

Commercial Facilities Government Coordinating Council Charter

Article I – Official Designation

The official designation of this Council is the “Commercial Facilities Sector Government Coordinating Council,” herein after referred to as the “GCC.”

Article II – Mission and Purpose

The mission and purpose of the GCC is to provide effective coordination of Commercial Facilities security and resilience strategies and activities, policy, and communication across government and between the government and the sector to support the nation’s homeland security mission. It acts as the counterpart and partner to the private industry-led Commercial Facilities Sector Coordinating Council (SCC) to plan, implement and execute sufficient and necessary sector-wide security and resilience programs for the nation’s Commercial Facilities.

Article III – Objectives and Scope of Activity

The Council coordinates strategies, activities, policies, and communications across governmental entities within the sector, and also reaches out across the national partnership structure defined in *NIPP 2013: Partnering for Critical Infrastructure Security and Resilience*¹ and other policy documents in coordination with and in support of the Commercial Facilities Sector Coordinating Council.

The scope of activity of the Council includes, but is not limited to:

- Serve as the Sector Specific Agency’s (SSA) interagency strategic communications and coordinator at the sector level through partnership with DHS and other supporting agencies across various levels of government;
- Work together to promote continuous improvement of security and resilience efforts within the sector as national and sector goals and priorities are addressed;
- Promote adoption and implementation of physical and cyber risk management processes, best practices, and use of innovative methods across the sector during implementation of the Cybersecurity Framework;
- Identify and support the information-sharing capabilities and mechanisms that are most appropriate for state, local, tribal, and territorial (SLTT) entities; and
- Coordinate with and support the efforts of the sector to plan, implement, and execute the Nation’s critical infrastructure security and resilience mission; establish sector goals and priorities and report on the progress made for addressing them as well as the applicable national priorities.

Article IV – Membership and Member Representatives

For the text of NIPP 2013, see
http://www.dhs.gov/sites/default/files/publications/NIPP%202013_Partnering%20for%20Critical%20Infrastructure%20Security%20and%20Resilience_508_0.pdf.

The SSA shall be responsible for identifying and organizing a representational council to include the appropriate federal agencies and SLTT members.

With the principle of diverse representation of the sector in mind, organizational membership within the Council is defined as follows:

The permanent membership will be composed of key representatives and influential leaders on Commercial Facilities safety/security issues from Federal, State and local governments. Official, voting members, named to the Council are director-level, or equivalent representatives with appropriate delegated authority to act on their agency's behalf, from:

- Department of Education
- Department of Homeland Security
 - National Protection and Programs Directorate
 - Federal Protective Service
 - Infrastructure Protection
 - Office of Cyber & Infrastructure Analysis
 - Office of Cybersecurity & Communications
 - Office of Infrastructure Protection
 - Interagency Security Committee
 - Sector Outreach Programs Division
 - Federal Emergency Management Agency
 - Office of Intelligence & Analysis
- Department of Justice
 - Federal Bureau of Investigation
- Department of Health & Human Services
- U.S. Department of Agriculture
- U.S. General Services Administration

The Secretariat will maintain a list serve of Council members, which any member may use as deemed appropriate.

Each member also will assign an alternate to represent the Council member during his/her absence. The alternate will have decision-making authority as designated by the member as the member deems appropriate for the issues to be presented at a meeting. In order to conduct Council business, Member Representatives should have decision-making authorities. The Member shall notify the Council Chairperson, via email, of its representatives and POCs.

Each member has the flexibility to have other representation at meetings other than the official alternates, but must clearly designate the representative's decision-making authority prior to the meeting via email to the SSA Chair.

The Council reserves the right to invite ad hoc or ex officio membership to meet expertise requirements necessary to fulfill its mission. Ex officio members are defined as non-voting participants whose criteria and qualifications for participating will be based upon the ongoing needs for expertise and decisions by the GCC leadership. The purpose of their membership is for the GCC to gain relevant organizational and institutional representation and expertise. Ex officio members may attend meetings and conference calls. Ex officio membership will be withdrawn, by determination of the Council, when ongoing expertise is no longer required.

Subject matter experts are non-voting participants drawn from any organization from which the Council needs expertise on an ad hoc basis.

Article V – Governance and Officers

The Council will make all policy decisions by a consensus of those participating in the decision, which must at a minimum be a quorum. Where consensus is not possible on a policy matter, no decision will be adopted by the Council. With adequate notice, the Council may make policy decisions by email. Such decisions will require a consensus of those responding, which must at a minimum be a quorum.

Council members will make decisions through a consultative process, encouraging the exchange of information and points of view, and will strive for consensus. Although any member may disagree with a decision, other members will strive to understand and strive to close the gaps creating the disagreement. Dissension will be recognized and reasons clearly understood by all other members when a member absolutely cannot agree. When there is dissension, the Council may move forward and take action, nevertheless, to fulfill obligations of members of the Council. GCC leaders/members will strive to meet timelines and deliverables even when there is less than full agreement.

The Council recognizes that each member represents a government entity or organization with inherent legal authorities and parameters within which they must operate. At times, these authorities may restrict a member's ability to provide agreement on a decision. These inherent legal authorities must be clearly articulated so to be understood by the Council as the basis for dissent and the inability to enter into consensus.

The Council also recognizes that members may not always have a stake in every issue discussed. Any member may abstain from voting if their programs or authorities are not involved, thereby deferring to members who have specific competence in the issue at hand.

Quorum

A quorum for decision-making is defined as consisting of at least one representative from a majority of voting members. Attendance is either by in-person participation or via conference call.

Officers

As defined in NIPP 2013, each GCC is chaired by a representative from the designated SSA with responsibility for ensuring appropriate representation on the council and providing cross-sector coordination with SLTT governments.

The DHS Assistant Secretary for Infrastructure Protection or his/her designee co-chairs all GCCs. The leadership body will facilitate the decision-making process to improve preparedness of the sector using standard business practices. They will work in consultation with Council membership to reach consensus on Council business and through this process identify the means by which each decision will be communicated to appropriate government or private sector entities.

Article VI – Meetings

The Council will meet regularly in Washington, DC and/or in an alternative destination in consultation with the Council Members, with additional scheduled meetings and/or conference calls as needed. The fourth quarter meeting (or one of them, if there are more than one) shall be deemed the “Annual Meeting.”

- All members must be working towards the same goal and purpose of improving the security of the nation’s Commercial Facilities Sector;
- All members need to participate;
- Discussion and deliberations must recognize and take advantage of each members/organization’s strengths, skills, and perspective;
- Result of GCC discussion and deliberations must be a coherent voice made up of each member’s contributions;
- Each discussion shall be honest and forthright.
- The lead, through the Secretariat, will canvass GCC members prior to the scheduled meeting for priorities and agenda topics;
- The GCC will hold its discussion for set amount of time or upon agreement/closure, bringing in Subject Matter Experts as needed;
- The lead member will ask for GCC agreement for continuation/completion/reconsideration for each agenda topic;
- If substantial work effort is required through workgroups, the lead member will appoint a GCC member to lead the workgroup;
- A minimum of three (3) GCC members must offer subject matter experts to the workgroup.

Article VII – Recordkeeping

The procedures for the handling, storage, and disposition of Council records and other documentation are in accordance with Federal Records Management policy, as well as directives and guidelines for the Commercial Facilities SSA.

The records of the committee, formally and informally established subcommittees, or other subgroups of the committee shall be handled as defined by the Secretariat.

The Secretariat, provided by DHS, will provide meeting and organizational support to include: coordination for agenda development, support for agency lead on monitoring and closure of issues and initiatives, administrative support, logistics (travel, meeting room facility), and will establish a communication mechanism for the GCC and with the SCC.

It is the responsibility of the Chairperson to ensure that secretariat support is provided to the Council in the following areas:

- Agenda development;
- Monitoring and closure of issues and initiatives;
- Administrative and meeting support, including logistics and meeting minutes;
- Communications;
- Member and records management; and
- Maintenance of Council governance documents.

The Secretariat will:

- 1) Consult with designated lead agency to provide support for developing agenda, maintaining a calendar for GCC and joint council meetings;
- 2) Provide to all members, no later than one week before the meeting, a clear and set agenda with documents and preparatory materials;
- 3) Compile the minutes of each meeting and send to GCC members with the leader concurrence within a week of the meeting for review and concurrence by all the members;
- 4) Develop processes to identify and develop issues to support Council and its leadership;
- 5) Maintain and follow up on the catalogue of GCC topic/issues and work products and their status;
- 6) Develop and implement logistics of meetings, either in person or teleconference;
- 7) Provide other support as needed.
- 8) Discussion and deliberations must recognize and take advantage of each member's organization's strengths, skills, and perspective.

Article VIII – Communications

The Council Chairperson will ensure a communication mechanism exists for sharing information among Council membership, and to share information with appropriate counterparts and leadership of the Commercial Facilities SCC, as applicable.

The Sector relies on the Homeland Security Information Sharing Network—Commercial Facilities Sector (HSIN-CS) as the principal operational tool to communicate threat information to the Sector. The Council may develop or choose to rely on additional or alternative communications mechanisms. These mechanisms may provide additional amounts or types of information.

Article IX – Working Groups and Special Committees

Subcommittees, workgroups and/or special committees are established when substantial investigation, research or other tasks are required which cannot be achieved at a regular GCC session. All products of the workgroups will advise council members on various issues, directions and processes. Through their primary or alternate Representatives, each

Member agency may designate individuals to serve on workshops or act as Subcommittees, workgroups and/or special committees leads.

The Council establishes Subcommittees, workgroups and/or special committees that:

- Consist of personnel selected by the Council based on the issue under study and its scope;
- Have a specific and clearly defined mission and scope, time limit, and deliverable(s);
- Select a Subcommittees, workgroups and/or special committee Chair charged with ensuring that the Subcommittee, workgroup and/or special committees achieves its mission and stays within scope; and
- Are subordinate to the Council and report their activities to the Council;
- Conduct substantial investigation, research and or development when required, which cannot be achieved by a regular session of the Council;
- Consist of representation to be determined by the scope of the topic;
- Identify a GCC member to lead to maintain continuity and consistency;
- Have specific and clear charge, time limit, and deliverable as part of initiating the work group;
- Are supported by the Secretariat as required.

When the Commercial Facilities GCC and SCC form joint Working Groups, the GCC Working Group Chair will work in close coordination with the corresponding SCC Working Group Chair. Joint GCC/SCC Working Groups may be conducted under Critical Infrastructure Partnership Advisory Council (CIPAC) when established in compliance with CIPAC requirements through the CIPAC Designated Federal Officer (DFO) within the CIPAC Executive Secretariat.

Article X – CIPAC Membership and Representation

As explained in the CIPAC Charter of March 17, 2014, the Secretary of Homeland Security established the CIPAC in March 2006, and exempted the CIPAC from the Federal Advisory Committee Act (FACA).

CIPAC facilitates interaction between government officials and representatives of the community of owners and/or operators for each of the 16 critical infrastructure sectors defined by PPD-21 and identified in NIPP 2013. When participating in CIPAC activities, the Council will comply with all requirements defined in the CIPAC Charter and guidance issued by the CIPAC Executive Secretariat.

CIPAC membership is defined in the CIPAC Charter. GCC member organizations shall automatically be a CIPAC Member upon notification from the Chairperson to the CIPAC DFO via CIPAC@hq.dhs.gov.

A CIPAC Member may have more than one CIPAC Member Representative. The Member Representative's name and contact information shall be added to the CIPAC Attendee Roster upon notification to the CIPAC DFO by the Council Chairperson via CIPAC@hq.dhs.gov.

The procedures for maintaining a CIPAC Member Representative list within the Council are as follows:

- Council Members will inform the Chairperson via email of their Member Representatives to participate in CIPAC activities.
- Membership Rosters. The Secretariat will maintain a list serve of Council members, which any member may use as deemed appropriate. The Chairperson will inform the CIPAC DFO via email of changes and/or updates to the membership rosters on a quarterly basis, or as required.

Article XI – Amendments

The Council may at any time amend this Charter by a consensus of the membership. The amended Charter shall be forwarded in a timely manner to the CIPAC DFO for posting on the CIPAC public Website.

Article XII – Duration

This Charter shall be in effect from the date of signing. If amended, the Charter shall be in effect after the amendment is approved. The Council shall review annually and propose changes as necessary for consideration.

Article XIII – Approval

The Council approved this Charter on February 11, 2015 according to Council procedures, as attested to by the following authority.

Director,
Sector Outreach and Programs Division
Office of Infrastructure Protection
U.S. Department of Homeland Security