

## **IDPF Policies and Procedures**

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# 1 Definitions

**Board of Directors** - Elected group of IDPF members who provide guidance to the IDPF. (Also referred to as **BOD** and **Board**)

**Chair** – A leader of a Working Group. (See Vice-Chair)

**Charter** - The formal definition of a Working Group.

**Draft Document (/Specification)** – A document prepared for review by the Membership.

**Final Notice Period** – A period of time, as defined in the IP Policy

**Forum** – the International Digital Publishing Forum

**Guest** - A non-Member of the IDPF, invited by the Working Group Chair to attend a Working Group meeting.

**IDPF** – The International Digital Publishing Forum.

**Initial Document (/Specification)** -- A document in preparation by a Working Group before it becomes a Submitted Document

**In writing** – A written form of correspondence including letter, FAX, e-mail or in some cases HTML forms served by the official IDPF website

**Informational Document** - A document that a Working Group has produced and the Board has recommended that the Membership review. Informational documents have no official status.

**Intermediate Notice Period**---a period of time, as defined in the IP Policy.

**IP Policy** -- The IDPF's Intellectual Property Policy for Members.

**Lead Representative** - A member of a Working Group designated by an IDPF Member to be their lead or primary representative to the Working Group.

**Member** -- Any Member of the IDPF.

**Membership** - The collective group of Members of the IDPF.

**Notice Period** – A period of time, as defined in the IP Policy.

**Observer** - A designee of a Member to a Working Group who may attend a Working Group but may not vote.

**IDPF Document Library** – The collection of Recommended Documents, Informational Documents, Notes and other materials that the IDPF maintains. (see Section 4)

**Output Documents** - Documents with official status, produced by Working Groups.

**Process Document** - A document that describe OeBF policies and procedures, position papers, best practices, etc.

**Recommended Document** - A document approved by the Membership; also known as a Recommendation.

**Remote Vote** - Votes communicated in writing (including fax, e-mail, letters, etc.) as opposed to in person at a meeting.

**Representative** - A participant designated by a Member to a Working Group

**Secondary Representative** - A member of a Working Group who is designated by the Member to be their alternate Representative to a Working Group. (See Lead Representative)

**Specification** – An Output Document describing technical specifications or processes.

**Vice-Chair** – A Working Group leadership position.

**Working Group** – A subset of IDPF Members and others participants who engage in projects in furtherance of the IDPF's purpose and mission.

## **2 General Voting**

The General Voting section provides definitions and procedures for voting by the Board, the General Membership, and Working Groups.

### **2.1 Quorums**

No vote that requires a Quorum will be considered valid if the number of electors is less than the specified quorum. For purposes of a Quorum, the total eligible members shall be defined as the membership at the start of the Voting Period.

#### **2.1.1 Quorum**

An acceptable level of participation for formal voting, exists when at least one half of the eligible voting members are present in person or by proxy.

#### **2.1.2 Super Quorum**

An acceptable level of participation for formal voting exists when at least two thirds of the eligible voting members are present in person or by proxy.

### **2.2 Majorities**

#### **2.2.1 Simple Majority**

A "simple majority" is represented by one-half plus one of the votes cast.

#### **2.2.2 Super Majority**

A "super majority" is represented by two-thirds (rounded up) of the number of votes cast.

### **2.3 Voting procedure**

#### **2.3.1 Voting secrecy**

Votes may be held by secret ballot, by roll call or by acclamation.

#### **2.3.2 Announcement of vote**

All announcements of votes will be made in an approved method by the Board or by whom the Board designates. The announcement will declare the issue, the voting procedure, the type of vote, and the duration of the voting period.

#### **2.3.3 Remote vote**

These are votes where the electorate is using written communication (e.g. fax, e-mail, letters, etc.)

### 2.3.3.1 Voting period

The voting period will last a minimum of seven (7) calendar days with a maximum, set by the caller of the vote, not to exceed 30 calendar days. The vote announcement will declare the date and time of the close of the voting period.

In the event *all* possible votes have been cast, the Secretary may call the voting closed, even if the minimum voting period has not been met.

### 2.3.3.2 Announcement of results

Within one business day of the close of vote, the results will be reported by the Secretary to the electorate.

### 2.3.4 Live vote

These are votes held where the electorate is present either physically or via real-time electronic means.

#### 2.3.4.1 Proxies

For a Live vote, a Member may designate another Member to cast their vote, using the Forum's Proxy Form. The Proxy cannot be held responsible for miscasting votes; it is up to the absent member to insure that the Proxy will act in the absent member's behalf. Proxies will not be accepted for Remote votes.

## 2.4 Types of votes

### 2.4.1 Alternative voting

**Background:** Alternative votes are used to choose a sub-set from a set of alternatives. Primarily for election of Board Members, this may also be used to choose Meeting locations, restaurant choices, logo choices, etc.

Given  $N$  alternatives in which  $M$  choices must be made ( $M < N$ ). Each elector is asked to "approve"/vote for up to  $M$  choices and may vote for each alternative only once. Each "approved" choice receives one point; the choice(s) with the most points win. In the event of a tie, for the choices with the least meaningful points, a run off will be held for those choices using Alternative voting.

#### Tiebreaker examples:

*Scenario A:* Given seven (7) alternatives and five (5) choices, the alternatives receive the following point totals:

A-7, B-6, C-5, D-4, E-3, F-3, and G-1.

A, B, C, & D would be declared winners and a run-off would be held for E & F using Alternative voting.

*Scenario B:* Given seven (7) alternatives and five (5) choices, the alternatives receive the following point totals:

A-7, B-7, C-7, D-4, E-4, F-4, and G-1.

A, B & C would be declared winners and a run-off would be held for D, E, & F using Alternative voting.

*Scenario C:* Given seven (7) alternatives and five (5) choices, the alternatives receive the following point totals:

A-7, B-7, C-7, D-7, E-7, F-7 and G-1. No winners would be declared and a run-off would be held for A, B, C, D, E, & F using Alternative voting.

*Scenario D:* Given seven (7) alternatives and five (5) choices, the alternatives receive the following point totals:

A-7, B-5, C-5, D-5, E-4, F-1 and G-1. A, B, C, D, & E will be declared winners and no run-off will be held, no tie occurred in the least meaningful position.

This scheme is used by the following organizations:

- United Nations - to elect secretary-general.
- Mathematical Association of America
- Institute of Management Science
- American Statistical Association
- Institute of Electrical and Electronics Engineers

Further discussion of AV may be found at:

<http://bcn.boulder.co.us/government/approvalvote/altvote.html> .

## **2.4.2 Issue voting**

### **2.4.2.1 Material votes**

Each elector may cast a vote as FOR, AGAINST, or ABSTAIN and any comments. At the end of the voting period, the total votes are counted. The resolution is considered to have passed if:

1. The total number of votes cast exceeds a Quorum
2. The total number of FOR votes achieves the appropriate majority

ABSTAIN count only for the purposes of a Quorum.

The announcement of the vote will indicate the tallies of the FOR votes, the AGAINST votes and the ABSTAIN votes plus any comments.

### **2.4.2.2 Consent vote**

A Consent vote can be used to validate the recommendation of leadership when a quorum is not present.

In votes where:

1. The vote does not:
  - a. Remove a member.
  - b. Remove a Director from the Board.
  - c. Change the Forum Bylaws.
2. The Vote is announced to be Consent Vote.

The vote will at the end of the voting period unless the AGAINST votes outnumber the FOR votes. If the proposition is defeated, the proponents may re-propose it for a Material Vote if no quorum was present.

The announcement of the vote will indicate the tallies of the FOR votes and the AGAINST votes.

## **2.5 *Appealing a vote***

A Principal Member may appeal a vote to the Board if the Member alleges the vote was conducted in contravention to the by-laws of the Forum. The Board will hear the appeal if made within seven (7) calendar days of the vote. The appeal may be filed where the Member alleges the vote did not follow the appropriate procedure, may be invalid due to procedural defects or may have been unfair. The Board must respond within fourteen (14) calendar days on the validity of the vote. The decision of the Board is final.

## **3 Officers & Board of Directors**

### **3.1 Meetings**

The Board will hold face-to-face meetings quarterly. The Board may hold face-to-face meetings on a more regular basis. It is expected that the Board will hold frequent conference calls.

A meeting may be held if a Quorum is not present, however no decision in the name of the Board may be made.

### **3.2 Board votes**

Each Director shall have one vote. The votes of individual Directors will be entered into the Board minutes.

## **4 Working Groups**

Working Groups engage in projects in furtherance of the IDPF's purpose and mission.

### **4.1 Working Group Representatives**

#### **4.1.1 Working group membership**

Members of the IDPF may designate representatives to participate in Working Groups. Member organizations must ensure that any representative they designate will adhere to the terms and conditions specified in the Membership Agreement.

One representative to each Working Group is designated the Lead Representative. Additional representative(s) participating in the same Working Group are Secondary Representative(s). The Chair of a Working Group may limit the number of Representatives from any Member. If a Member has been granted or has the right to representation then the Member is entitled to a minimum of two representatives on that Working Group. The Member organization must inform the Working Group Chair using the IDPF Working Group Application Form, found at the website of the IDPF ([www.idpf.org](http://www.idpf.org)), of the name(s) of its Representative(s).

#### **4.1.2 Members**

Any Member may join any Working Group at any time. The Primary or Alternate Representative of the Member organization must inform the Working Group Chair using the IDPF Working Group Application Form, found at the website of the IDPF ([www.idpf.org](http://www.idpf.org)), of its intent to join.

A Member joining a Working Group must assign a Lead Representative to the Working Group, and may assign Secondary Representatives. While more than one Representative may represent a Member in a Working Group, there is only one vote per Member.

#### **4.1.3 Right to Attend Working Group Meetings as Observers**

Representatives from Members not represented on the Working Group may attend meetings as Observers. The Working Group Chair will determine the ways in which an Observer may participate, but in any case an Observer cannot vote on Working Group matters.

#### **4.1.4 Right to Attend Working Group Meetings as Guest**

A Working Group Chair may invite Guests to Working Group meetings. The Working Group Chair must ensure that the Guest complies with the non-disclosure requirements of the IDPF. This provision is not to be used in lieu of other forms of IDPF participation (Membership, Observers, etc.)

#### **4.1.5 Right to Remove**

The Chair of a Working Group, acting in good faith, may remove any Representative from a Working Group. The Representative being removed may appeal in writing to the Board. The Board will render a decision within 14 calendar days of receipt of the appeal. The Representative being removed, or the Chairperson of the Working Group, may appeal the Board's decision to the Membership. In the event of such an appeal, the Board will submit the issue to the Membership and a Super Majority of a Remote Vote will be required to reinstate the Representative.

A Member may change those individuals who are its Working Group Representatives. If a Working Group Representative ceases participation in the Working Group, the Member may appoint a substitute. In all situations, Members must inform the Chair of the Working Group in writing of the replacement.

#### **4.1.6 Restrictions on Size of the Working Group**

The Working Group Chair has the right to limit the total number of Representatives (including Observers) from any given Member. However, in no event can the Chair limit this number to less than two.

#### **4.1.7 Face-to-Face Meeting Participation**

Working Group Representatives must make reasonable efforts to attend face-to-face meetings. Failure to attend several consecutive meetings without contacting the Chair is sufficient cause for the Chair to remove the Representative from the Working Group.

#### **4.1.8 Teleconference Participation**

Working Group Representatives must make reasonable efforts to attend teleconferences. Failure to attend several consecutive teleconferences without contacting the Chair is sufficient cause for the Chair to remove the Representative from the Working Group.

### **4.2 Working Group Leadership**

#### **4.2.1 Chair & Vice-Chair**

##### **4.2.1.1 Chair selection**

The Chair must be a Representative of a Member. The Chair is selected as part of the Working Group creation process; see Section 4.3.

##### **4.2.1.2 Vice Chairs**

A Working Group must have at least one Vice-Chair. A Vice-Chair should normally be a Representative of a Member different than the Chair. When the Chair is temporarily absent, a Vice-Chair will fulfill the roles and responsibilities of the Chair. Additionally, the Chair of the Working Group may choose to assign additional roles and responsibilities to the Vice-Chair. The position of Vice-Chair is filled during the creation of a Working Group.

##### **4.2.1.3 Duties of Chair**

A Working Group Chair shall ensure that IDPF antitrust policies and IP policies and all other policies and procedures are adhered to, and that the Working Group operates only within its Charter.

It is the responsibility of the Chair to publish a status report to the Board (see 4.5) and manage all Output Documents and related procedures in a timely manner. The Chair shall be permitted to appoint a secretary and/or librarian for the Working Group to assist in the performance of his/her duties.

The Chair shall be responsible for deciding if a consensus has been reached. The Chair shall document minority views and if necessary include them in the deliverables.

#### **4.2.1.4 Duties of Vice Chair**

It will be the responsibility of the Vice-Chair to carry out the duties of the Working Group Chair in the Chair's absence and to carry out those duties delegated to the Vice-Chair by the Chair.

#### **4.2.1.5 Duties of Representatives**

Working Group Lead and Secondary Representatives shall attend most or all meetings of the Working Group. Representatives are encouraged to participate, to promote the goals and charter of the Working Group and honor their commitments in a timely manner.

### **4.3 Creation of a Working Group**

To create a Working Group, at least two Members shall submit a Proposal, using the IDPF Working Group Proposal Template (refer to Appendix A), to the Board describing the Working Group. The Board will ensure that the Proposal is complete. A complete Proposal must contain:

1. A Charter for the Working Group
2. A suggested Chair and Vice-Chair. The suggested Chair or Vice-Chair must meet the requirements of Working Group Representative of a Member

The Board and the proposing Members may collaboratively edit the proposal for a period not to exceed thirty (30) calendar days.

This package shall be submitted to the Membership for a fourteen (14) day Comment Period.

After the Comment Period:

1. The submitters of the Working Group Proposal will consider the comments of the Membership and may revise the Proposal.
2. The Board will submit the final proposal to the membership for approval. The Board will attach to the proposal:
  - a. A statement of alignment of the proposed Working Group with the IDPF bylaws and strategic plan.
  - b. A statement of fiscal impact.
  - c. A statement of recommendation for approval or disapproval.
3. If the Board recommends approval, a Consent vote will be held to approve the Working Group Proposal. If the Board recommends not approving the Working Group Proposal, a Remote Vote will be held requiring a Super Majority to approve the Working Group Proposal.
4. Upon approval, the proposed Charter becomes the Approved Charter and governs the activities of the Working Group.

### **4.4 Operation of a Working Group**

#### **4.4.1 Scope of Activity**

The Approved Charter governs the scope of activities of the Working Group. Specifically, the Working Group may pursue only those activities defined in its Approved Charter. See 4.5.

## **4.4.2 Meetings**

### **4.4.2.1 Quorum**

Meetings of the Working Group should encourage and promote attendance or participation by a quorum of representatives. If the Chair determines that substantive issues are being discussed and a quorum is not present, the Chair can defer the discussion of the substantive issues. In no event can a vote be taken if a quorum is not present. The Chair has some discretion to define a quorum based on a count of active, recent representatives; see section 4.4.2.6.

### **4.4.2.2 Meeting Rules and Conduct**

The Chair or Vice Chair should promote and maintain an orderly meeting. Because Working Groups often engage in long discussions, it is suggested that the Chair or Vice Chair take steps to ensure the meetings are productive and discussions are managed. Working Group Chairs and Vice Chairs are encouraged to rely on Robert's Rules of Order for guidance on procedures for conducting an orderly meeting. Chairs also shall follow other prescribed rules for conducting IDPF meetings, including antitrust provisions and intellectual property policy.

The following procedures are recommended to promote orderly and balanced meetings. Speakers should seek recognition from the Chair before speaking or interrupting except on points of order or privileged motions. The Chair should make an effort to balance the discussion by asking for dissenting opinions. This may be promoted by recognizing speakers out of order. Speakers should avoid personal attacks and innuendo and should not speculate openly on the motives of other participants.

### **4.4.2.3 Agendas**

Chairs and Vice Chairs are responsible to see that Working Group meeting agendas are prepared in advance of any Working Group meeting. Chairs shall deliver a copy of the agenda to the IDPF staff to be placed into the IDPF Document Library to be available for all IDPF Members.

### **4.4.2.4 Minutes**

Chairs and Vice Chairs are responsible to see that Working Group meeting minutes are recorded. Within seven (7) days of the minutes being approved, Chairs shall deliver a copy of the minutes to the IDPF staff to be placed into the IDPF Document Library to be available for all IDPF Members. Normally minutes are approved at the subsequent meeting of the Working Group.

### **4.4.2.5 Voting**

Working Groups should strive to reach substantial consensus on issues by orderly discussion and debate. The minutes shall record minority views. The determination of consensus shall be at the discretion of the Chair. If the Chair determines that consensus has not been achieved, the Chair or Vice Chair shall call for the matter to be put to a vote by those eligible to vote. It is recommended that the Quaker Vote be used to aid in developing consensus and to ascertain the relative strength of issues. Otherwise the Working Group shall conduct a Material Vote, either in public or by secret ballot.

#### **4.4.2.5.1 Quaker Vote**

A Quaker Vote is a method to test or gauge the relative positions of participants on a contested issue. When arguments over implementation details or other details intrude on a policy discussion, a "Quaker vote" may be useful to see whether there is consensus, or can be consensus, on the presumed end result. A Quaker Vote has a ballot that contains three choices:

Strongly agree

Neutral

Strongly disagree

This process may be useful to promote progress in arriving at a consensus on an issue.

#### **4.4.2.5.2 Recording**

The results of all Material Votes (i.e., the yeas, nays, and abstentions) shall be recorded in the meeting minutes.

#### **4.4.2.6 Participation Criteria**

To remain an active Representative with standing to vote in a Working Group and for a Representative to have their name included as a contributor to work products; participation is essential.

Nonparticipation may mean loss of voting privileges within the Working Group. The Chair may remove working Group Lead and Secondary Representatives if they repeatedly fail to attend meetings or fail to provide deliverables in a timely fashion. The Chair shall apply the standards fairly, taking into consideration the expense of attending meetings.

#### **4.4.2.7 Face-to-Face Meeting Participation**

Working Group Representatives must make reasonable efforts to attend face-to-face meetings. Failure to attend several consecutive meetings without prior notice to the Chair is sufficient cause for the Chair to remove the Representative from the Working Group. In exceptional circumstances, if prearranged with the Chair and technically feasible, a Representative may arrange remote participation in a face-to-face meeting.

#### **4.4.2.8 Teleconference Meeting Participation**

Between face-to-face meetings, teleconferences of the Working Group may be used to promote the activities and mission of the Working Group. The Chair shall schedule conference calls of reasonable length to minimize expense both to the members and to the IDPF, and should accommodate time zone differences of the Members. The Chair is encouraged to carefully communicate the meeting time, details and agenda to promote efficient and productive meetings..

Working Group Representatives must make reasonable efforts to attend teleconference meetings. Failure to attend several consecutive teleconference meetings without prior notice to the Chair is sufficient cause for the Chair to remove the Representative from the Working Group.

#### **4.4.3 Working Group Status Reports**

It is required that each Working Group Chair provide a status report (no less often than monthly) to IDPF staff to be published to Members on the IDPF Web Site. See Appendix C.

#### **4.4.4 Working Group Subgroups**

A Working Group may create a Subgroup to research and pursue details of Working Group matters. The Working Group Chair may create a subgroup composed of Working Group representatives. Subgroups shall operate under the following principles:

- The activities of the subgroup must conform to the charter of the Working Group.
- Subgroups shall record minutes of all meetings and these minutes must be submitted to the IDPF along with the Working Group minutes.
- Subgroups may create documents, but these documents have no official status unless approved by the entire Working Group.

- Subgroup status reports shall be incorporated in the status reports of the Working Group.

## **4.5 Modification of a Working Group**

### **4.5.1 Working Group Charter**

To modify a Working Group Charter, the Chair of the Working Group shall submit a Proposal to revise the charter of the Working Group to the Board of Directors. The Board shall determine if the proposed revisions to the charter are substantive or nonsubstantive.

### **4.5.2 Substantive Change**

In the event the Board determines a proposed revision to a Working Group Charter is substantive, it shall advise the Working Group Chair of its determination. In the event the Working Group desires to proceed with the proposed revisions, it will be required to go through the same process as is required for the formation of a new Working Group.

### **4.5.3 Nonsubstantive Change**

In the event the Board determines a proposed revision to a Working Group Charter is nonsubstantive, the Board will notify the Working Group Chair of its approval, rejection, or comments to the proposal. The Board will notify the membership of any nonsubstantive modifications to the Working Group Charter.

### **4.5.4 Leadership**

#### **4.5.4.1 Resignation**

Any Working Group Chair or Vice-Chair may resign at any time. Such resignation shall be made in writing and shall take effect at the time specified therein, or if no time be specified, at the time of its receipt by the President or Secretary. The acceptance of a resignation shall not be necessary to make it effective.

#### **4.5.4.2 Removal**

Removal of a Working Group Chair or Vice-Chair requires one of the following:

- A Simple-Majority of a Quorum of the Members of the IDPF
- A Super-Majority of a Quorum of the members of the Working Group
- A Super-Majority of a Quorum of the Board.

#### **4.5.4.3 Open Positions**

When the Chair or Vice-Chair position is open on an existing Working Group, the Board will select a new Chair or Vice-Chair. While the replacement is being identified and approved, the Board may appoint a temporary Chair or Vice-Chair.

## **4.6 Output of Working Group**

The output of a Working Group is an Output Document.

### **4.6.1 Classes of Output Documents**

There are two classes of Output Documents:

**Official Documents** - within the class of Official Documents are three sub-classes:

- **Specifications** - these documents specify technical specifications or technical processes of importance to the IDPF. Generally a Specification would have a version number such as X.Y (e.g. “2.0”).
- **Process Documents** - these include documents that describe policies and procedures (such as this document), position papers, best practices, etc. Generally a Process Document would have a version number such as X.Y (e.g. “2.0”).
- **Revision Documents** – these are revisions to Specifications or Process Documents but with a streamlined approval process (see section 5.1.6). Revision documents provide a mechanism by which error corrections and clarifications may be made to Specifications or Process Documents. Revision documents shall not make substantive changes or additions to the Specification or Process Document being revised. Generally such a revision would have a version number such as X.Y.Z (e.g. “2.0.1”), where X.Y is the same as the “parent” Official Document being revised.

**Informational Documents** – The Working Group may produce Informational documents as well. These are documents the Working Group feels are relevant to the members of the IDPF and that it wants to recommend to the members for review. These may include white papers, commentaries, or other relevant documents. These documents are to be treated as informational only and do not have any official status within the IDPF. For the approval process, see section 5.1.6.

All output documents from the Working Group must be approved by a Formal Vote using a Simple Majority of a quorum of the Working Group.

#### **4.6.2 Approving a Specification or Process Official Document**

Specifications and Process Documents will have the following life cycle. The Documents start at the Submitted state and may be elevated at each stage to the next level until reaching the stage of being Recommended.

1. Initial
2. Submitted
3. Draft
4. Proposed
5. Recommended

Specifications and Process Documents have the following approval process:

1. Submission of an Initial Document to Board for Review, to see whether the Document should be elevated from Submitted to Draft status.
2. Submission of Draft to Membership by Board with Comments and the results, if any, of the Intermediate Notice Period(s)
3. Membership Review
4. Final Board Review, to see whether the Document should be elevated from Draft to Proposed status, and Recommendation to the membership and the results, if any, of the Final Notice Period
5. Vote by the Membership for Approval as a Recommended Document.

##### **4.6.2.1 Submission of a Submitted Document to Board for Review**

All Specifications and Process Documents must be submitted to the Board for Review. Such documents must be submitted in the form of a Submitted Document using the IDPF Submitted Document Template (see Appendix B).

This would be the appropriate point in the process for the Board to receive input from the Systems Working Group and to conduct an antitrust review if required.

The Working Group and the Board will have thirty (30) calendar days to collaborate on the Submitted Document. At the discretion of the Board or Chair, comments by the Board must be submitted to the Working Group in writing and the Working Group must respond to the Comments in writing within seven (7) calendar days. At the end of the collaboration period the Board may recommend that the Submitted Document plus the Board and the Working Group's collaborative edits be elevated to a Draft Document or it may send the Submitted Document back to the Working Group for further work, stating the reasons in writing that the Submitted Document is not ready for elevation to a Draft Document. If the Working Group members feel that the Board is unreasonably withholding a recommendation, the document may be elevated to a Draft Document by a supermajority of a quorum of the Working Group.

#### **4.6.2.2 Submission of a Draft Document to Membership by Board with Comments**

The Board will submit the Draft Document to the Membership with Board Comments and the results, if any, of any fully completed Intermediate Notice Period(s) as defined by the IP Policy.

#### **4.6.2.3 Notice Period as Defined by IP Policy**

At anytime during the development of the Output Document within the Working Group and during the Output Document's Draft phase in the output process, an Intermediate Notice Period may be called by the Working Group as defined by, and in accordance with, the procedures set forth in the IP Policy.

#### **4.6.2.4 Membership Review of Draft Document**

In addition to any Intermediate Notice Period, the Membership will have a period of no less than fourteen (14) and no more than thirty (30) calendar days to review and Comment on the Draft Document (hereinafter the "Comment Period"). All Comments from the Membership must be submitted in writing to the Working Group Chair.

Comment Periods and Intermediate Notice Periods do not have to run concurrently. In the event a Comment Period is called during an Intermediate Notice Period, the timetables for the Comment Period and the Intermediate Notice Periods shall be unrelated.

The Working Group may choose to conduct a public review during the same period as the membership review during the Comment Period, or it may conduct a subsequent public review. Public review is optional.

The Working Group will maintain a record of all Member Comments during the Comment Period. At the end of the Comment Period the Working Group will record their Action on each Comment and submit the revised Draft Document, Comments and Actions to the Board.

#### **4.6.2.5 Public Review of Draft Document (optional)**

In addition to any Intermediate Notice Period, the public may be given a minimum of twenty-one (21) calendar days and maximum of ninety (90) days to review and Comment on the Draft Document (hereinafter, a "Public Review"). If a Public Review is conducted, the materials provided for the review must include the Draft Document and Board Comments and may include any other information or documents as may be provided by the Working Group. All Comments from the public must be submitted in writing to the Working Group Chair. The Working Group will maintain a record of all public Comments. At the end of the Public Review the Working Group will record their Action on each Comment and submit the revised Draft Document, Comments and Actions to the Board. In the event a Public Review is called during an Intermediate Notice Period, the timetables for the Public Review and the Intermediate Notice Periods shall be unrelated.

#### **4.6.2.6 Final Board Review**

The Board will review the Draft, Comments and Actions. The Board and the Working Group will have up to thirty (30) calendar days to collaborate on the Draft. At the end of the collaboration period the Board may recommend that the Draft Document plus the edits based upon Membership comments be (i) elevated to a Proposed Document; or (ii) it may send the Draft Document back to the Working Group for further work, stating the reasons in writing that the Draft Document is not ready for elevation to a Proposed Document, in which case it shall remain in the Draft Document stage. If the Working Group members feel that the Board is unreasonably withholding a recommendation, the Draft Document may be elevated to a Proposed Document by a supermajority vote of a quorum of the Working Group.

#### **4.6.2.7 Final Notice Period as Defined by the IP Policy**

In the event a Draft Document is elevated to a Proposed Document as set forth herein, a Working Group may call for a Final Notice Period as defined by, and in accordance with the procedures set forth in, the IP Policy.

#### **4.6.2.8 Submission of Proposed Document to Membership with Recommendation for a Vote; Membership Vote**

After the Final Notice Period (as defined in the IP Policy) is complete, the Board will present the Proposed Document with the results, if any, of the Final Notice Period to the Membership for a vote, with a Recommendation as to the whether the Membership should approve or disapprove of the Proposed Document for elevation to a Recommended Document.

A Remote Material Vote will be held requiring a Super Majority to approve the Proposed Document.

If the Proposed Document is approved it will be elevated to the status of Recommended Document and added to the IDPF Library.

### **4.7 Closing a Working Group**

In all instances of closing of a Working Group the Board will notify the Membership of the closing and request comments during a fourteen (14) calendar day Comment Period before closing the Working Group.

#### **4.7.1 Charter Expiration**

If the Working Group Charter expires the Board may disband the Working Group or issue a Charter extension. The Board may extend the Charter any number of times. However, no single extension may exceed the duration of the original charter. For example, a Working Group originally chartered for one year may be extended only in one-year increments.

#### **4.7.2 Charter Violation**

In the event the Board determines that the Working Group is in violation of its Charter, the Board will first work with the Working Group to correct the Charter violation. If the Working Group Chair requests, the Board will publish how the Working Group violated the Charter and what remedies the Board requires. In the event the violation cannot be remedied, the Board may elect to replace the Working Group leadership or may terminate the Working Group.

#### **4.7.3 Lack of Resources**

In the event the Board determines that the Working Group lacks sufficient resources to continue, the Board may disband the Working Group.

#### **4.7.4 Activity Terminates**

In the event the Board determines that the Working Group has completed its Charter, the Board may disband the Working Group.

## **5 IDPF Document Library**

The IDPF will maintain a document library containing the Output Documents of Working Groups, the Board and other IDPF activities.

### **5.1 Sections**

Sections of the library will be made available to the following groups.

#### **5.1.1 General Public**

A collection of documents approved by the Membership and/or the Board will be maintained and made available to the general public. This will include Recommended Documents, Press Releases, selected Informational Documents, and other official documents.

#### **5.1.2 IDPF Members**

A collection of documents approved by the Membership and/or the Board will be maintained and made available to the Members. This will include minutes of Board Meetings and Working Group meetings, the Bylaws, Informational Documents, and other relevant documents.

#### **5.1.3 Board of Directors**

A collection of documents used internally by the Board.

#### **5.1.4 Working Groups**

A collection of documents used internally by Working Groups and posted on their pages of the Web site. These documents are primarily for the use of the Working Group members but are accessible to all IDPF members.

#### **5.1.5 Other Approved IDPF activities**

A collection of documents used for other IDPF Approved activities.

#### **5.1.6 Approving a Revision or Informational Documents**

Revision or Informational Documents may be produced as work-product of Working Groups or may be produced by other entities that the Board may recognize or authorize from time to time. All such documents must be submitted to the Board for review and approval. The Board and the Working Group or other author may collaboratively edit the document for a period not to exceed sixty (60) calendar days. If approved by a Super Majority vote of the Board, the document will be presented to the Membership with or without Comments. If not so approved, the Board may send the document back to the author for further work, stating in writing the deficiencies of the document.

Revision and Informational Documents require no vote of approval by the Membership. Informational Documents have no official IDPF status.

### **5.1.7 E-Mail Lists**

The IDPF will maintain many E-mail Lists (reflectors) including one or more for each Working Group. E-mail Lists shall be archived in the IDPF document library and be made available for browsing and searching by all IDPF Members for a period of at least five (5) years.

Each E-mail List shall have a designated List Monitor. In the case of Working Groups that List Monitor is the Chair unless otherwise designated. In addition to making sure that the E-mail List is properly archived and made available to Members, the List Monitor shall monitor all list traffic and ensure compliance with the IDPF Antitrust Policies and Procedures and IP Policies.

## **Appendix A: IDPF Working Group Proposal Template**

To be supplied: A template for Working Group Proposals.

## **Appendix B: IDPF Submitted Document**

To be supplied: A template for Submitted Documents.

## **Appendix C: Working Group Reporting Standard Operating Procedures**