



USGBC POLICIES AND PROCEDURES FOR COMMITTEES

Committees are the core of USGBC programs for crafting voluntary, market-based guidelines for designing, constructing and operating green buildings and for carrying out other work of the Council. The following policy guidance and procedures applies to all “core” committees of the Council as defined below. Certain reporting functions are particularly relevant for those of the LEED program including the Steering Committee and all technical advisory groups. These policies aim to provide consistency and accountability within committees and a means for engaging the membership. A guide to meeting minutes is also attached.

1. **Maintenance of Policies** - These policies are prepared, maintained and revised by the Executive Committee of the USGBC, subject to Board approval. These policies pertain to all standing USGBC committees unless their charters specifically provide otherwise. Task forces, or short-term working groups of limited duration, are not subject to these policies.
2. **Formation of New Committees**
 - 2.1. Charter - A title and charter will be developed for any proposed committee and forwarded to the Executive Committee for approval. The Executive Committee will direct that a committee be balanced before commencing its work.
 - 2.2. Announcement – The formation of any new committee will be announced in the member newsletter and posted on the website.
 - 2.3. Upon formation, a listserv will be set up on the members’ only side of the website for the correspondent committee and an email address on the public side (for LEED committees) for interested non-members to receive postings from the committee.
3. **Structure**
 - 3.1. **Size** – Each committee will have no less than 7 and no more than 11 core members. Within this range, the committee size will be specified in the charter. An odd number of core members is required. Nonmembers may be invited to the core committee on a case-by-case basis should their expertise and perspective be considered necessary by the committee Chair and Executive Committee.
 - 3.2. **Balance** – The Council will strive to involve different types of members in the discussions and consideration of proposed rating criteria and as appropriate for the nature of criteria being considered. A minimum of 5 member categories must be represented on all committees. Some committees may need to be excepted from this policy by the Executive Committee, according to unique committee needs and purposes. (Example: TSAC has a unique charter which requires technical expertise rather than market representation.)
 - 3.3. **Membership** – Contractors (with the exception of faculty members) may not serve as members of committees for balloted rating systems to which they have a direct contractual relationship. Committee members who become contracted to a balloted rating system committee after beginning their term must vacate their committee seat on that committee within 30 days. Individuals may serve on a maximum of two committees at any one time. Any one member company or organization may not have more than one representative on any one committee and may have representatives on a maximum of five committees at any one time. Steering committees may have no more than three representatives from any one member company or organization.

- 3.4. **Appointments** – at least 2 and no more than 50% of core members will be appointed by the USGBC Board Chair. A minimum of one core committee member must be a USGBC Board member, and it is recommended that be the Chair or Vice-chair. The committee Chair and Vice-chair will always be appointed by the Board Chair in consultation with the Executive Committee. For the LEED Steering Committee, either the Chair or the Vice-chair must be a Council Board member.
- 3.5. **Core Committees** – USGBC committees will be composed of a core working committee and a larger members-only corresponding committee that may be unlimited in size. The core committee is responsible for recommending policies to the USGBC Board and providing policy oversight to relevant programs. The core committee will be composed of the committee chair and vice-chair, a secretary if no staff liaison serves in this capacity, other officers as needed and the additional core members.
- 3.6. **Corresponding Committees** - The corresponding committee is composed of any interested member who joins the corresponding committee by means of a listserv on the members' only side of the website. The corresponding committee will receive regular postings of minutes from core committee meetings and may submit comments to be considered by the core committee. Correspondents will also elect new members to vacant core committee seats aside from those appointed by the Council Chair. **Subcommittees** – Subcommittees may be set up by the LEED Steering Committee or other standing non-LEED committees, subject to Executive Committee approval and these committee policies.

4. Operations

- 4.1. **Terms** – Core committee terms will be set by the committee at no less than 1 and no more than 3 years, with term limits of no more than 6 years. For the LEED Steering Committee terms for the Chair and Vice-chair will be set at 2 years in order to provide optimum continuity.
- 4.2. **Officers** – All committees will have a Chair and Vice-chair, and a secretary if no Council staff liaison has been assigned to serve as secretary. (Current committees with Co-chairs will be allowed to transition the Co-chair to a Vice-chair position.)
- 4.3. **Succession** – It is desirable for each committee to adopt a succession process so that the the Vice-chair will succeed to the position of Chair upon the expiration of term or discharge of the Chair. The Board may require a succession policy for selected committees.
- 4.4. **Vacancies** – Vacancies will be filled by appointment from the committee chair until the term is up and elections can be held.
- 4.5. **Elections** - When a core committee seat is opened either because of the completion of a term or because a core committee member has been discharged, nominations will be taken from the corresponding committee. The committee officers will prepare the slate of candidates, and the correspondents will elect the new core committee member using online voting. In the interest of facilitating sound decision-making by potentially large corresponding committees, each candidate will submit a paragraph describing his/her qualifications and interests in core committee membership, and the entire slate of candidates and their descriptions will be posted to an online voting booth. The Council will facilitate this elections process.
- 4.6. **Discharge** –Members may be discharged from a committee by the chair as a result of violation of the Council's Conflict of Interest policy, lack of attendance of 1/3 of committee meetings, misconduct, resignation or no longer being employed by a member company.

- 4.7. **Corresponding Committee Comments** – Members of corresponding committees may submit comments on products in development and other projects to the respective core committee. Committees may set rules for the time frame and means by which a desire to comment may be expressed. Committees may limit comments to written comments or allow personal presentations, at their discretion, unless otherwise instructed by the Board.
- 4.8. **Public Openness and Transparency.** Notices about committee work will be posted to the public website of the USGBC, accessible to USGBC members and non-members. Here, notices of proposals to establish or change rating criteria or certification standards will be posted. Notice will also be given at initial stages of processes, such as Technical Charettes and Technical Advisory Group meetings (TAGs) with an equal opportunity for comment. Non-members may submit their views and comments on committee activities via email. Committees will not be required to respond to public comments.
- 4.9. **Meeting Minutes.** Written minutes should be taken at all committee meetings including steering committees, TAGs, technical committees, and membership meetings. In addition to standard reporting requirements (see attached guidelines), the minutes should record and reflect the technical basis for the rating criteria being considered. Meeting minutes will be regularly posted to the correspondent listserv for each committee. Minutes for committees working on product drafts may follow a standard template indicating who attended, the topic of discussion, and the time and date. While the detailed discussion of product development does not need to be recorded for every meeting, action items, decisions about process and determinations about standards should be recorded at the point whenever they are reached within the product development. Drafts of the product under development may be posted at intervals.
- 4.10. **Technical Quality.** LEED committee discussions and decisions should be grounded on technical and scientific considerations of the highest quality. To help ensure the technical soundness of LEED products and other supporting documents, the Council has created a Technical and Scientific Advisory Committee to provide an independent technical review process. Issues for consideration are either referred by the LEED Steering Committee or identified by the committee itself. (See separate section on TSAC).
- 4.11. **Public Statements** - All public statements from a committee shall be released through the USGBC Executive Committee.
- 4.12. **Expenses** - Expenditures for committee activities shall be within amounts fixed by the Board. Committees shall not pay salaries or professional fees to any committee officer. There may be special circumstances when committee members will be compensated for specific expenses, within the parameters of the budget set by the Board. No committee officer has the authority to execute any contract on behalf of the committee except for USGBC staff.
- 4.13. **Avoiding Conflict of Interest.** At all levels of decision-making in committees, persons casting votes and otherwise making decisions shall be aware of potential conflict of interest regarding the matter which is subject to the vote or decision. Committee members will be required to disclose any and all such conflicts pursuant to the Council conflict of interest policy
5. **Merger or Discharge** - Committees may be merged or discharged by the Executive Committee. This may occur if the purpose of the committee would be better served in another main committee, upon completion of the work for which the committee was established, or as a result

of inactivity. In the case of a merger, committee membership will be constituted anew when the merger is approved.

6. **TSAC** – The charter for this committee needs to be consulted for unique requirements which may exempt it from some of the above policies.

Minutes of Meetings

USGBC Committee minutes are required, permanent records of what occurs at a meeting and provide an account for those who cannot attend. They are an extremely important part of Council's business and, therefore, deserving of guidance to volunteers and staff responsible for taking meeting notes. The following guidance is drawn from the Association Law Handbook, Third Edition, published by the American Society for Association Executives.

- 1) Accurate minutes should be kept of each Council meeting.
- 2) Notes should indicate the time, date, and place of the meeting and a list of those attending.
- 3) If a quorum is required, it should be noted whether or not the quorum was present.
- 4) Minutes should record what was considered and accomplished at a meeting. They should NOT attempt to record each statement made or opinion expressed. Specifically, they should describe each motion report or request for action made at the meeting including the name of the person offering the same, any second and a note regarding the subsequent action. The total number of votes for, against, or abstaining should be recorded, but not the individual names for or against.
- 5) Early drafts of minutes and notes should not be retained in association files once the final draft of the minutes is prepared and distributed.
- 6) If tape recordings are made of meeting proceedings to assist in later preparation of minutes, the tapes should also be discarded after the final version of the minutes has been prepared and distributed.
- 7) Copies of the minutes should be distributed to those who attend the meeting, should be reviewed for accuracy by attendees with corrections noted, and should be retained in the Council's files.

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