

Environmental Management Advisory Board (EMAB)
Bylaws
June 2021

PREAMBLE

The Environmental Management Advisory Board (EMAB or Board) is a federally-chartered advisory board that must operate within the bounds of the Federal Advisory Committee Act (FACA). These Bylaws describe the procedures to be used by the EMAB in performing its duties, and the responsibilities of the members. The functions of the Board are described in the EMAB Charter.

The Board provides advice and recommendations to the Assistant Secretary for Environmental Management (EM) concerning issues affecting the Department of Energy's (DOE) EM program. Activities include advising on corporate issues relating to site cleanup and risk reduction of the EM program including, but not limited to, project management and oversight, cost/benefit analyses, program performance, human capital development, and contracts and acquisition strategies.

Bylaws provide details on the requirements, responsibilities, processes, and procedures for the operation, of EMAB and its obligations under FACA and applicable federal regulations and DOE requirements. Any ambiguities in the following should be resolved in such a way as to support those objectives.

1. APPOINTMENT OF MEMBERS

- 1.1 The Assistant Secretary for EM recommends candidates for EMAB membership. The Secretary of Energy officially appoints, reappoints, and terminates members as appropriate.
- 1.2 The EMAB may consist of up to 20 members. Total membership may fluctuate during recruitment activity periods due to transition and orientation time for incoming/outgoing members.
- 1.3 Board member appointments are staggered so that at least one-third of the membership is retained for continuity.
- 1.4 Board membership shall reflect diversity of viewpoints. The criteria used to evaluate candidates include education and experience, demonstrated skill in nuclear matters, availability to serve, and possible conflicts of interest.
- 1.5 Members are appointed for two-year terms that may be renewed.
- 1.6 A member may be appointed as a Representative member or as a Special Government Employee. Representative members are appointed to represent the point of view of a particular group or interest. Special Government Employees are appointed to provide independent judgment based on their individual expertise. Special Government

Employees must follow additional guidelines, which include an annual ethics briefing and completion of financial disclosure information.

2. APPOINTMENT OF OFFICERS

- 2.1 The Assistant Secretary for Environmental Management (or designee) will select the Chair and Vice Chair of EMAB.
- 2.2 The terms of the Chair and Vice Chair will be one year from the day of appointment. The Assistant Secretary for Environmental Management (or designee) has the option to renew the Chairs for additional terms.
- 2.3 The Chair makes the following commitments:
 - To ensure that all Board members have the opportunity to express their viewpoints for consideration by the Board;
 - To serve as a liaison to the Designated Federal Officer (DFO) and other DOE EM staff on behalf of the Board;
 - To certify the accuracy of all Board meeting minutes;
 - To sign recommendations passed by the Board; and
 - To serve as the Board's primary contact.
- 2.4 The Chair shall be the primary spokesperson for the EMAB and will coordinate with the DFO in advance all speaking and professional engagements in which he/she will be participating on behalf of the EMAB. EMAB members may not represent or speak on behalf of the board during public events or in written materials without permission from the board Chair and coordination with the DFO.
- 2.5 In the absence of the Chair, the Vice Chair shall serve as Chair; and in the absence of the Vice Chair, the immediate past Chair, if that person still serves on the Board, shall serve as Chair of the Board Meeting. If none of these persons are present, the DFO is authorized to lead meetings.

3. CONDUCT OF MEMBERS

EMAB members make the following commitments:

- 3.1 To regularly attend meetings. Any member who fails to attend two (2) regular Board meetings without an excused absence, or does not attend a minimum of 50% of the regularly scheduled meetings or conference calls in any two-year period (regardless of excused or unexcused status), may be removed from the Board;
 - An absence is excused if written notice is provided to either the DFO or the federal coordinator prior to the scheduled meeting.

- The notice of absence must be provided in writing for each individual absence.
 - A member must attend at least two-thirds of any meeting to be considered present for that meeting.
- 3.2 To abide by the terms and conditions of the EMAB Charter, FACA, the DOE Advisory Committee Management Manual, and all governing documents, as well as these Bylaws;
 - 3.3 To review and comment on DOE EM issues and documents within their scope, and to submit timely recommendations to DOE EM;
 - 3.4 To be available for subcommittee work between Board meetings, and to participate fully in the affairs of the Board;
 - 3.5 To work collaboratively and respectfully with other Board members and liaisons;
 - 3.6 To represent accurately all matters before the Board;
 - 3.7 To show respect to each other, DOE EM, and the public.

4. CHARGES/TOPICS

- 4.1 EMAB may only provide recommendation and advice that is within the scope of the charter.
- 4.2 DOE EM will offer charges to the Board that identify topics DOE EM would like recommendations/advice on.
- 4.3 EMAB members may also propose charge topics to the DFO for consideration. The DFO is responsible for ensuring the proposed topics are within the scope of the Charter and are supported by DOE EM.

5. CONDUCT OF MEETINGS

- 5.1 The scheduling and conduct of EMAB Full Board meetings will be in accordance with FACA, as amended, implementing DOE rules and regulations, and other relevant Federal regulations.
- 5.2 DOE, and by extension, Board members have the responsibility to make available to the public, consistent with the requirements of FACA and the Freedom of Information Act, the information on which its final decisions and reports are based.

- 5.3 Final decisions resulting in recommendations to DOE EM shall only be made when a quorum is present and the meeting is properly noticed. Should one or more members be unavailable for compelling reasons (such as extended incapacity or recusal), the current membership shall be regarded as reduced accordingly.
- 5.4 The Board may utilize a neutral third-party facilitator to assist in accomplishing its mission; in all instances, the facilitator will operate in a completely neutral, balanced, and fair manner.
- 5.5 Upon passage by the Board, recommendations will be signed by the Chair and conveyed to DOE EM in writing through the DFO within fifteen (15) calendar days.

The Board may only make recommendations or give advice when considered by the Full Board during a FACA compliant meeting and the subject must be within the scope of its functions as set forth in the charter.

6. FULL BOARD MEETINGS

A Full Board meeting is defined as a meeting of a quorum of the Board with the intent to discuss topics which will result in recommendations and advice to DOE EM.

- 6.1 Regular meetings of the Full Board will be held semiannually, or as deemed appropriate by the Assistant Secretary of Environmental Management or the Designated Federal Officer (DFO).
- 6.2 A quorum of the Board must be present to conduct a Full Board meeting. A quorum consists of a majority (one more than one half) of the members.
- 6.3 The EMAB will not hold any meeting (Full Board or sub-committee) in the absence of the DFO. If the DFO is unable to attend a scheduled meeting, the DFO must designate, in writing, a DOE EM employee who must attend the meeting and assume the DFO's responsibilities.
- 6.4 All Full Board meetings must be open to the public and advertised in the Federal Register unless permission is granted following the Federal Advisory Committee Act (FACA) guidance.

7. SUB-COMMITTEE MEETINGS

A sub-committee is defined as a sub-set of the Full Board that contains less than a quorum of the board.

- 7.1 Sub-committees must be established by the Full Board or DOE and can be used to develop draft recommendations and advice.
- 7.2 All draft recommendations and advice developed by sub-committees must be brought to the Full Board for thorough discussion, deliberation, and voting prior to distribution to DOE EM.
- 7.3 Per FACA, sub-committee meetings do not have to be open to the public and are not subject to FACA.
- 7.4 Official meeting minutes are not required but a synopsis of the sub-committee meeting may be produced by EMAB staff.

8. MEETING AGENDA AND MINUTES

- 8.1 In consultation with DOE EM and EMAB leadership, EMAB staff will develop draft agendas, meeting minutes and other required/requested services. Meeting agendas must be approved by the DFO.
- 8.2 Items that require Board review and comments, and DOE EM specific requests will receive high priority on the agenda. Information items, and items of general interest, may be placed on the agenda subject to the availability of time.
- 8.3 Issues may come to the attention of the Board through a variety of mechanisms, including self-generation. All topics discussed must be within the scope of the board as described within the charter of the board.
- 8.4 Minutes will be kept by board staff, distributed to members for their review, certified by the Chair and then made available to the public within 45 days of the meeting.

9. DECISION MAKING

- 9.1 All final recommendations, other than changes to these Bylaws and administrative decisions, are made at Full Board meetings.
- 9.2 Recommendations shall be approved by majority vote of the Full Board. A minority report may be included in the recommendation.
- 9.3 When a topic or issue comes before the Board that may result in a recommendation, the Chair may refer the work to a subcommittee to develop the draft recommendation.
- 9.4 Recommendations to be considered by the Board shall be processed in the following manner:

- Proposed recommendations must be meaningfully deliberated during public meetings of the Full Board. Information and diverse perspectives will be discussed and exchanged by the Full Board.
 - Upon passage by the Board, recommendations will be signed by the Chair and conveyed to DOE EM in writing through the DFO within fifteen (15) calendar days.
- 9.5 Recommendations should be addressed to the Assistant Secretary for Environmental Management (or designee).
- 9.6 Any product of the Board such as position, reports, advice, or recommendations given to DOE EM must be subject to approval by the full Board in final format form before distribution to DOE EM.
- 9.7 Voting via e-mail may be used for solely administrative matters.

10. PUBLIC PARTICIPATION IN MEETINGS

- 10.1 The conduct of EMAB committee meetings must be in accordance with the FACA statute, applicable federal regulations, and DOE requirements. EMAB Full Board meetings will be open to public attendance, except for those portions in which matters are to be discussed that are exempt from public disclosure under FACA or other appropriate rules or statutes.
- 10.2 Public attendance must be on a first-come, first-served basis up to the reasonable and safe capacity of the meeting or other medium.
- 10.3 A minimum of 15 minutes must be allotted during each open meeting for the presentation of public comment.
- 10.4 Questioning of the Board members or participants by the public is not permitted except with the approval of the DFO and chairperson.
- 10.5 Active participation in the meeting is normally confined to:
- Members of the Board
 - DOE EM staff
 - DOE EM consultants and contractors, or others assisting the Board, as needed
 - Members of the public and other stakeholders in accordance with FACA during designated public comment periods

- 10.6 Contacts with the media concerning coverage of meetings will be coordinated with the EM Office of External Affairs in collaboration with DOE Public Affairs.

11. CONFLICT OF INTEREST

- 11.1 A “conflict of interest” exists when a Board member’s participation in any meeting, study, recommendation, or other EMAB activity has a direct and predictable effect on the companies, organizations, agencies, or other entities with whom the member of a member’s spouse, minor child, or general partner is personally associated or in which a member has a financial interest. This is designed to ensure the integrity of the EMAB and the credibility of its work product.
- 11.2 SGE members are subject to and must comply with all applicable Federal statutes and regulations regarding conflicts of interest. Representative members are required to recuse themselves from participation in any meeting, study, recommendation, or other EMAB activity that would have a direct and predictable effect on the companies, organizations, agencies, or other entities with which they are associated or in which they have a financial interest
- 11.3 All questions concerning conflict of interest shall be referred to the DFO, who must confer with the DOE Office of the General Counsel for resolution.
- 11.4 If a member feels that he or she may have a conflict of interest with regard to a subject to be addressed by the Board, the member should mention it as early as possible, but in any case before the member participates in the discussion. The Committee will comply with all applicable laws and EM regulations.
- 11.5 Recusals shall be stated for the record and meeting minutes shall reflect all recusals.

12. BUDGET

- 12.1 DOE EM retains fiscal responsibility for the Board. Funding amounts will be determined by DOE EM yearly, based on the Board’s charter and funding availability.
- 12.2 Board members will serve without compensation but may be reimbursed for travel expenses related to the work of the Board and meeting attendance.
- 12.3 Board members are required to follow all applicable DOE travel rules and procedures and applicable federal travel regulations.

- 12.4 Travel to out-of-town meetings (other than those at which the Chair and/or the Vice Chair are expected to attend) may be offered to those members (as determined by the DFO) who are specifically engaged in topics pertinent to the meeting subject.
- 12.5 Requests for travel shall be submitted to the DFO in writing or via email.
- 12.6 Board members must submit receipts for lodging, transportation (or actual mileage for personal vehicle), and other reimbursable expenses within 10 days of completion of travel.

13. AMENDMENTS

- 13.1 DOE or any member of the Board may propose an amendment to these Bylaws.
- 13.2 The proposed amendment must be reviewed by DOE to ensure it is in alignment with existing regulations and policies. The DFO is responsible for leading this review and providing copies of the proposed amendments to the CMO and GC for review and concurrence before implementation.

References:

[EMAB Charter](#)

[FACA](#)

[DOE Advisory Committee Management Manual](#)