

## Science Advisory Committee Charter

### COMMITTEE FUNCTION AND OBJECTIVES

The Science Advisory Committee (Committee or SAC) of the William R. Wiley Environmental Molecular Sciences Laboratory (EMSL) is chartered by the EMSL Director and reports to the Pacific Northwest National Laboratory Director. The SAC is chartered to render advice, guidance, and counsel on the effective management and strategic objectives of EMSL. The SAC serves as the EMSL Director's key external advisor and advocate of EMSL strategy, operations, and scientific relevance and quality. The SAC does not perform management functions nor does it direct the EMSL Director or his/her management team how to operate and manage EMSL.

### MEMBERSHIP

#### Size of Committee and Selection Process

The members are appointed by the EMSL Director. The membership will consist of at least 10 external (non-PNNL/non-Battelle) advisors with knowledge of and influence in the major research and development areas that EMSL serves. No more than 2 members of the full committee may be Battelle/ PNNL employees. Members of the Committee may propose nominees for consideration at any time by submitting the names and supporting information to the EMSL Director. The Chair of EMSL's User Advisory Committee is an *ex-officio* member of the Committee.

#### Qualifications

Members of the Committee and its subcommittees should possess the highest personal and professional ethics, integrity, and values, and be committed to representing the long-term interests of EMSL and the EMSL mission. They must also have an inquisitive and objective perspective, practical wisdom, and mature judgment. The Committee and its subcommittees should contain diverse experience in business, government, education, and science and technology, and in areas that are relevant to EMSL's mission and national and international activities.

Members must be willing to devote sufficient time to carry out their duties and responsibilities effectively, and should be committed to serve on the Committee and its subcommittees for the entire term. Members should offer their resignation in the event of any significant change in their personal circumstances, including a change in their principal job responsibilities. Members may be removed from the Committee for cause by the EMSL Director with concurrence from the PNNL Director.

#### Terms of Service

Committee members will serve a four-year term. Terms will be sufficiently staggered to permit continuity of operation and institutional knowledge. The EMSL Director will appoint a Chair and Vice-Chair from the Committee's external membership, with the Vice-Chair succeeding the Chair at the end of each Chair's term. A member serving as

Chair may be granted a one-year extension of membership, in no case to exceed a total of five years of service on the Committee.

**EMSL Staff Coordinator**

The EMSL Director will appoint a staff member to provide staff support to the committee, which includes organizing the meetings, taking meeting minutes for the committee, maintaining a list of candidates to fill committee vacancies, and other duties as assigned by the EMSL Director.

**GOVERNANCE PRINCIPLES**

EMSL's business is conducted by Battelle employees, managers and executives, under the direction of the EMSL Director to enhance the long-term value of EMSL for the Department of Energy, Pacific Northwest National Laboratory, and the public.

**Role of Management**

The operations and management of EMSL are vested in the EMSL Director and his/her management team. The management team is responsible for assuring that the objectives of EMSL are accomplished within the policies, DOE prime contract and legal environment within which PNNL operates. The management team is responsible for assuring that the assets of PNNL and DOE are protected.

**COMMITTEE ACTIVITIES AND DUTIES**

**Frequency of Meetings**

The Committee will meet annually at EMSL. In addition, each member is encouraged to have at least one additional annual visit to EMSL in order to gain in-depth knowledge of relevant activities.

**Quorum**

The Committee may conduct business where a quorum of its members is present; such quorum shall consist of at least fifty (50) percent of the members, and shall include the Committee Chair or Vice-Chair. During each scheduled meeting, the Committee shall review and discuss reports by management on the performance of EMSL, its plans and prospects, as well as immediate issues facing EMSL. Committee members are expected to prepare for and attend all scheduled meetings of the Committee and any subcommittees on which they serve. Delegates are not permitted.

**Setting Committee Agenda**

Prior to each Committee meeting, the EMSL Director will discuss the planned agenda items for the meeting with the Committee's Chair. The EMSL Director and the EMSL Staff Coordinator shall determine the nature and extent of information that shall be provided to the members in advance of each scheduled Committee meeting. Members are urged to make suggestions for agenda items, or additional pre-meeting materials, to the EMSL Director, the Committee Chair, or the EMSL Staff Coordinator at any time.

### **Formation of Subcommittees**

The Committee may create new subcommittees or terminate existing subcommittees as it deems necessary and appropriate. The chair of each subcommittee shall be a member of the SAC, and shall be nominated and approved by the Committee. Subcommittee members are appointed by the subcommittee chair, and may include members of the SAC, UAC, EMSL management or staff, or other PNNL or non-PNNL qualified persons. Subcommittee duties are non-delegable. Subcommittee members may participate by telephone or videoconference.

Each subcommittee may conduct business where a quorum of its members is present; such quorum shall consist of at least fifty (50) percent of the members, and shall include the subcommittee chair. Committee members who are not members of a particular subcommittee are welcome to attend meetings of any subcommittee in a non-voting status. Subcommittee minutes will be prepared as directed by each subcommittee chair.

The subcommittee chairs report the minutes of their meetings, including recommendations for Committee approval, to the full SAC following each meeting of the respective subcommittees. The subcommittees may hold meetings in conjunction with the full Committee

### **Self-Assessment**

The Committee should perform an annual self-assessment in the form of a survey questionnaire. The survey questions will be formulated by the Committee Chair and Vice-Chair with the assistance of the EMSL Staff Coordinator, and will ask for evaluations of the effectiveness of the Committee and subcommittees, and the responsiveness of EMSL to SAC recommendations. The survey will be sent sufficiently in advance of the annual meeting to allow time for the responses to be summarized by the Vice-Chair for presentation to the Committee at the meeting. The assistance of an independent expert/consultant may be utilized every other year.

### **Reimbursement or Honoraria for Committee Members**

The EMSL Director has the responsibility for setting the reimbursement or honoraria available to non-Battelle members of the Committee. In discharging this duty, the EMSL Director will be guided by two goals: reimbursement or honoraria should be fairly applied to members for work or costs incurred to support the Laboratory, and the structure should be simple, transparent, and easy for stakeholders to understand.

### **Access to EMSL Management**

Committee members are encouraged to contact senior managers of EMSL as necessary to fulfill their duties. Meetings should be coordinated through the EMSL Director's office or the Committee's EMSL Staff Coordinator.

**Committee Member Orientation**

The EMSL Director and the EMSL Staff Coordinator are responsible for providing an orientation for Committee members, and for periodically providing materials or briefing sessions for members on subjects that would assist them in discharging their duties. Each new member to the Committee will be invited to spend a day at EMSL for personal briefing by senior management on EMSL's strategic plans and its key policies and practices.