

TNI Policy Committee Meeting Summary
Friday October 4, 2013

1. Welcome, Roll Call and Announcements

The meeting was called to order by Alfredo at 11 am Eastern. Attendance is recorded in Attachment 1.

2. Revising TNI Bylaws to Permit Voting by Ex Officio Members of the Board of Directors

Alfredo had provided the draft revised text as discussed at the committee's September 20 meeting, and those four items were reviewed first, then the committee went through the Bylaws article by article, section by section. For clarity, these two parts of the discussion are combined and the changes agreed upon noted below, in sequential order; yellow highlighting has been retained to note where entire sections were revised or proposed. Because a number of additional revisions will be made before the next committee meeting, it will likely be November before the revised version can be offered to the Board for its discussion and review.

Article I – add “TNI” is synonymous with The NELAC Institute.’ And then substitute TNI throughout. This additional sentence is needed because Article I specifies the legal name of the corporation. NOTE: Additional substitutions of “TNI” will not be noted here.

Article II – eliminate “and Suspension” from the topic of §7. Suspension is nowhere discussed in the Bylaws.

Article III – no changes

Article IV

§1 – replace with the following text:

The Board of Directors shall consist of no fewer than ten (10) or more than eighteen (18) elected members and no more than five (5) ex-officio members. The Directors shall be chosen, insofar as possible, to represent the varied interests and areas of expertise and competency that are of concern to TNI and shall have balanced representation from all stakeholder groups. At least three (3) Directors shall be elected from organizations that are recognized accreditation bodies and at least three (3) Directors shall be elected from organizations that are accredited laboratories. Other Directors may be elected, to the extent practical, from organizations that represent other relevant stakeholders. No one stakeholder group shall have a majority on the Board. At the request of the Board, a federal agency may nominate an individual to serve on the Board in an ex-officio capacity.

§TBD -- Add a new section after §3, titled “Ratification of Ex-Officio Directors,” as shown below, then renumber the following sections. This new section will be further modified to specify that ratification will be accomplished by a simple majority of votes cast by the membership.

Members nominated by federal agencies to serve on the Board of Directors shall be ratified by the TNI membership during the first three months of the Calendar Year by electronic ballot of all registered Individual Members. All members, regardless of their declared affiliation, vote for the ratification of all candidate ex-officio Directors. The Nominating Committee forwards candidate ex-officio directors for ratification to the TNI membership concurrently with the slate of Director candidates selected for election.

§4 – add a new sentence to the end of the sole paragraph, as follows: “There are no limits to the number of terms that a Director may serve.”

§6 – delete the phrase “as a result of resignation or for any reason.”

§10 -- delete the entire last sentence, about electronic voting. Electronic voting may be utilized in accordance with the SOP on decision-making rules, whenever a Board vote (decision) so specifies, and participants agreed that if e-voting will be permitted, the agenda should so specify, in advance of the meeting.

Article V

§1 – revise to read

“The Officers shall be a Chair, Past-Chair, Vice-Chair, Secretary and Treasurer and are all members of the Board of Directors. Other Officers may be established by the Board of Directors.”

§2 – delete the phrase “from among its members.”

§3 – revise to read

“Any vacancy may be filled for the unexpired portion of the term by the Board of Directors at any special or regular meeting of the Board following the provisions of Article IV, Section 6, except that the appointed Officer does not have to represent the same constituency as the Officer who created the vacancy.”

§4 – revise to read

“The Board of Directors may remove any Officer whenever, in its judgment, the best interests of the organization would be served thereby, following the provisions of Article IV Section 9. The removal of an Officer shall be without prejudice to the contract rights, if any, of the Officer so removed.”

§7 – revise to read

“The most recent Past-Chair willing to serve shall serve on the Board of Directors, and perform other duties as assigned by the Chair. The Past-Chair shall have no voting privileges if his or her term as a Director has expired.”

§10 – revise to read

“Any Officer may resign at any time by following the provisions of Article IV, Section 8.”

Article VI

§1B – revise to read as follows:

“The purpose of the National Environmental Proficiency Testing (PT) Program is to establish and maintain a PT program to support TNI’s NELAP, and contains the following elements:

- Fields of Proficiency Testing, including, but not limited to, analytes, concentrations, matrices and acceptance limits appropriate for the scope of environmental monitoring performed in the United States
- PT providers recognized for their competence to issue PT samples to laboratories.”

§2 – revise as follows:

“Each core program will be managed by an Executive Committee of seven (7) to fifteen (15) individuals representing all stakeholder interests whose role is to provide strategic direction, growth and fiscal management of the program.

The core programs work in cooperation towards a common vision. Each core program has the authority to establish policies, procedures, and guidance for its program, make decisions, and operate independently, but with the following restrictions:

- The Board of Directors reviews all policies, procedures, and guidance to ensure they do not create a program that cannot be funded or put TNI at risk.
- The Policy Committee reviews all policies, procedures, and guidance to ensure the policies, procedures and guidance from different core programs are not in conflict with each other.
- The reviews performed by the Board of Directors and the Policy Committee will be used to provide feedback to the core programs and, as appropriate, each core program will address any issues raised.
- Each core program will provide an annual report to the Board of Directors describing progress towards the goal of the program. The Board of Directors will provide feedback to the program for future efforts.
- Each program will establish strategic goals and objectives that will be reviewed by the Board of Directors to ensure the goals and objectives are aligned with TNI’s mission.

A core program accepts by adoption the work product of another core program for use within its program. A core program does not have authority to change the work product of another core program, but it may return the work product to the core program that developed it with recommendations for changes. It will then be the responsibility of the core program that developed the work product to decide on the course of action.”

Article VII

§1 – revise to read

“A majority of the Board of Directors may appoint, or authorize the Chair to establish, such standing or special committees as deemed necessary to further the objectives of TNI. The Chair or the Chair of the Executive Committee of each core program shall make all committee appointments.”

§TBD -- Add a new section after §2, to address a “Nominating Committee” as a standing committee of the organization, and renumber the following sections appropriately

Current §3 – revise to read

“TNI shall have a Finance Committee of at least three (3) Individual Members appointed by the Chair whose duty shall be to provide financial oversight for TNI, and shall report its activities to the Board of Directors.” [NOTE: PA is unclear whether last phrase should remain or be eliminated.]

§4 – revise to read

“The NELAP Accreditation Council consists of one individual from each recognized NELAP Accreditation Body, appointed by the Accreditation Body. The NELAP Accreditation Council has final authority for implementation of the program for the accreditation of environmental laboratories. It develops and approves the policies and procedures that govern NELAP operations and is responsible for ensuring the successful implementation of the program.”

Article VIII – revise entire article to accommodate one annual business-or-Board meeting (TBD which word) where officers of the Board are elected, and then also to address other meetings as “Board meetings” rather than “business meetings” that shall be held “as necessary to conduct the business of the organization.”

§2 about special business meetings should be revised to eliminate the 25% number, although the possibility of membership mandating a special meeting in order to re-direct the efforts of TNI should be retained somewhere, probably in Article XI.

Revisit the advance notice provisions of §3 to be consistent with practice.

§4 should be moved to Article XI, §4 and there reflect that member voting is always electronic and not done in conjunction with any particular meeting (although that might be possible, it’s not necessary.)

Article IX – no change. This is legally required language that will not be modified.

Article X – no change.

Article XI

§1 -- revise to read

“The Board of Directors may hire an Executive Director as needed. The Executive Director has day-to-day responsibility for TNI, including carrying out TNI’s goals and Board policy. The Executive Director will attend all Board meetings, report on the progress of TNI, answer questions of Board members, and carry out other duties as designated by the Board. **The Executive Director is an ex officio member of all committees, but does not have voting privileges in any of them.**”

§3 – this section should be revised to reflect the actual practice that annual budgets are prepared in the spring of the fiscal year, rather than prior to the fiscal year (January-to-December.)

§4 – participants affirmed the commitment that no proxy votes shall be permitted, throughout the organization.

§5 – this section will be revised as follows, except that the term “assignment” will be replaced with a different word or phrase, to be determined.

“Balanced representation” as used within the context of participation on a Board or Committee of TNI means that no stakeholder group has a majority of voting members and all stakeholder groups are represented. Default stakeholder groups are:

- **Accreditation bodies and other governmental agencies that operate environmental accreditation programs.**
- **Laboratories and other organizations directly involved in providing sampling and environmental measurements, and**
- **All others.**

A core program or a committee unaffiliated with a core program may define a different set of stakeholder groups to better represent the program’s or committee’s constituency or to ensure balanced representation among its members. Assignment of any stakeholder groups different from the default groups specified in this Section shall require approval by the Board of Directors.’

Article XII – update with date approved by Board, when revisions are complete.

3. SOP 1-115 TNI Newsletter Preparation and Distribution

This SOP has been used by the Advocacy Committee for several newsletters now, and seems to be working satisfactorily. Silky moved to approve it, and JoAnn seconded. Approval was unanimous, and the SOP will be presented to the Board at its next meeting on October 9.

4. Next Meeting

Policy Committee will meet again on Friday November 1, 2013, at 11 am Eastern, unless an earlier meeting time can be identified to replace the cancelled October 18 meeting. If an earlier time is identified, committee members will be so notified.

Teleconference information and an agenda will be circulated in advance of the meeting. A draft revision of the Bylaws will be reviewed and as time permits, other documents awaiting Policy Committee review will be addressed. These other documents are, in rough order of priority:

- SOP 2-100 (Standards Development and Review)
- Revisions to Pol 1-122 (Determining Stakeholder Category of Committee Members, should accompany Bylaws revision when presented to TNI Board)
- Revisions to SOPs 1-101 and 2-101, about Committee Operations, as needed to accommodate changes to Bylaws.
- Revisions to the "Small Lab Quality Systems" Position Statement from Advocacy Committee
- NEFAP SIR SOP 5-106 (partially completed) and possibly concurrent with NELAP SIR SOP revisions (from LAS EC)
- Policy about Notification of Changes to AB Operations
- NELAP Evaluation SOP 3-102 (and possibly concurrent with the NGAB evaluation SOP, depending on timing.)
- Revisions to NELAP Voting SOP per Policy Committee

Action Items are included in Attachment B and Attachment C includes a listing of reminders.

Attachment A

Name/Affiliation	Representing	Present
Alfredo Sotomayor, Chair Wisconsin Dept. of Natural Resources, Madison, WI alfredo.sotomayor@Wisconsin.gov	TNI Board	Yes
JoAnn Boyd Southwest Research Institute, San Antonio, TX jboyd@swri.org	Lab and FSMO	Yes
Patrick Brumfield Sigma-Aldrich RTC, Laramie, WY patrick.brumfield@sial.com	PT Executive Committee	Yes
Sily Labie Env. Lab. Consulting & Technology, LLC Tallahassee, FL elcatllc@centurylink.net		Yes
John Moorman South Florida Water Management District West Palm Beach, FL jmoorma@sfwmd.gov	NEFAP Executive Committee	No
Mei Beth Shepherd mbshep@sheptechserv.com		Yes
Susan Wyatt, Vice Chair Minnesota DOH, St. Paul, MN susan.wyatt@state.mn.us	NELAP AC	Yes
Bob Wyeth Retired rfwyeth@yahoo.com	CSD Executive Committee	Yes
Jerry Parr (ex-officio) Executive Director, TNI Jerry.Parr@nelac-institute.org		Yes
Lynn Bradley, Program Administrator The NELAC Institute (Staunton, VA) lynn.bradley@nelac-institute.org		Yes

Attachment B

Action Items – TNI Policy Committee

	Action Item	Who	Expected Completion	Comments/Completion
34	Review NELAC chapter 6 for needed policies and SOPs, applicable to the AC	Susan	3/15/13	Pending with AC
48	Review SOPs 1-101 and 2-101 for possible edits to assign responsibility to chairs for addressing committee member changes in stakeholder categories	Alfredo	6/5/13	Hold until stakeholder category revisions to Bylaws are completed
51	Continue review of NEFAP SIR SOP	Full committee to take up at future business meeting	Deferred until after Bylaws revision	
54	Add videos to committee chair training on the SOP and conduct guidance, and confirm with Sharon that a webinar in Louisville will be acceptable.	Alfredo	October 4, 2013	
55	Draft revisions to Bylaws addressing ratification of ex officio federal nominees, clarifying ex officio roles of Past Chair and ED (to remain non-voting, w/ Past Chair becoming optional appointment), and describing how core programs and committees can define their particular stakeholder categories for their particular mission(s)	Alfredo	October 4, 2013	Initial revisions provided 10/4/13. Further revisions to be made, as noted in these minutes, by next meeting, whenever scheduled.
56	Distribute flow chart of SOP 2-100	Bob	Asap	Next meeting, date TBD

Attachment C

Backburner / Reminders – TNI Policy Committee

	Item	Meeting Reference	Comments
1.	Look into need to include something about review schedule in all SOPs.	3/20/12	
2	Include mention of abstentions in SOP 1-102 revision (or elsewhere,) to ensure that intentional choice of appropriate wording is made in committee decision making choices	10/5/12	
3	In SOP 1-101, "Committee Operations," or else SOP 1-102, "Decision Making..." some mention of "default" decision making rules would be beneficial, since most committees do not have documentation of their decision processes.	10/22/12	SOP 1-102 discusses various options and situations where one might work better than others, but SOP 1-101 refers to 1-102 as if it sets a default.
6	New Committee Charter format should include listing for Executive Director as ex officio member for all committees (per Bylaws.)	9/20/13	Charter format to be upgraded to address committee annual budgets later this year