

By-Laws
Office of Environmental Management
Quality Assurance Corporate Board

Article 1 Name

The name shall be the Environmental Management (EM) Quality Assurance (QA) Corporate Board (hereafter referred to as the Board).

Article 2 Mission

The Board will provide leadership within EM for facilitating, championing, and overseeing the effectiveness of a consistent approach to implementing the corporate QA program, policies and requirements, and disseminating lessons learned and best practices, in support of line managers. The Board will serve as a consensus-building body to facilitate institutionalization of an effective and efficient QA Management System across the EM-Complex executed through federally managed contracts and their associated contractor organizations.

Article 3 Goals and Objectives

The Board will ensure that QA programmatic decisions and recommendations promote effective execution and performance of EM projects through the use of the best practices and commonly accepted standards in nuclear industry. The Board will address QA issues and areas where line management needs assistance and policy changes to enhance mission accomplishment. Specific areas of focus for the Board include:

- Establish a common set of skills, functions, and responsibilities for QA personnel and organizations;
- Standardization and consistency in the graded establishment and implementation of nuclear QA programs in the EM complex;
- Institutionalization of a QA implementation verification process and proper integration of QA and Integrated Safety Management Systems;
- Validation of site and contractor QA programs consistent with the EM Corporate QA Program, EM-QA-001;
- Validation of High Level Waste/Spent Nuclear Fuel QA programs consistent with DOE/RW-0333P;
- Validation that adequate levels of competent and qualified QA personnel and resources are available to support effective implementation of EM projects;
- Implementation of effective collection, communication, dissemination, and

application of project QA lessons learned throughout the EM complex; and

- Support continuous improvement of the overall EM mission performance (e.g., capital and major construction projects, accelerated cleanup, and execution of American Recovery and Reinvestment Act (ARRA) funded projects).
- Evaluates improvement efforts and recommended changes to QA DOE Orders based on cost effectiveness and risk reduction.

Article 4 Membership

Membership in the Board shall consist of senior EM and contractor representatives. Board membership will consist of a Chair and voting and nonvoting members as follows:

Chair:

- Deputy Assistant Secretary for the Office of Safety and Security Program, EM-40 (voting member).

Voting Members:

- Board Chair
- Director, Office of Standards and Quality Assurance (Deputy Chair).
- Site Managers (or designee): Savannah River; Oak Ridge; Portsmouth and Paducah; Idaho; Carlsbad; River Protection; Richland; Consolidated Business Center.
- Chief Nuclear Safety (CNS) (or designee), Office of the Under Secretary for Management and Performance

Advisors (Non Voting Members):

- Site QA Managers/Environmental Safety & Health Managers (unless serving as a designated voting member for the Site Manager).
- Senior Site Contractor Representatives.
- Board Secretary, appointed by the Chair.
- CNS Staff Representatives (unless serving as a designated voting member for CNS).

Article 5 Process for Membership Selection

Chair may add or remove non-voting members on the Board as program activities warrant. Voting members can only be removed by the Chair through consensus recommendation of the voting Board members. Article 4 will be changed to reflect such changes.

1. Resignation:

No Board member or Officer shall resign without providing written notice to the Board Secretary of their resignation. The resignation of a Board member shall take effect upon receipt, by the members, of a resignation notice or at such later time as shall be specified in the notice.

2. Filling Vacancies:

Voting members will recommend a replacement member of the Board to the Chair. Upon agreement, the new member of the Board will be seated.

Article 6 Duties

1. Chair

- a. Establishes, implements, and maintains the EM QA Program vision, mission, goals, and objectives.
- b. Has the final approval authority on all actions the Board undertakes.
- c. Monitors the work of the Board to ensure that operations of the Board are consistent with the needs and requirements of EM and the Department priorities established by senior EM leadership.
- d. Serves as Board spokesperson.
- e. Notifies participants of Board meetings.

2. Deputy Chair (Director of the Office of Standards and QA)

- a. Monitors performance of Board actions in order to make appropriate recommendations to the Board.
- b. Serves as the initial point of contact for recommending and obtaining a status of Board actions.
- c. Ensures that actions of the Board, upon approval of the Chair, are implemented.
- d. Serves as Chairperson of the Board in the absence of the Chair.

3. Board Secretary

- a. Prepares/Distributes Board meeting agendas for approval by the Chair.
- b. Tracks issues and work commitments of Board and Board Committees.
- c. Provides facilitation and logistic support for the Board.
- d. Serves as liaison to all standing committees of the Board.
- e. Manages and facilitates the Board's meetings.
- f. Prepares and issues Board Meeting agendas and minutes.
- g. Maintains Board records.

Article 7 Board Member Roles and Responsibilities

1. Provides solutions, ideas, and suggestions to meet and remove challenges or barriers, respectively, that affect the mission, as well as the management expectations and performance goals of the EM Corporate QA Program, EM-QA-001.
2. Actively participates in Board activities and facilitates proactive identification of emerging site-specific or crosscutting QA related issues that impact effective execution of EM mission and projects.
3. Regularly attends Board meetings and participate in committee deliberation of issues.
4. Provides recommendations and prioritization for Board business initiatives.
5. Brings knowledge of and is prepared to discuss perspectives and plans to manage and implement QA programs.
6. Monitors, reviews, and recommends appropriate performance metrics that arise from implementation of Board recommendations.
7. Champions, facilitates, and communicates Board recommendations, and shares lessons learned and best practices at their individual sites and across the DOE-Complex.
8. Ensures adequate levels of DOE QA staff and contractors trained in QA principles and procedures exist to promote effective execution of EM mission and projects. Ensures that responsible DOE staff and contractors are qualified, as appropriate, to Departmental QA and Software Quality

Assurance (SQA) guidelines.

Article 8 Advisors

Technical Advisors to the Board may be nominated by voting members from time to time to provide assistance to the Board in the resolution of specific issues. Technical advisors will only be approved by the Board Chair. These individuals may include: DOE and contractor QA managers at the various sites as well as individuals whose specific areas of expertise will assist the Board.

1. Technical advisors will:
 - a. Serve a temporary assignment on the Board.
 - b. Not have voting rights to Board recommendations.
 - c. Obtain support for their assignment from their duty station of record.
 - d. Provide technical advice to the Chair and other voting members.
 - e. Attend meetings at the request of the Chair or other voting members.

Article 9 Interfaces

Where more than one organization is involved in the execution of activities, the responsibilities, interfaces, and authority of each organization need to be clearly defined and documented. This coordination will ensure consistency and prevent duplication of efforts. The Board will interface with other DOE and contractor QA committees, groups, and organizations as appropriate. The Chair or his/her designee(s) will be the liaison with the interface groups. Interface groups will include:

- Energy Facilities Contractors Group (EFCOG)
- EM/Nuclear Energy/Science SQA Support Group
- DOE/Health, Safety, and Security (HSS) QA Council
- Other Departmental or external entities, as appropriate.

Article 10 Committees

The Board Chair will approve or disapprove committees when recommended by the Board. Committees will be established by the Board for a well-defined duration (temporary basis) to address specific issues of interest by the Board. Committees will:

1. Collect information from all sources within DOE-Complex, or outside of DOE as needed, related to QA issues of concern and corporate priority.
2. Assign individual investigative teams and actively intervene across all EM sites for orderly and informed disposition of issues.
3. Assess and determine status and effectiveness of performance relative to Board recommendations.
4. Assist sites with implementation and monitoring of recommendations.
5. Draw resources from their sites of record to support implementation of Board actions.
6. Interact with the Director of the Office of Standards and QA to discuss issues and formulate recommendations.
7. Provide their recommendations to the Board for review and approval prior to submittal to the Chair.

Article 11 Quorum

The attendance or participation of the Voting Board Members shall constitute a quorum of the Board. Notwithstanding the foregoing, if a member fails to attend a meeting for which proper notice has been given and the absence is not reasonably excused due to emergency or other critical situations, then any five voting Board members and the Chair or Deputy Chair shall constitute a quorum.

Article 12 Meetings

1. The Board shall meet at least two times per year. At least one meeting per year shall be in person. The meetings to review general status of EM QA issues and committee activities may be conducted in a variety of forums deemed appropriate by the Board Chair including use of Video Conferencing, teleconference, and other electronic/web-based capabilities. Supplemental meetings may be scheduled as needed to fulfill the Board's responsibilities as determined by the Board Chair.
2. Written notice of Regular meetings, listing those invited to attend and stating the place, day, and hour of the meeting and the purpose(s) for which the meeting is called, shall be delivered by the Board Secretary no fewer than 30 days before the date of the meeting by electronic or regular mail. The Board Secretary shall issue the agenda for regular meetings no later than 15 days prior to the meeting. Agendas for supplemental meetings shall be issued prior to the meeting, as early as possible.
3. The Board Members may designate a senior member of their organization (e.g., assistant manager, deputy manager, ESH&Q manager, QA

manager) to represent them at Board meetings. The Board Members assigning a designee shall provide a written notification to the Board Chair or Deputy Chair for approval. By providing a designee, the Board Member acknowledges the designee is authorized to represent and vote on behalf of the designated site and Board Member. Any commitments made by the designee will be considered equivalent to a commitment by the Board Member.

Article 13 Issue Resolution and Change Process

1. Issues are primarily brought before the Board by the Deputy Chair. However, an issue may be brought before the Board by any voting or nonvoting member as a representative for any DOE or DOE contractor employee.
2. A request for the Board to consider an issue is submitted to the Board Deputy Chair who will coordinate the request with the Board voting members and the Board Chair. Upon approval of the Board Chair, issues are placed on the Board agenda.
3. As required, the Board will prioritize all issues under its consideration and submit any changes to the Deputy Chair.
4. The Board will review an issue and may recommend to the Deputy Chair:
 - a. Further evaluation and study,
 - b. Ask for more information,
 - c. To form a committee to prepare advice for the Board,
 - d. To establish a point of contact from the Board for the formation of a committee, and/or
 - e. Deletion from the Board issues.
5. Upon Chair approval of the change, the Deputy Chair changes priorities and schedules.
6. Board members are responsible for ensuring implementation of the change in their individual organizations.

Article 14 Board Consensus Recommendations and Dispute Resolution Process

The Board will make consensus recommendations to the Chair. Consensus is defined as general agreement or accord and includes agreement to implement the decision for DOE operations within their control. Simply, this means that

each Board member is comfortable with the recommendation even if it may not be his or her first choice. For Board purposes, consensus will mean substantive agreement among Board voting members on recommendations. However, from time to time, the Board may not be able to reach consensus. On those rare occasions, the Board will direct the Deputy Chair to prepare a majority and minority report summarizing the Boards concerns and issues for submittal to the Board Chair. The Board Chair will then make a determination on the resolution of the issue.

Article 15 Amendments to the By-laws

Amendments to the By-laws may be submitted annually or as necessary to the Board for consideration. The Board will make a consensus recommendation to the Chair for changes to the By-laws, which upon approval the changes will be incorporated.