

## *State, Local, Tribal, and Private Sector Policy Advisory Committee*

### *Bylaws*

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#### **Article 1. Purpose**

The State, Local, Tribal, and Private Sector (SLTPS) Policy Advisory Committee (PAC) serves as a forum to discuss SLTPS Program-related policy issues in dispute in order to facilitate their resolution, to otherwise recommend changes to policies and procedures in order to remove undue impediments to the sharing of information under the SLTPS Program, and to advise the Chair on all matters regarding access to classified national security information by SLTPS entities. The Chair will advise the President, the Secretary of Homeland Security, and affected executive branch agencies and departments as warranted.

#### **Article 2. Authority.**

Executive Order 13549, "Classified National Security Information Program For State, Local, Tribal, and Private Sector Entities" (the Order) establishes the SLTPS-PAC as an advisory committee acting through the Director, Information Security Oversight Office (ISOO), who serves as the Chair of the Committee. The framework for the Committee's membership, operations, and administration is set forth in the Order. The SLTPS-PAC is subject to the Federal Advisory Committee Act (FACA), the Freedom of Information Act (FOIA), and the Government in the Sunshine Act (GISA).

### **Article 3. Membership.**

A. **Primary Membership.** The Order provides that the Director of ISOO shall serve as Chair of the Committee and an official designated by the Secretary of Homeland Security (DHS) and a representative of SLTPS entities shall serve as Vice Chairs. Members of the Committee shall include designees of the heads of the executive branch departments and agencies named in the Order: the Departments of State, Defense, Justice, Transportation, and Energy, the Nuclear Regulatory Commission, the Office of the Director of National Intelligence, the Central Intelligence Agency, and the Federal Bureau of Investigation. The Order also provides that members shall include employees of other agencies and representatives of SLTPS entities, as nominated by any Committee member and approved by the Chair. The Committee's total membership shall be comprised of the Chair, the Vice Chairs, the representatives from the executive branch departments and agencies named in the Order and those nominated by the Committee and approved by the Chair, and the representatives of the SLTPS entities, the number of which shall not exceed the number of representatives of executive branch agencies and departments named in the Order. The non-Federal Government members serve to represent the concerns of the SLTPS entities as a whole, as described in B(2)(c), rather than their employing SLTPS entities. For purposes of federal ethics law, the non-federal members of the SLTPS-PAC have been determined to be "representatives" rather than "special government employees." Any federal employees who are appointed to the Committee must annually file a confidential financial disclosure report with NARA's Office of General Counsel (NGC) on or before the date of their first participation in a Committee meeting.

#### **B. Designations and Nominations.**

##### (1) Departmental and Agency Designations.

(a) The Chair will request the departments and agencies named in the Order to provide the names of the agency employees designated by their agency heads as SLTPS members.

(b) The DHS Vice Chair is designated by the Secretary of Homeland Security.

##### (2) Nominations.

(a) The Chair will solicit and accept nominations for Committee membership from members of the Committee for

(i) Employees of executive branch agencies not named in the Order and

(ii) Representatives of the SLTPS entities.

- (b) The non-federal members to the SLTPS-PAC will initially be nominated by the federal members, as the federal members are specified by the Order. Once there are non-federal members on the Committee, those members may nominate other persons.
- (c) The SLTPS nominees shall be drawn from diverse backgrounds in order to provide the perspectives of those SLTPS entities that currently have or may require access to classified information. Non-Federal Government members will be selected to represent the interests and perspectives of the following communities: state, local, and tribal governments; state, local, and tribal law enforcement and firefighting entities; public health and medical entities; regional, state, local, and tribal emergency management entities; and private sector entities serving as part of the nation's Critical Infrastructure/Key Resources – i.e., entities that ensure public and private preparedness and response efforts are integrated.
- (d) Although an SLTPS representative does not represent his or her specific organization, the Chair will solicit the approval of his or her organization's Chief Executive Officer/Senior Official to allow the nominated individual to serve on the SLTPS-PAC.
- (e) The non-Federal Government SLTPS Vice Chair is selected from among the members representing SLTPS entities by the majority of the members representing SLTPS entities, subject to the approval of the Chair.

**C. Verifications and Approvals.**

- (1) The Chair will confirm that the designees named by the agency heads are empowered through rank, position, or delegation to speak for their representative agencies and to represent them fully.
- (2) The Chair will review the nominations submitted by Committee members and approve the membership of suitable nominees.
- (3) Membership includes the responsibility of the member to attend SLTPS-PAC meetings personally as often as possible. However, an executive branch member may select one or more alternates, who may, with advance written notification to the Chair, serve for the member at meetings of the Committee when the member is unable to attend. An alternate so selected must be empowered by his or her agency to represent the agency fully and shall have all rights and authorities of the appointed member.
- (4) The National Archives and Records Administration (NARA) will ensure the Committee's composition does not violate President Obama's June 18, 2010, Presidential Memorandum on

“Lobbyists of Agency Boards and Commissions.” 75 Fed. Reg. 35.955 (Directing “heads of executive departments and agencies not to make any new appointments or reappointments of federally registered lobbyists to advisory committees or other boards and commissions...”)

- (5) ISOO and NARA’s Security Management Division will verify that members have been cleared for access to classified national security information and ensure that classified information utilized in association with a Committee meeting is managed in accordance with national policy (i.e., E.O. 13526, “Classified National Security Information.”)

**D. Term of Membership.**

- (1) The term of membership for executive branch representatives shall not expire, but agency heads will be requested to re-designate their representatives every four years.
- (2) The term of membership for SLTPS entity representatives shall be four years. An SLTPS entity representative may be re-nominated after his or her term expires.
- (3) When a Government or an SLTPS entity member is unable to serve his or her full term, or when, in the view of the Chair, a member has failed to meet his or her commitment to the SLTPS-PAC, a replacement shall be selected in the same manner as the original member. The new member will serve a four-year term.
- (4) Each representative's term of membership shall be conveyed by letter from the Chair.

**E. Security Clearance.** If it becomes necessary to hold a classified meeting, members and/or alternates in attendance must possess a current security clearance at or above the level of the meeting’s classification. Clearance certification shall be provided in advance of the meeting to the Chair by the employing or sponsoring agency.

**F. Compensation.** Federal Government employees serving on the Committee are not eligible for any form of compensation beyond that provided by their employing agencies. Representatives of SLTPS entities may be allowed travel expenses, including per diem in lieu of subsistence, as authorized by law for persons serving intermittently in the Government service, as funds are available. SLTPS members will make travel arrangements through Committee staff prior to the meeting and must submit travel vouchers to the Executive Officer, ISOO, within five days after each meeting.

**G. Observers.** Any SLTPS participating organization (Private sector or Government) may send observers to attend meetings of the Committee. Such observers will have no voting authority and will be subject to the same restrictions on oral presentations, as would any member of the public. As determined by the Chair, select observers may be permitted to attend closed meetings. SLTPS observers will not receive travel or per diem compensation.

#### **Article 4. Meetings.**

- A. **General.** The SLTPS- PAC will meet at least twice each calendar year as called by the Chair. As the situation permits, the Designated Federal Officer (DFO) (Article 6(b)) will canvass the membership in advance of the scheduling of meetings in order to facilitate attendance by the largest number of members. The Chair will also call a meeting when so requested by a majority of the voting members of the SLTPS-PAC. The Chair will set the time and place for meetings and will publish a notice in the Federal Register at least 15 calendar days prior to each meeting.
- B. **Quorum.** SLTPS-PAC meetings will be held only when a quorum is present. For this purpose, a quorum is defined as a simple majority of the Federal Government members, or alternates, and a simple majority of the SLTPS members.
- C. **Open Meetings.** Unless otherwise determined in advance, all meetings of the SLTPS-PAC will be open to the public. Once an open meeting has begun, it shall not be closed for any reason. However, if, during the course of an open meeting, matters that, if disclosed to the public would, in any member's estimation, be harmful to the interests of the Federal Government, SLTPS entities, or others, arise during discussions, the Chair shall order such discussion to cease and consult with NARA's Committee Management Officer and General Counsel regarding the appropriateness of a closed session in accordance with the GISA. All matters brought before or presented to the Committee during the conduct of an open meeting, including the minutes of the proceedings of an open meeting, shall be available to the public for review or copying.
- D. **Closed Meetings.** Meetings of the SLTPS-PAC will be closed only in limited circumstances and in accordance with applicable law. When the Chair has determined in advance that discussions during a Committee meeting will involve matters about which public disclosure would be harmful to the interests of the Federal Government, SLTPS Entities, or others, an advance notice of a closed meeting, citing the applicable exemptions of the GISA, will be published in the Federal Register. The notice may announce the full or partial closing of a meeting. Notices of closed meetings will be published in the Federal Register at least 15 calendar days in advance.
- E. **Agenda.** The Chair shall approve the agenda for all meetings. The Chair will distribute the agenda to the members prior to each meeting and will publish a brief outline of the agenda with the notice of the meeting in the Federal Register. Items for the agenda may be submitted to the Chair by any regular, or alternate, member of the Committee. Items may also be suggested by non-members, including members of the public. To the extent possible, all written recommendations for SLTPS or SLTPS directive/policy changes, whether or not they are placed on the agenda, will be provided to the Committee membership prior to the start of any scheduled

meeting. The Chair will advise the party making the recommendation what action was taken or is pending as a result of the recommendation.

- F. **Conduct of Meetings.** Meetings will be called to order by the Chair, following which the Chair or DFO will call the roll or otherwise take attendance and read or reference the certified minutes of the previous meeting. The Chair will then make announcements, ask for reports from subgroups or individual members (as previously arranged), open discussion of unfinished business, introduce new business, and invite membership comment on that business. Public oral comment may be invited at any time during the meeting, but most likely at the meeting's end, unless the meeting notice advised that written comment was to be accepted in lieu of oral comment. Upon completion of the Committee's business, as agreed upon by the majority of the members present, the meeting will be adjourned by the Chair.
- G. **Minutes.** The Committee's DFO shall prepare and certify minutes of each meeting within 90 calendar days of the meeting. Copies of the minutes will be distributed to each Committee member once certified. Minutes of open meetings will be accessible to the public, except for such item or items of discussion or testimony that are determined to contain information that may be withheld under subsection (c) of the GISA. The minutes will include a record of the persons present (including the names of committee members, names of staff, and the names of members of the public from whom written or oral presentations were made); a complete and accurate description of the matters discussed and conclusions reached; and copies of all reports received, issued, or approved by the Committee.
- H. **Public Comment.** Members of the public may attend any meeting, or portion(s) of a meeting that is not closed to the public and may, at the determination of the Chair, offer public comment during a meeting. The meeting announcement published in the Federal Register may note that oral comment from the public is excluded and in such circumstances invite written comment as an alternative. Also, members of the public may submit written statements to the Committee at any time.
- I. **Sub-Committee Meetings.** The Chair may establish a sub-committee(s), to include sub-groups or working groups. Each sub-committee shall brief the members of the SLTPS-PAC on its work, and any recommendations of a sub-committee shall be presented to the SLTPS-PAC for deliberation. The DFO shall be present at or shall ensure that an alternate is present at each sub-committee meeting.

**Article 5. Voting.**

When a decision or recommendation of the SLTPS-PAC is required, the Chair shall request a motion for a vote. Any member, or approved alternate of the SLTPS-PAC, including the Chair, may make a motion for a vote. No second after a proper motion shall be required to bring any issue to a vote.

- A. **Voting Eligibility.** Only the Chair and the appointed voting members, or their designated alternates, may vote on an issue before the Committee.
- B. **Voting Procedures.** Votes shall ordinarily be taken and tabulated by a show of hands.
- C. **Reporting of Votes.** The Chair will report to the Secretary of Homeland Security, Executive Agent of the SLTPS program, or other Government officials the results of Committee voting that pertain to the responsibilities of that official. In reporting or using the results of SLTPS-PAC voting, the following terms shall apply:
  - (1) Unanimous Decision. Results when every voting member, except abstentions, is in favor of, or opposed to, a particular motion;
  - (2) Government and SLTPS Consensus. Results when two-thirds of those voting, including two-thirds of all Government members and two-thirds of all SLTPS members, are in favor of, or are opposed to, a particular motion;
  - (3) General Consensus. Results when two-thirds of the total vote cast are in favor of, or are opposed to, a particular motion;
  - (4) Government and SLTPS Majority. Results when the majority of the votes cast, including a majority of all Government members and a majority of all SLTPS members, are in favor of or are opposed to a particular motion;
  - (5) General Majority. Results when a majority of the total votes cast are in favor of or are opposed to a particular motion.

**Article 6. Committee Officers and Responsibilities.**

- A. **Chair.** As established by the Order, the Committee Chair is the Director, ISOO. The Chair will:
  - (1) Call meetings of the full Committee;
  - (2) Set the meeting agenda;
  - (3) Determine a quorum;
  - (4) Open, preside over, and adjourn meetings; and
  - (5) Recommend DFO certification of meeting minutes.

**B. Vice Chairs.** The DHS Vice Chair and the SLTPS Vice Chair will:

- (1) Ensure that the Committee is taking up issues of concern, respectively, to DHS, as the executive agent for the SLTPS program, and to the SLTPS community;
- (2) Provide guidance to the Chair;
- (3) Submit discussion points for meeting agenda;

**C. Designated Federal Officer (DFO).** The FACA requires each advisory committee to have a DFO and an alternate, one of whom must be present for all Committee meetings. The Associate Director, Operations and Industrial Security, ISOO, and the Senior Program Analyst, Operations and Industrial Security, ISOO, are, respectively, the DFO and alternate for the SLTPS-PAC. The DFO need not be present at meetings of two or more Committee members convened solely to gather information, conduct research, or analyze relevant issues and facts in preparation for a meeting of the Committee; to draft position papers for deliberation by the Committee; or at meetings of two or more Committee members convened solely to discuss administrative matters of the Committee or to receive administrative information from a Federal officer or agency. The DFO shall be responsible for

- (1) Notifying members of the time and place for each meeting;
- (2) Recording the proceedings of all meetings, including subgroups or working group activities that are presented to the full Committee;
- (3) Maintaining the roll;
- (4) Preparing the minutes of all meetings of the full Committee, including subgroups and working group activities that are presented to the full Committee;
- (5) Attending to official correspondence;
- (6) Maintaining official Committee records and filing all papers and submissions to the Committee, including those items generated by subgroups and working groups;
- (7) Acting as Committee Treasurer to collect, validate, and pay all vouchers for preapproved expenditures presented to the Committee;
- (8) Preparing a yearly financial report;
- (9) Ensuring that minutes of the meeting are certified within 90 calendar days of the meeting;  
and
- (10) Preparing and filing the annual Committee report as required by the FACA.

D. **Committee Staff.** The staff of the ISOO shall serve as the SLTPS-PAC staff on an as-needed basis, and shall provide all services normally performed by such staff, including assistance in the fulfilling of the functions of the DFO. NARA General Counsel will provide ethics program support to the Committee.

#### **Article 7. Documents.**

Documents presented to the Committee by any method at any time, including those distributed during the course of a meeting, are part of the official Committee files, become agency records within the meaning of the FOIA, and are subject to the provisions of that Act. Records of the Committee will be maintained by ISOO, NARA. Committee records will be available for public inspection and copying, subject to the FOIA. (To obtain access, contact ISOO on 202-357-5250 or via [isoo@nara.gov](mailto:isoo@nara.gov).) Documents originating with agencies of the Federal Government shall remain under the primary control of such agencies and will be on loan to the Committee. Any FOIA request for access to documents originating with any agency shall be referred to that agency. Documents originating with SLTPS entities that have been submitted to the SLTPS-PAC during the course of its official business shall also be subject to request for access under the FOIA. Proprietary information that may be contained within such documents should be clearly identified at the time of submission.

#### **Article 8. Committee Expenses and Cost Accounting.**

To the extent of appropriated funds available for these expenditures, committee expenses will be borne by ISOO. Cost accounting will be performed by the Committee's DFO. Expenditures by the Committee or any subgroup or working group must be approved in advance by the Chair or the DFO.

#### **Article 9. Amendment of Charter and Bylaws.**

Amendments to the Charter and Bylaws of the Committee must conform to the requirements of the FACA and the Order and be agreed to by two-thirds of the Government members or alternates and two-thirds of the SLTPS members. Confirmed receipt of notification to all Committee members must be completed before any vote is taken to amend either the Charter or Bylaws. The amended Charter will be effective when it is approved by the Archivist and filed according to FACA requirements. The amended Bylaws will be effective when approved by the Chair.