

# **GULF COAST ECOSYSTEM RESTORATION COUNCIL**

## **STANDARD OPERATING PROCEDURES**



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## CHAPTER 1 - GENERAL

**Section 1.1 – Purpose.** The Gulf Coast Ecosystem Restoration Council (“the Council”) establishes these standard operating procedures as current, internal Council policy. Under the Resources and Ecosystems Sustainability, Tourist Opportunities, and Revived Economies of the Gulf Coast States Act of 2012 (“the Act”), the Council is responsible for allocating funding from the Gulf Coast Restoration Trust Fund to undertake projects and programs to restore and protect the natural resources, ecosystems, fisheries, marine and wildlife habitats, beaches, coastal wetlands and economy of the Gulf Coast region.

**Section 1.2 – Reserved Powers.** The Council may amend, suspend, waive, or revoke these procedures. A quorum constituting a majority of both Federal and State Council members must be present for any decision involving amendment, suspension, revocation, or waiver of these procedures. The Council will strive to reach general concurrence (meaning the lack of an express objection from a Council member) before amending, suspending, revoking, or waiving these procedures. If general concurrence cannot be reached, the affirmative vote of the Chairperson and at least three State members is required to amend, suspend, revoke, or waive these procedures. Any delegation of Council authority not specifically contained in these procedures must be in writing and approved by the Council.

**Section 1.3 – General Guidelines Authorization.** In accordance with specific authorizations and delegations made elsewhere in these procedures, the Council may approve or amend any regulations and/or guidelines implementing Council policy as necessary for the effective administration of the Council and its programs.

**Section 1.4 – Limitation.** These procedures set out internal operating policies and processes for the Council. They are not intended to, and do not, create any right or benefit, substantive or procedural, enforceable at law or in equity by any party against the United States or a member State, or the departments, agencies, entities, officers, employees, or agents thereof, or any other person.

## CHAPTER 2 – COUNCIL STRUCTURE AND FUNCTION

**Section 2.1 – Composition of Council.** In accordance with the Act, the Council shall consist of the Secretary of the Army, the Secretary of Commerce, the Secretary of the Interior, the Secretary of Agriculture, the head of the Department in which the Coast Guard is operating, the Administrator of the Environmental Protection Agency, the Governor of the State of Alabama, the Governor of the State of Florida, the Governor of the State of Louisiana, the Governor of the State of Mississippi, and the Governor of the State of Texas. Any reference to “Secretary” or “Secretaries” in these procedures includes the Administrator of the Environmental Protection Agency unless otherwise indicated.

- a. State Alternates.** A Governor appointed to the Council by the President may designate an alternate to represent the Governor on the Council and perform the functions of a Council member. A State Alternate may act as the State member for purposes of these procedures.
- b. Federal Designees.** A Federal member may designate an alternate at the level of the Assistant Secretary or the equivalent to represent the Department or agency on the Council and perform the functions of a Council member. A Federal Designee may act as the Federal member for purposes of these procedures.
- c. Designation Procedures.**
  1. Each Governor or Secretary who chooses to designate an alternate shall file with the Executive Director the name of the person appointed by him/her as his/her alternate or designee. Any reference to a “Council member” or “member” in these procedures includes designated alternates. Any reference to the “Chairperson” includes the Chairperson’s designated alternate.
  2. In the event of any change in alternate or designee, the Governor or Secretary making the change shall furnish written notice of the change to the Executive Director.
  3. Notice of designation and changes in designation will take effect upon filing notice with the Executive Director, unless the terms of the notice dictate otherwise.

**Section 2.2 – General Powers and Duties.** The functions, responsibilities, and duties of the Council are described in the Act. The Act authorizes the Council to take a number of specific actions and, in general, to take such other actions and incur such expenses as may be necessary or appropriate to carry out its duties. The functions, responsibilities, and duties of the Council include:

- a.** Expending funds made available from the Gulf Coast Restoration Trust Fund to undertake projects and programs, using the best available science, that would restore

and protect the natural resources, ecosystems, fisheries, marine and wildlife habitats, beaches, coastal wetlands, and economy of the Gulf Coast region;

- b.** Developing a Comprehensive Plan, and future revisions thereto, at least every five years;
- c.** Identifying projects that were authorized prior to the enactment of the Act but not yet commenced, and that, if implemented quickly, would restore and protect the natural resources, ecosystems, fisheries, marine and wildlife habitats, beaches, barrier islands, dunes, and coastal wetlands of the Gulf Coast region;
- d.** Establishing one or more advisory committees as may be necessary to assist the Council;
- e.** Collecting and considering scientific and other research associated with restoration of the Gulf Coast ecosystem, including research, observation, and monitoring carried out pursuant to sections 1604 and 1605 of the Act;
- f.** Developing standard terms and provisions to include in contracts for projects and programs awarded pursuant to the Comprehensive Plan that provide a preference to individuals and companies that reside in, are headquartered in, or are principally engaged in business in a Gulf Coast State;
- g.** Preparing an integrated financial plan and recommendations for coordinated budget requests for the amounts proposed to be expended by Federal agencies represented on the Council for projects and programs in the Gulf Coast States;
- h.** Preparing and submitting to the Congress an annual report that summarizes the policies, strategies, plans and activities for addressing the restoration and protection of the Gulf Coast region, including any information that is required to be reported by the Act. The Council shall submit such report no later than July 1 of each year;
- i.** Establishing an Oil Spill Restoration Impact Allocation formula by regulation that is based on a weighted average of criteria in 33 U.S.C. § 1321(t)(3)(A)(ii) and is used to disburse 30 percent of the total amount made available from the Gulf Coast Restoration Trust Fund in accordance with approved State Expenditure Plans; and
- j.** Approving or disapproving, within 60 days of receipt, any State Expenditure Plan submitted to the Council in accordance with the Act that provides for expenditures of funds available to the Gulf Coast States pursuant to the Oil Spill Restoration Impact Allocation formula for projects, programs, and activities that will improve the ecosystems or economy of the Gulf Coast region and meets the criteria set forth in 33 U.S.C. § 1321(t)(3)(B).

## **Section 2.3 – Chairperson.**

**Section 2.3.1 – Selection and Term.** In accordance with the Act, the State members shall select one Federal member to serve as Chairperson of the Council and recommend this selection to the President. There is no term limit on the position of Chairperson. On an annual basis, the State members will conduct a review of the Chairperson. In so doing, the Steering Committee State Co-chair will seek input from other Council members. Any State member may move to nominate a new Chairperson at a Council meeting. A quorum consisting of at least three State members must be present to vote on the motion. An affirmative vote of at least three State members is required to nominate a new Chairperson and send the recommendation to the President.

**Section 2.3.2 – Duties of the Chairperson.** Other than those powers specifically reserved to the Chairperson by the Act, the Council delegates the following duties to the Chairperson to act on its behalf. The Chairperson may, in turn, delegate, as appropriate, such duties in writing:

- a. Seek to resolve internal issues or disputes reported to it by any member or the Executive Director;
- b. Working in consultation with the Council, serve as the responsible Federal official for the appointment of the Executive Director. This duty may be delegated consistent with Federal law;
- c. Evaluate the performance of the Executive Director. In so doing, the Chairperson will seek input from other Council members and the Steering Committee. This duty may be delegated consistent with Federal law;
- d. Serve as the presiding officer at Council meetings and rule on questions of order, subject to appeal to the Council;
- e. Lead the Council in its deliberations and the exercise of its duties;
- f. In conjunction with the Council and/or Steering Committee, provide administrative oversight of the Executive Director;
- g. Serve as a spokesperson for the Council; and
- h. Take such other actions and perform other functions as the Council may deem appropriate.

## **Section 2.4 – Committees and Working Groups.**

**Section 2.4.1 – Establishment.** The Council from time to time may establish standing committees, ad hoc committees, or working groups consisting of such members as the Council deems advisable to assist it in carrying out its functions. The Council shall make available appropriate professional and supporting personnel, if necessary, to assist committees or working groups in performing their duties.

**Section 2.4.2 – Steering Committee.**

**a. Establishment.** The Council hereby establishes a Steering Committee composed of at least one representative from each Council member.

**b. Members.** Council members may choose to serve on the Steering Committee themselves, or designate one representative to serve on the Steering Committee. Each Council member shall designate in writing to the Executive Director a primary representative and alternates to the Steering Committee. In the event of any change, the Governor or Secretary shall furnish written notice thereof to the Executive Director and such notice shall take effect upon or after such filing in accordance with its terms.

**c. Steering Committee Co-chairs.** The Steering Committee shall be co-chaired by the Chairperson (or the Chairperson's representative) and a State member (or the State member's representative). The State-member Co-chair will rotate on an annual basis among the State members beginning January 1, 2015, as follows: Alabama, Mississippi, Florida, Louisiana, and Texas.

**d. Functions.** The general authority and responsibilities of the Steering Committee are:

1. Establish committees or working groups to carry out the work of the Council;
2. Draft and revise plans, reports, and rules required by the Act and present such drafts to the Council for approval;
3. Provide general program and policy advice to the Council and/or direction to the Executive Director;
4. Provide oversight of program implementation and administration to ensure conformance with applicable laws, regulations, and Council policies and work products, including the Comprehensive Plan;
5. Interpret Council policies;
6. Provide input to the Chairperson on the performance of the Executive Director and provide input on the performance of Council staff to Executive Director;
7. Promptly review and, as appropriate, approve requests from the Executive Director to spend or commit to an expenditure, including expenditures related to obtaining the services of experts or consultants necessary to assist the Council, of more than \$100,000; and
8. Take such other actions and perform other functions as the Council may delegate.

**e. Limitations.** Any re-delegation of authority by the Steering Committee must be in writing and approved by the Council.

**Section 2.4.3 – Compensation and Human Resource Committee.** The Council shall appoint a Compensation and Human Resources Committee including no fewer than three members of the Council and the Executive Director, except that the Executive Director will not participate in Committee discussions or deliberations regarding annual salary for

the Executive Director position. The Compensation and Human Resources Committee will:

- a. Review and revise for Council approval, as necessary, a staffing plan for Council staff, including an organizational chart and designation of certain positions as senior staff positions, including any Senior Executive Service position(s) and the General Counsel;
- b. Review applicants for and make recommendations to the Council regarding appointment (or removal) of personnel for senior staff positions;
- c. Assist the Council in establishing and reviewing the Council's compensation policies and procedures to ensure that they are fair and equitable to employees and to provide appropriate stewardship of Council human and financial resources; and
- d. Determine reasonable annual salary for the Executive Director and other senior staff positions and make recommendations to the Council.

**Section 2.4.4 – Audit Committee.** The Council shall appoint an Audit Committee including no fewer than three members of the Council, the Executive Director and the Chief Financial Officer. The Audit Committee will:

- a. Ensure that the Council's internal control program achieves the objectives of Sections 2 and 4 of the Federal Managers' Financial Integrity Act (FMFIA) and OMB Circular A-123 *Management's Responsibility for Internal Control*;
- b. Ensure the Council's operations comply with approved programs and policies;
- c. Provide oversight of the Council's response to audit findings and recommendations;
- d. Provide a direct channel of communication between the Council and the Council's independent auditors; and
- e. Report its findings directly to the Council at appropriate intervals but not less frequently than annually.

**Section 2.4.5 – Standing Working Groups.**

- a. **Establishment.** The Steering Committee is authorized to establish working groups as needed for the purpose of researching and considering specific topic areas and presenting recommendations. Council staff will support each working group.
- b. **Members.** Each Council member may designate one or more representatives to each working group. The Steering Committee, in its discretion, may allow the Department of Justice and Department of Treasury to participate in any working group.

## CHAPTER 3 – COUNCIL STAFF

**Section 3.1 – General Staffing.** Decisions to staff positions and functions will be consistent with a staffing plan approved by the Council pursuant to Section 2.4.3.a. After adoption of these procedures, an individual appointed to the position of Executive Director shall not be a political appointment.

**Section 3.2 – Executive Director.** The Council staff shall have an Executive Director who shall be responsible for carrying out the administrative and fiscal functions of the Council, management of all Council staff and staff operations, and such other duties as the Council may assign and/or delegate. The Council Chairperson, working in collaboration with the Council, will be the responsible Federal official for the appointment and performance evaluation of the Executive Director.

### **Section 3.2.1 – Appointment.**

- a. With the occurrence of a vacancy in the position of Executive Director, the Council shall, by formal notice, declare the vacancy and establish a deadline for submission of applications for the position via established Federal hiring processes.
- b. The Council shall appoint a Nominating Committee, consisting of a representative of the Chairperson, and at least two other members or their representatives.
- c. The Nominating Committee, using procedures it determines to be appropriate, shall from among qualified individuals nominate as many applicants as it deems best qualified for the position and shall submit such nominations in a report to the Council.
- d. The Chairperson, after consultation with Council, shall appoint and employ an Executive Director from the nominations submitted to it by the Nominating Committee provided that the selected individual meets Federal requirements for occupying a career Senior Executive Service position.
- e. Nothing herein shall preclude the Council from appointing an Executive Director in an acting or temporary capacity.

**Section 3.2.2 – Removal.** The removal of an Executive Director will be carried out by the Chairperson or appropriate delegate(s), in consultation with the Council, consistent with Federal employment rules and regulations.

**Section 3.2.3 – Functions and Duties.** The Executive Director, under the general direction of and subject to policies and procedures prescribed and approved by the Council, is responsible for the administrative and fiscal operations of the Council and its staff. To carry out these responsibilities, the Council authorizes the Executive Director, subject to the limitations on authority in Section 3.2.4, to:

- a. Establish procedures for efficient administration of the Council staff, including development, promulgation, execution and oversight of staff-related

- policies, internal controls, and program responsibilities for the successful execution of Council duties;
- b.** Evaluate the performance of Council staff;
  - c.** Consult with the Steering Committee regarding performance evaluations of senior Council staff, as designated in a staffing plan approved pursuant to Section 2.4.3.a;
  - d.** Exercise responsibility for assigning and modifying day-to-day tasks and duties to Council staff;
  - e.** Plan, organize, direct, coordinate, and manage Council staff operations to accomplish the goals and objectives of the Act;
  - f.** Serve as a spokesperson on Council matters with external stakeholders, as appropriate;
  - g.** Manage Council funds in accordance with the principles and requirements set forth in these procedures;
  - h.** Through a warranted contracting officer, facilitate the negotiation, execution, and administration of contracts and leases for the administration of Council actions;
  - i.** Negotiate, execute, and administer interagency or intergovernmental agreements for the administration of Council actions;
  - j.** Negotiate, execute, and administer interagency agreements or grants to transfer funds pursuant to an approved Funded Priorities List, State Expenditure Plan, or Planning State Expenditure Plan;
  - k.** Provide regular and timely reports to the Council and the Steering Committee on activities of the Council committees and staff;
  - l.** Prior to transmission to the Executive Office of the President, Congress, or the public, prepare draft reports on Council activities for Steering Committee review, and recommendation for approval to the Council;
  - m.** Obtain the services of experts or consultants whether individuals or organizations, for the purpose of providing expert advice, technical or research assistance, or other necessary assistance for the Council;
  - n.** Provide notice to the public of any Council meeting that is open to the public and, as appropriate, other Council actions, including maintaining compliance with transparency requirements for Significant Actions (see Section 4.3);
  - o.** Prepare agenda and meeting materials for Council and Steering Committee meetings as described in Sections 4.1.2 and 4.4.3.a;
  - p.** Serve as the conduit for the submission of staff papers and materials to the Council;
  - q.** Support internal administration of the Council, including upon request of a Council member, develop written issue papers for deliberation and decision by the Council;
  - r.** Record and maintain minutes for all Council proceedings;
  - s.** Carry out the balloting process as described in Section 4.1.7;
  - t.** Maintain an official list of Council members and alternates or designees, members of the Steering Committee, and members of all other committees and working groups;
  - u.** Oversee and maintain the official repository of Council documents;

- v. Ensure prompt response to correspondence directed to the Council;
- w. Maintain records of Steering Committee actions and decisions;
- x. Publish the initial Comprehensive Plan and all future revisions in the Federal Register;
- y. Administer the Council's environmental compliance program and, upon approval by the Council, adopt and/or execute environmental compliance decision documents on behalf of the Council. The Executive Director may not delegate this authority to another staff member unless written approval is received from the Council;
- z. Maintain the required audit tracking system and respond to audit requests in a timely manner; and
- aa. Perform such other functions vested in the Council by the Act as may be delegated or assigned to him/her in writing by the Council or the Steering Committee.

**Section 3.2.4 – Direction to the Executive Director.** Direction to the Executive Director will come from the Council or the Steering Committee, through its Co-chairs, acting on behalf of the Council.

**Section 3.2.5 – Limitations on Authority.** The following limitations apply to the authority delegated to the Executive Director in these procedures:

- a. All actions and expenditures must be in accordance with the staffing plan and annual budget, as approved by the Council;
- b. The Executive Director must obtain written approval from the Steering Committee before spending or committing to an expenditure of more than \$100,000, including expenditures related to obtaining the services of experts or consultants necessary to assist the Council. The Steering Committee will promptly review and, as appropriate, approve such requests; and
- c. The Council may choose to limit specific duties or revoke a delegation of authority to the Executive Director when appropriate or necessary.

**Section 3.2.6 – Delegation to Staff.** The Executive Director may re-delegate or assign any and all duties listed above, in whole or in part, to Council staff, unless otherwise specified in these procedures. Any re-delegation or assignment is subject to the limitations in Section 3.2.4, above.

**Section 3.3 – Other Staff.** The Executive Director is authorized to appoint, employ, manage, and remove other Council staff in accordance with these procedures and a staffing plan and budget approved by the Council.

## CHAPTER 4 – BYLAWS

### Section 4.1 – Council Meetings.

**Section 4.1.1 – Location and Frequency of Council Meetings.** The Council will meet at the call of the Chairperson or a majority of the members, in person or by electronic or telephonic means, not less than once per year. In addition, the Council shall meet within sixty (60) days of receiving a State Expenditure Plan for review and approval. The Executive Director, in coordination with Steering Committee, shall arrange the time and location for each Council Meeting.

**Section 4.1.2 – Agenda and Meeting Documents.** The Executive Director shall prepare a proposed agenda for each meeting after consultation with the Steering Committee and the Steering Committee Co-chairs. The agenda shall include any item requested by a Council member. The agenda (and associated materials if requested) will be submitted to the Steering Committee Co-chairs for review and approval prior to distribution. The Executive Director shall transmit time and location information, the agenda, minutes from the previous meeting, and background materials concerning agenda items to all Council members and alternates at least seven (7) calendar days before each meeting. Items not appearing on the agenda may be considered by an amendment to the agenda with the general concurrence (meaning the lack of an express objection from a Council member) of all of the members.

- a. So that members may be fully informed before discussing or voting on items at a Council meeting, whenever possible, agenda items should be vetted by the Steering Committee before the Council meeting and should identify either the Steering Committee's recommendation for action or the specific points of disagreement among members' representatives.
- b. The Executive Director shall make Council meeting agendas available to the public on the Council website.

**Section 4.1.3 – Order of Business.** Unless otherwise provided by the Council, the order of business at each Council meeting shall be as follows:

- a. Roll call
- b. Review and approval of minutes of previous meetings
- c. Old business
- d. New business
- e. Adjournment

**Section 4.1.4 – Rules of Proceedings.** Except as otherwise specifically provided herein, the proceedings of the Council shall be governed by Robert's Rules of Order. The presiding member at any meeting may move, second, and debate from the chair, and he or she shall not be deprived of any right to vote or of any other right, power, or duty of a Council member by virtue of occupying the chair.

**Section 4.1.5 – Remote Participation.** Individual members of the Council may participate in Council meetings by any means of electronic or telephonic communication through which all members and other participants may simultaneously communicate with one another during the meeting. Members who participate in a meeting by such means shall be considered present for all purposes, including the presence of a quorum.

**Section 4.1.6 – Recording Votes by the Council.** The vote upon every motion or action at a meeting of the Council shall be entered in the minutes. The usual procedure will be to record the consensus of a majority of the States and the Chairperson. Any voting member may call for a recorded roll call on any vote.

**Section 4.1.7 – Action without a Meeting.** When requested by a Council member, any action, other than a Significant Action (see Section 4.3.1) or the recommendation regarding the designation of a Chairperson, that may be taken at a meeting of the Council, may be taken without a meeting if all members agree to vote by written ballot. The Executive Director will distribute the ballot to all members. The ballot shall set forth the proposed action(s) and provide an opportunity to specify approval or disapproval of each proposed action, a place for the member’s signature, and a reasonable time within which to return the ballot to the Executive Director. The affirmative vote of three States and the Chairperson to any action in a written ballot is required to approve the underlying action. The Council members’ approval or disapproval of any action by this method shall have the same force and effect as a vote by the Council member at a formal meeting of the Council.

**Section 4.1.8 – Minutes.** The Executive Director shall prepare and distribute to the Council members the minutes of each meeting as soon as practicable after the meeting. Minutes that are circulated before the meeting may be approved without reading at the meeting. Any member may require reading of minutes that are not distributed before the meeting.

## **Section 4.2 – Council Decision-Making – General.**

**Section 4.2.1 – Commitment to Collaboration and General Concurrence.** The Council is committed to collaboration and general concurrence in its decision-making and will strive to reach general concurrence among members as to actions it takes. As used in Section 4.2, “general concurrence” means the absence of an express objection from a Council member.

**Section 4.2.2 – Decision-Making.** In the event that general concurrence cannot be reached on a particular action, any voting Council member may call for a vote on that matter. Except as set forth in Section 4.3.4, a proposed action shall require the affirmative vote of the Chairperson and three State members to be effective.

**Section 4.2.3 – Delegation.** The Council may delegate any action other than a Significant Action to the Steering Committee or Executive Director as it determines

necessary or expedient. Any such delegation shall be in writing and shall clearly set forth the scope and/or limitations of the delegation.

**Section 4.2.4 – Quorum.** Except as provided in Section 4.1.7, three State members and the Chairperson shall be present for any Council vote.

**Section 4.2.5 – Proxy.** A Council member may designate a substitute to participate in a Council meeting for all purposes. A person designated to substitute for the member at the Council meeting shall present the Council with credentials of authority by letter, or other form of appointment acceptable to the Council, stating the scope or limitations of the individual's voting authority.

**Section 4.2.6 – Effective Date.** Unless otherwise specified by the Council, all Council actions shall take effect when adopted and remain in effect until superseded.

### **Section 4.3 – Council Decision-Making – Significant Actions.**

**Section 4.3.1 – Significant Actions.** These actions are reserved to the Council; nothing in these procedures is intended to delegate, or may be deemed to delegate, the following actions to any other person or entity. The following Council actions are Significant Actions:

- a. Approval of the Comprehensive Plan and revisions and updates thereto;
- b. Approval of State Expenditure Plans and revisions and updates thereto;
- c. Approval of reports to Congress required by the Act;
- d. Approval of transfers pursuant to 33 U.S.C. § 1321(t)(2)(E)(ii)(II);
- e. Approval and revision of the Council regulation establishing the formula required under 33 U.S.C. § 1321(t)(3); and
- f. Other Significant Actions as determined by the Council according to these procedures.

**Section 4.3.2 – Determination of Other Significant Actions.** A Council member may move to designate a Council action other than those specified in Section 4.3.1 as a Significant Action at a meeting or through the process delineated in Section 4.1.7. An affirmative vote of the Chairperson and three State members at a Council meeting is required to designate an action as a Significant Action.

**Section 4.3.3 – Significant Actions – Publication of Deliberations.** At least seven days before a vote on a Significant Action or matter determined to be a Significant Action pursuant to Section 4.3.2, the Council shall make available to the public all Significant Actions of the Council, including associated deliberations. The Council, at a minimum, shall post such materials on its website.

**Section 4.3.4 – Significant Actions – Affirmative Vote.** All Significant Actions of the Council, except votes pertaining to the approval of State Expenditure Plans, require the affirmative vote of the Chairperson and three State members to be effective. For

approval of State Expenditure Plans pursuant to 33 U.S.C. § 1321(t)(3)(B)(iv), the certification by a State member of the Council that the plan satisfies all requirements of 33 U.S.C. § 1321(t)(3)(B)(i) and (ii), when joined by an affirmative vote of the Federal Chairperson of the Council, shall satisfy the requirement for an affirmative vote.

**Section 4.3.6 – Significant Actions – Publication of Decisions.** The Council will make all final decisions on Significant Actions available on its website after the vote.

#### **Section 4.4 – Steering Committee Decision-Making.**

**Section 4.4.1 – Procedures.** The Steering Committee may establish processes and procedures, not inconsistent with Council policies and by-laws, to further the effective execution of its functions, and shall report on these processes and procedures to the Council at the next regular meeting following any such action.

**Section 4.4.2 – Decision-Making.** The Steering Committee will strive to reach general concurrence on all decisions, and the Co-chairs or the Co-chairs’ representatives will facilitate efforts to reach such general concurrence. If the Steering Committee cannot reach general concurrence on an issue or issues, the Executive Director shall present the issue to the Council for action. As used in this Section, “general concurrence” means the absence of an express objection from a Steering Committee member.

**Section 4.4.3 – Meetings.** The Steering Committee will, when practicable, meet at least once a month either in person or by electronic or telephonic means.

- a. Agenda.** The Executive Director, after consultation with and review by the Steering Committee Co-chairs, shall prepare an agenda for each meeting. The agenda shall include items chosen by the Executive Director or requested by a Council or Steering Committee member. The agenda (and associated materials if requested) will be submitted to the Steering Committee Co-chairs for review and approval prior to distribution. The Executive Director shall transmit time and location information, the agenda, and appropriate information and background materials concerning agenda items to all Steering Committee members at least five (5) calendar days before each meeting.
- b. Remote Participation.** Individual members of the Steering Committee may participate in meetings of the Committee by any means of electronic or telephonic communication through which all members and other participants may simultaneously communicate with one another during the meeting.
- c. Record of Action.** The Executive Director shall create a record of actions and decisions of the Steering Committee.