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**For USNC Council / USNC Rules & Procedures Committee Review Only**

 **FREQUENTLY ASKED QUESTIONS- REVISIONS TO USNC STATUTES AND RULES**

This Frequently Asked Questions (FAQ) document provides detailed information about the proposed changes to the attached Revised USNC Statutes and Rules, dated xxx (“Revised USNC Statutes and Rules”). Please review this FAQ to learn more about the background of this project, the process followed that resulted in the proposed changes, and the rationale for the key changes being proposed.

1. **Question: Why is ANSI proposing these Revised USNC Statutes and Rules?**

**Answer:** Recent questions about the legal relationship between the USNC and ANSI, interpretation of procedural provisions, and financial responsibilities prompted the ANSI Executive Committee (ExCo) to establish the USNC Board Advisory Task Group (“BATG”). In March 2023, the ExCo resolved to address these issues in part by examining and revising the USNC Statutes and Rules:

The ExCo supports effective representation in the IEC and, in recognition of concerns raised by members of the USNC, the Executive Committee approves the formation of an Advisory Task Group, chaired by Mr. Gordon Gillerman, and composed of Ms. Veronica Lancaster, Mr. Pete Pondillo, Mr. Chris Dubay, Mr. Dale Cyr, Mr. Ed Mikoski, Ms. Paula Watkins, and Mr. Patrick Hughes to consider identified issues of USNC concern and develop possible solutions.

In keeping with this broad mandate, the BATG held “listening sessions” and reviewed feedback received. After assessing inputs received, the BATG recommended revising the USNC Statutes and Rules of Procedure with the goal of clarifying roles, correcting ambiguities, and updating financial procedures. This work began in early 2024, resulting in the attached draft, which will be shared with the USNC Council (and its Rules & Procedures Committee) and then the ExCo for final approval in early 2025.

1. **Question: What were the inaccuracies with the USNC Statutes and Rules of Procedure?**

**Answer:** The USNC Statutes and the USNC Rules of Procedure are two overlapping sets of operating procedures that, over the years, have been revised on alternating cycles. This always created the potential for misinterpretation, as a reader would need to switch between documents for a full understanding of all relevant procedures, with some updates lagging behind others. The revisions to the ANSI By-Laws in 2020 brought added confusion, as the USNC *Rules* were fully updated in 2021 (and they include the 2020 ANSI By-Laws revisions), but the *Statutes* remained out of step, still containing outdated references to elements of the *2015* ANSI By-Laws. The BATG, proposes combining and updating the two documents to eliminate this overlap and inconsistency.

The BATG also added USNC-related revisions contained in the ANSI 2020 By-Laws that reflect the extraordinary importance of the USNC Council within the ANSI governance structure. When the 2020 By-laws were introduced, the USNC Council was identified as *the* single committee charged with running the business of the USNC and was *elevated* to one of the four most vital “Committees of ANSI”, resulting in members having a greater importance, including being fiduciaries of ANSI. The proposed Revised USNC Statutes and Rules now reflects this fact.

1. **Question: In what ways are the proposed USNC Statutes and Rules modified?**

**Answer:** The proposed USNC Statutes and Rules are modified as follows:

* + The documents are combined into one, with detailed procedural subsections moved to annexes. This streamlines the text and improves readability.
	+ The text is harmonized with the ANSI 2020 By-Laws, now reflecting the extraordinary role the USNC Council plays within the governance structure of ANSI.
	+ The combined document removes redundancies and inconsistencies relative to references, clauses, and terminology.
	+ Clarifying text has been added relating to the various USNC Standing Committees, including the Finance Committee.
1. **Question: Which entity – ANSI or the USNC Council - is legally responsible for the USNC?**

**Answer:** ANSI is legally responsible for the USNC Council and pays the USNC dues to the IEC. Members of the USNC, however, are elected into certain positions to represent the United States in the IEC. The USNC Council still continues to have the unique ability to elect its own leaders. And the USNC may not be dissolved without the consent of the USNC. No other Committee of ANSI has these special attributes.

1. **Question: What proposed revisions are made to the appointment and role of the USNC General Secretary?**

**Answer:** Revisions were made to recognize that the USNC General Secretary position is an ANSI staff role and, as with other USNC-related staff positions, is subject to ANSI HR policies and processes. Whenever the General Secretary position turns over, however, the USNC Council is consulted, and given the important opportunity to provide input on appropriate responsibilities for that position.

1. **Question: Why are proposed modifications made to the USNC Finance Committee procedures?**

**Answer:** The proposed modifications are intended to streamline the USNC Finance Committee section. consistent with the ANSI By-Laws requirement that the USNC Council recommend an annual budget to cover IEC related activities.  In recent years, the USNC Finance Committee has worked to better align preparation of the USNC budget recommendation with the ANSI budget development cycle.  The proposed revision reflects the current approach followed by the USNC Council and USNC Finance Committee, and is focused on the needs and objectives of the USNC and its programs, while respecting the Institute’s overall financial goals and objectives.

1. **Question: How is the proposed Revised Statutes and Rules organized currently?**

**Answer:** The proposed Revised Statutes and Rules are organized into 10 articles and xx appendices as follows:

* + **Article I: Purpose:** This section defines the relationship between ANSI and the USNC Council as a committee of ANSI, outlines the roles of ANSI and the USNC, and defines criteria for membership on the USNC Council policy committees.
	+ **Article II: USNC Council:** This section defines the structure, responsibilities, and function of the USNC Council, and the rights of USNC Council members.
	+ **Article III: USNC Council Officers:** This section defines the individual USNC leadership roles and related responsibilities.
	+ **Article IV: USNC Council Policy Committees:** This section defines the roles and responsibilities of the policy committees that report to the USNC Council.
	+ **Article V: USNC Council Standing Committees:** This section defines the roles and responsibilities of the standing committees that report to the USNC Council.
	+ **Article VI: Voting Requirements for USNC Council and USNC Policy and Standing Committees:** This section outlines policies related to voting for the USNC Council and all its subgroups.
	+ **Article VII: Elections and Vacancies:** This section addresses elections and vacancies for USNC leadership positions and for IEC leadership positions held by USNC members.
	+ **Article VIII: USNC Council Appeals Procedure:** This section addresses USNC and USNC-related appeals actions.
	+ **Article IX: Conflict of Interest, Code of Conduct, and Fiduciary Duties:** This section addresses behavior expectations and duties of individuals participating in USNC and/or IEC related activities.
	+ **Article X: Miscellaneous:** This section addresses reporting, procedural amendments, and other miscellaneous actions not covered elsewhere.
	+ **Appendices:** These appendices cover the detailed procedures of the TMC and CAPCC.