



Project 25 Steering Committee BY-LAWS

(Approved – April 16, 2018)

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Revision History

Revision Number	Date	Changes
1	4/8/2011	n/a
2	9/13/2011	Clarified APCO/NASTD leadership nominations, corrected editorial issues
3	10/21/2011	Added a cover page, table of contents, revision history, simplified voting requirements, established alternate requirements, corrected editorial issues
4	1/28/2016	Deleted reference to Project 34, revised language for Program Manager and staff, editorial revisions, revised history
5	4/16/2018	Added the Project 25 User Needs Subcommittee Membership and Meeting Procedures as Appendix A

SECTION I. AUTHORITIES

Following an initial meeting in September 1989, the Project 25 Steering Committee was formed in 1990 in accordance with an agreement between the Associated Public-Safety Communications Officers, Incorporated (APCO); the National Association of State Telecommunications Directors (NASTD); and agencies of the Federal Government. This Agreement is known as the APCO/NASTD/FED agreement and provided for the creation of APCO/NASTD/FED Project 25. To more appropriately address new high speed data (and later wideband) wireless requirements and technologies, APCO/NASTD/FED Project 25 was later amended to include Project 34. The project designation was changed to Project 25/34. When broadband technology and the concept of a National Public Safety Broadband Network was introduced, the effort to establish requirements and standards for “wideband” operation, Project 34, became dormant and the designation was again changed to Project 25.

In 1992, and amended in 1993, the Parties entered into a Memorandum of Understanding (MOU) with the Telecommunications Industry Association (TIA), whereby APCO/NASTD/FED Project 25 agreed to proceed to select Common System Standards for digital public safety radio communications (the “Standard”) and TIA agreed to provide technical assistance in the development of documentation for the Standard in accordance with TIA’s usual procedures and policies governing standards documentation.¹

The APCO/NASTD/FED agreement provided for the formation of a Project 25 Steering Committee, but did not specify the composition or number of Steering Committee members.

SECTION II. BACKGROUND INFORMATION

Project 25 is a unique user-driven process created to establish current and emerging wireless communications standards that meet the requirements of the public safety community. In this standards development process, Project 25 is directly involved with users and manufacturers. It also involved the development of a partnership with the TIA. Using the TIA Engineering Manual, TIA may develop a suite of technical standards, telecommunications system bulletins and technical white papers that enable the development, manufacture and operation of interoperable Project 25 communications systems and system components that satisfy the Project 25 adopted requirements.

The formal relationship with TIA was established through the execution of a MOU that outlines the responsibilities and obligations of both parties and the framework that TIA and Project 25 agreed to work within.

¹ Subsequent to signing the MOU, in 1993 APCO officially changed its name to the Association of Public-Safety Communications Officials-International, Inc. In 2007, NASTD officially changed its name to the National Association of State Technology Directors.

A key element of the MOU is the clear understanding that the Project 25 Steering Committee may choose to select any standards proposal, telecommunications system bulletin, or white paper as a P25 Standard, but a TIA/Project 25 standard can only be created in accordance with the TIA-approved Engineering Manual, policies, and rules and regulations that coincide with the requirements of the American National Standards Institute (ANSI) process for Standards Development Organizations (SDO).

The Project 25 Standards Process is based on users determining the functionality and critical interfaces that require standardization to ensure interoperability among Project 25 system components produced by any manufacturer. While it is a user driven process, it is done in cooperation with industry to ensure both the expectations and deliverables can be achieved. These functionalities and interface requirements are documented in the Project 25 Statement of Requirements (P25 SOR). The P25 SOR is in turn approved and maintained by the P25 Steering Committee. Formal standard documents are developed, balloted, published, and maintained by the TR-8 Mobile and Personal Private Radio Standards Committee of the Telecommunications Industry Association (TIA).

SECTION III. ORGANIZATION AND MEMBERSHIP

A. ORGANIZATION

The Steering Committee shall be comprised of representatives from APCO, NASTD, Federal user agencies, and public safety officials and representatives. Ex Officio, Associate Members, and staff may also serve with the concurrence of the Project 25 Steering Committee.

B. MEMBERSHIP

1. STEERING COMMITTEE

The Project 25 Steering Committee is comprised of four (4) members appointed by APCO, four (4) members appointed by NASTD, five (5) members from various federal agencies that participate in the process, and no more than eight (8) members who represent public safety user organizations that are approved by the Steering Committee. The Committee at its full complement has twenty-one (21) members. The Steering Committee may continue to operate normally, subject to quorum requirements, when one or more positions remain vacant due to resignations or other unanticipated events that have left a position open. The Steering Committee will have a Leadership function that consists of a Chair and a Vice-Chair, elected from its membership. APCO or NASTD will designate a nominee for either the Chair or the Vice-Chair to be approved by both organizations and elected by a majority vote of the P25 Steering Committee voting members present, in accordance with Section VIII of these Bylaws.

The sponsoring associations may name primary and alternate representatives to serve on their behalf. Alternate(s) may not be sitting Steering Committee members, nor may they be active alternates for another sponsoring association.

2. EX OFFICIO

The Latin term “ex officio” means by virtue of office or position. Ex officio members of boards and committees, therefore, are persons who are members by virtue of some other office or position that they hold.

Without exception, ex officio members have exactly the same rights and privileges as do all other members, including the right to vote. However, ex officio members are not counted in the full complement of twenty-one (21) members nor in determining the number required for a quorum. Ex officio members will not be included in determining whether or not a quorum is present.

Ex officio members can be added with a 2/3 majority vote of the P25 Steering Committee voting members present in accordance with Section VIII of these Bylaws.

3. ASSOCIATE MEMBER

Associate Members may be nominated by any Steering Committee member. Associate Members must be selected by virtue of having expertise and/or knowledge in a particular Project 25 area of interest and can be a contributing participant of the Steering Committee.

Associate Members can be added with a 2/3 majority vote of the P25 Steering Committee voting members present in accordance with Section VIII of these Bylaws.

Voting rights and privileges will be determined by the Steering Committee on a case-by-case basis. Associate Members are not counted in the full complement of twenty-one (21) members or in determining the number required for a quorum. Associate members will not be included in determining whether or not a quorum is present.

4. STAFF

The Steering Committee may choose to employ staff to carry out the purposes of these bylaws. Staff may consist of a Program Manager or other positions, as designated by the Steering Committee. The duties of any staff position will be defined by the Steering Committee in a separate document at the time of appointment.

If implemented, the Steering Committee will develop a Scope of Work for each position. This Scope of Work must be approved by a 2/3 majority of the P25 Steering Committee

voting members present in accordance with Section VIII of these Bylaws. The staff will be responsible for developing and providing the required reports, budgets and accounting information in accordance with the Scope of Work.

SECTION IV. TERMS

A. STEERING COMMITTEE

Steering Committee members serve at the pleasure of their respective sponsoring organization. The Steering Committee membership is subject to reaffirmation on a biennial basis.

B. CHAIR AND VICE-CHAIR

The Chair and Vice-Chair shall be elected or reaffirmed every two years on an alternating basis. The support of the Chair and Vice-Chair must be reaffirmed by their respective association or organization every two years. The leadership may serve consecutive terms.

In the case that both the Chair and Vice-Chair positions are vacant simultaneously, the first term of the Vice-Chair shall be one year, to establish the alternating term with the Chair to maintain continuity of leadership.

C. ASSOCIATE MEMBERS

The term of service of associate members will be determined by the P25 Steering Committee Members and will be dependent on the requirement or project.

D. STAFF

Staff will serve at the pleasure of the Steering Committee.

SECTION V. VACANCIES/SUBSTITUTIONS

Vacancies in the Steering Committee shall be filled in the same manner as the original appointments. In addition to offering a representative to the Steering Committee, an association or organization may also designate an alternate representative who in the absence of the primary representative has the same voting rights as the primary representative.

Members may send other representatives to Steering Committee meetings when they are unable to attend such meetings. However, such representatives may not vote on behalf of the absent primary or alternate member or in their own right.

In the event that a Steering Committee member or a designated alternate is unable to attend a meeting, a Steering Committee member may submit a vote on any motion in advance. If the motion is changed after the submission of the advanced vote then the vote is invalidated. The

Steering Committee member shall notify the Chair or Vice-Chair in writing or email at least twenty-four (24) hours prior to the scheduled start of the official meeting.

SECTION VI. MEETINGS

A. FREQUENCY

The Steering Committee shall make all efforts to meet on a quarterly basis. As circumstances dictate, any of these Quarterly meetings can be conducted as a Quorum Conference Call. Additional meetings can be scheduled at the discretion of the Chair/Vice-Chair with at least thirty (30) days notice. The management of the meetings of the Steering Committee is the responsibility of the Chair/Vice-Chair, with assistance from the staff.

B. REMOTE PARTICIPATION AND ELECTRONIC BALLOTS

The Chair/Vice-Chair may schedule conference calls and/or electronic ballots when urgent action is required. A quorum call, either by remote participation, conference call or email, must be scheduled no less than fifteen (15) calendar days in advance. Any materials to be considered must be provided at least seven (7) calendar days in advance of the call or email ballot. Actions taken on behalf of the Steering Committee require a simple majority of the Steering Committee members present once a quorum has been established, except as noted in Section VIII of these Bylaws.

C. DUTIES

The duties of the Steering Committee, subcommittees and the staff are specified in the APCO/NASTD/FEDERAL Project 25/34 PROCESS (P25 guidelines).

SECTION VII. SUBCOMMITTEES AND WORK GROUPS

By at least a simple majority vote of the P25 Steering Committee members present, once a quorum has been established, the Steering Committee may designate a chairperson for, assign responsibilities of, and appoint members to subcommittees and/or work groups.

A. SUBCOMMITTEES

Subcommittees will be permanent, or standing, sub-elements of the Steering Committee, until such time as they are abolished by the P25 Steering Committee members in accordance with Section VIII of these Bylaws. The creation or abolishment of subcommittees must be accomplished by a 2/3 majority vote of the P25 Steering Committee voting members present in accordance with Section VIII of these Bylaws.

B. WORK GROUPS

Work Groups will be ad hoc sub-elements, provided with a specific objective and being discontinued by the Steering Committee Chair/Vice-Chair, and the concurrence of the

Steering Committee when that objective is achieved, or is determined to be no longer appropriate.

Unless directed otherwise by the Steering Committee Chair or Vice-Chair, the Work Group Chairperson may involve others as participants of the Work Group as they deem appropriate. The members of a Work Group do not need to be Steering Committee members. Persons representing commercial entities may participate on Work Groups in an advisory capacity, but shall not have a vote.

C. USER NEEDS SUBCOMMITTEE

The User Needs Subcommittee (UNS) is a permanent sub-group within Project 25.

The members shall be representatives of user agencies/organizations and must submit a letter of confirmation to the Chair or Vice-Chair of the Subcommittee in accordance with the guidelines established within the subcommittee.

The Chair and Vice-Chair of the UNS shall be affirmed by the Steering Committee based on a 2/3 majority vote of the P25 Steering Committee voting members present in accordance with Section VIII of these Bylaws. The Chair and Vice-Chair shall be appointed or reaffirmed every two years and must have letter(s) of support from their sponsoring agency/organization.

The Chair and Vice-Chair may serve consecutive terms with the approval of 2/3 of the P25 Steering Committee voting members present in accordance with Section VIII of these Bylaws. If possible, the terms of the Chair and Vice-Chair should be alternating years.

Membership and Meeting Procedures for the UNS are included in this document as Appendix A.

SECTION VIII. VOTING

Voting shall be in accordance with *Robert's Rules of Order Newly Revised*, latest edition. Unless specified within the bylaws, action shall be based on simple majority of the members present, once a quorum has been established.

Actions that require a two-thirds (2/3) majority vote of the P25 Steering Committee voting members present, once a quorum has been established, include the following:

- Acceptance of Ex Officio and Associate Members (Section III. A. 2 and 3)
- Acceptance/Revisions of Staff Scope of Work (Section III. A. 4.)
- APCO/NASTD/FEDERAL Project 25/34 PROCESS (P25 guidelines) (Section VI. C.)

- Creation/Abolishment of Subcommittees (Section VII. A.)
- Appointment/Reaffirmation - User Needs Subcommittee Chair/Vice-Chair (Section VII. C.)
- P25 Steering Committee Bylaws Revisions (Section IX)
- Approval of Proposed Standards/Specifications to be forwarded to TR8
- Approval of Revisions of the Project 25 Users Statement of Requirements

SECTION IX. REVISIONS AND UPDATES

The Project 25 Steering Committee by-laws will be reviewed no less frequently than on a biennial basis and updated as necessary. Revisions to the by-laws require a 2/3 majority vote of the P25 Steering Committee voting members present in accordance with Section VIII of these Bylaws.

All proposed changes to the by-laws must be provided to the membership at least thirty (30) days prior to the official vote of the Steering Committee members.

APPENDIX A: PROJECT 25 USER NEEDS SUBCOMMITTEE – MEMBERSHIP AND MEETING PROCEDURES

Project 25 User Needs Subcommittee Membership and Meeting Procedures

Scope

The Project 25 (P25) Bylaws (Approved January 28, 2016) define the User Needs Subcommittee (UNS) as “a permanent sub-group within Project 25.” The UNS is intended to provide a forum for user input, education, and discussion on issues that come before, or are relevant to, the Project 25 Steering Committee. The User Needs Subcommittee is an advisory group to the Project 25 Steering Committee and is not a quorum body.

Authority

Nothing in this document shall supersede any process or authority set forth by the Project 25 Bylaws. If any part of this document conflicts with the Project 25 Bylaws, the Project 25 Bylaws shall take precedence. The P25 UNS leadership may present recommended revisions to this document to the Project 25 Steering Committee for consideration.

Leadership

- P25 UNS leadership is appointed by the P25 Steering Committee in accordance with the Project 25 Bylaws (Approved January 28, 2016):

“The Chair and Vice-Chair of the UNS shall be affirmed by the Steering Committee based on a 2/3 majority vote of the P25 Steering Committee voting members present...The Chair and Vice-Chair shall be appointed or reaffirmed every two years and must have letter(s) of support from their sponsoring agency/organization. The Chair and Vice-Chair may serve consecutive terms with the approval of 2/3 of the P25 Steering Committee voting members present...If possible, the terms of the Chair and Vice-Chair should be alternating years.”

- Any function or authority delegated herein to the P25 UNS Chair may be performed by the P25 UNS Vice-Chair in the Chair’s absence or at the Chair’s request.

Membership

- The P25 UNS consists of both members and observers that participate in P25 UNS meetings.
- The Project 25 Bylaws (Approved January 28, 2016) define UNS membership as follows:
“The members [of the User Needs Subcommittee] shall be representatives of user agencies/organizations and must submit a letter of confirmation to the Chair or Vice-

Chair of the Subcommittee in accordance with the guidelines established within the subcommittee.”

- Once the P25 UNS Chair has accepted a letter of confirmation from an applicant’s agency, the applicant shall immediately be considered a member of the UNS unless the P25 Steering Committee expresses a desire to review the membership decision.
- A P25 UNS observer is defined as a participant that does not represent an entity as described above or who represents such an entity but has not applied or been accepted for membership. This includes, but is not limited to, representatives of:
 - Commercial entities who provide P25 hardware, software, or services
 - Third-party/independent test laboratories
 - Other entities that have a vested interest in P25, LMR, and/or mission-critical communications but do not meet eligibility requirements for membership (e.g., research organizations and government regulatory agencies)
- Both members and observers may participate in open meetings of the P25 UNS, including the submission of documents for consideration at P25 UNS meetings.
- To maintain member status, a P25 UNS member must have participated in at least one UNS meeting in the past 12 months.
 - P25 UNS Leadership shall provide notice to members at least 60 days prior to the meeting at which a participant’s member status will lapse.
 - If more than 12 months have passed since a member’s most recent participation in a UNS meeting, the member shall be automatically removed from UNS rolls.
 - When a participant’s member status lapses, the participant’s management must request reinstatement of their member status by the same process required for an initial request.
- The P25 Steering Committee retains the final authority for approving P25 UNS membership applications and related matters, and remains responsible for conducting any appeals process that may result from the conduct of P25 UNS activities.

Meetings

- A minimum of six P25 UNS meetings shall be held in a calendar year. A minimum of two of these meetings shall be face-to-face meetings.
- Whenever possible, meetings shall be announced to the P25 UNS distribution list no later than 30 days prior to the date of the meeting. Whenever possible, a draft agenda shall be distributed no later than 10 days prior to the date of the meeting.
- While in-person participation is strongly encouraged, a teleconference bridge will be provided for in-person meetings, and full participation by teleconference accommodated, whenever reasonably possible.

- Executive Sessions
 - In general, meetings are open to both members and observers. However, there will be cases in which the P25 UNS will initiate an executive session wherein it will meet only with its members.
 - During an executive session, only members and others specifically invited to participate by the P25 UNS leadership may be present. Members of the P25 Steering Committee may also participate in an executive session of the P25 UNS.
 - Meeting summaries, notes, and other meeting materials provided or developed during an executive session will be distributed only to members of the P25 UNS and the P25 Steering Committee.