees**
- 9.5.1 If a Director of a program board without established committees changes employment and the change makes the program board have two Directors of the same organization, one of the Directors employed by the organization shall resign from the program board. The resigning Director may become an Associate Director.
- 9.5.2 If a Director of a program board without established committees changes employment or resigns, and the change creates dominance, the Director shall resign from the program board unless dominance can be eliminated by appointing as soon as possible one or more new Directors.
- 9.5.3 If a Director of a program board without established committees resigns from a program board and the change creates dominance, the Chair shall appoint as soon as possible a new Director to resolve the dominance.
- 9.6 Removal of a Directors of a Program Board**
- 9.6.1 Any Director who is absent from three consecutive meetings without an excuse communicated to the program board Chair or who is absent from at least half of the meetings in a six-month period may be removed, on the recommendation of the program board Chair, from the program board by the TNI Board of Directors.
- 9.6.2 Any Director of a program board without established committees who does not continue to meet the requirements of paragraph 9.3.2 may be removed from the program board by the TNI Board of Directors on the recommendation of the Program Chair.

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9.7 Participating as Associate on a Program Board

- 9.7.1 TNI members that wish to participate in a program board as Associates must register with the program's board Chair. A member may register at any time to become an Associate.
- 9.7.2 Associates must renew their registration annually, each January, to continue participating in any program board in that capacity.
- 9.7.3 Program Board Chairs shall allow Associates to participate in all program board meetings, but may establish rules that allow Directors time to deliberate among themselves and to complete program board business.
- 9.7.4 The participation in closed sessions of program boards is limited to program board Directors.

10.0 Program Board Leadership

- 10.1 Program boards shall elect a Chair from among its Directors at the first program board meeting of the year. Except for a newly formed program board, for which the Chair is appointed by the TNI Board of Directors, the Chair must have served in the program board for at least one year.
- 10.2 The Chair of the TNI Board of Directors shall confirm the appointment of the program board Chair. The TNI Board retains authority to remove, for cause, a Director from office.
- 10.3 The Chair is responsible for the efficient operation of his or her program board. The program board Chair:
 - 10.3.1 Schedules program board meetings.
 - 10.3.2 Posts program board meeting schedules on the TNI Website.
 - 10.3.3 Sets the agenda for program board meetings.
 - 10.3.4 Presides and conducts program board meetings.
 - 10.3.5 Ensures that minutes of program board meetings are posted on the TNI Website in a timely manner.
 - 10.3.6 Conducts the selection process of new Directors and new program board Chair.
 - 10.3.7 Maintains up to date rosters of program board Directors.
 - 10.3.8 Provides an annual report of activities and accomplishments to the TNI Board of Directors.
 - 10.3.9 Facilitates communication with program committees and constituents to fulfill program objectives.
- 10.4 Program boards may elect a Vice Chair. The Vice-Chair performs any duties assigned by the committee Chair and all the duties of the Chair in the Chair's absence.
- 10.5 The program board Chair may appoint additional officers with the program board's concurrence.

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11.0 Subcommittees

- 11.1 Committee Chairs and program board Chairs, with concurrence of their respective members may establish subcommittees to complete specific tasks that help fulfill program objectives.
- 11.2 Subcommittees shall consist of at least three members.
- 11.3 The scope of tasks assigned to the subcommittee shall be approved by the committee or program board forming the subcommittee. Subcommittees may only provide recommendations on proposed actions to be taken to a parent committee or program board.

12.0 Meetings

12.1 Teleconferences

- 12.1.1 Committees and program boards may meet by teleconference to conduct their business. All teleconferences are open to all TNI members and the general public, except when a committee or program board meets during a closed session.
- 12.1.2 Schedules for teleconferences shall be posted on the TNI Website at least one week in advance.
- 12.1.3 Committee and program board Chairs shall send invitations, electronically, to teleconferences to all Committee Members and Directors, respectively, and to all registered Associates in a timely manner. Invitations should be sent at least two days prior to a teleconference date and should include an abbreviated agenda.
- 12.1.4 Committee or program board Chairs may invoke Robert's Rules of Order to conduct committee or program board business or limit debate to Committee Members and Directors before allowing Associates to speak.

12.2 Face to Face Meetings

- 12.2.1 Committees and program boards may meet face to face as necessary to conduct their business. All face to face meeting are open to TNI members and the general public, except when a committee or program board meets during a closed session.
- 12.2.2 Notification of committee and program board meetings associated with national meetings sponsored by TNI shall be posted on the TNI Website. Mail invitations and registrations may be sent to TNI members and members of the general public with a potential interest in the activities and deliberations of the meetings. All notifications should be posted at least 60 days in advance and should include an abbreviated or preliminary agenda.
- 12.2.3 Notification of committee and program board face to face meetings that are not associated with a national meeting sponsored by TNI shall be posted on the TNI Website in a timely manner. Notification of these types of face to face meetings should be posted at least 7 days in advance and should include an abbreviated or preliminary agenda.
- 12.2.4 Attendees of face to face meetings of committees and program boards shall receive any documents considered by committee members or program board directors.
- 12.2.5 Committee or program board Chairs may invoke Robert's Rules of Order to conduct committee or program board business or limit debate to Committee Members and Directors before allowing others to speak.

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12.3 Documentation of Proceedings

- 12.3.1 The proceedings of all committee and program board meetings shall be documented in minutes available on the TNI Website.
- 12.3.2 The minutes of all teleconferences and face to face meetings shall be posted on the TNI Website in a timely manner. Minutes should be posted within 14 days after a teleconference's date, or within 30 days after a face to face meeting's date.

13.0 Decision-Making Rules

- 13.1 Committees and program boards shall make decisions following rules referenced in SOP1-102, Decision-Making Rules for TNI Committees and Boards.

14.0 References

- 14.1 Procedures for Expert Committee Operations, Consensus Standards Development Board, February 2, 2007

15.0 SOP Approved Changes

| Prev. SOP No. | New SOP No. | Date of Change | Description of Change |
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| | 1-101 | 1/31/08 | New Document. |
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