



National Fenestration Rating Council Incorporated

NFRC 710-Operating Policy Manual

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Ninth Edition

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Inc.**

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Table of Contents

1. Scope.....	5
1.1 Operating Policies.....	5
1.2 Mission.....	5
1.3 Goals.....	5
1.4 Definitions.....	5
2. Organizational Structure of NFRC.....	6
2.1 Overview.....	6
2.1.1 Members.....	6
2.1.2 Board of Directors.....	6
2.1.3 Executive Committee.....	6
2.1.4 Executive Director.....	6
2.1.5 Other Corporate Officers, Ombudsman.....	6
2.1.6 Committees.....	6
2.1.7 Subcommittees.....	6
2.1.8 Task Groups.....	6
2.2 Governance Structure and Responsibilities of NFRC.....	7
2.2.1 Membership.....	7
2.2.2 Board of Directors.....	7
2.2.2.1 Fenestration Industry Category.....	7
2.2.2.2 General Interest Category.....	8
2.2.2.3 Labs Category.....	8
2.2.2.4 Ex-Officio Members.....	8
2.2.3 Executive Committee.....	8
2.2.4 Other Corporate Officers, Ombudsman.....	8
2.2.5 Executive Director, Deputy Executive Director.....	9
2.2.6 Ad Hoc Committees.....	9
2.2.7 Standing Committees.....	9
2.2.7.1 Accreditation Policy Committee.....	9
2.2.7.2 Certification Policy Committee.....	9
2.2.7.3 Technical Interpretation Policy Committee.....	9
2.2.7.4 Technical Committee.....	9
2.2.7.5 Research and Technology Committee.....	9
2.2.7.6 Ratings Committee.....	10
2.2.7.7 Regulatory Affairs and Marketing Committee.....	10
2.2.7.8 Steering Committee.....	10
2.2.7.9 Committee Membership.....	10
2.2.8 Subcommittees.....	11
2.2.8.1 Formation of Subcommittees.....	11
2.2.8.2 Subcommittee Membership.....	11
2.2.9 Task Groups.....	11
2.3 Methods for Action by Task Groups, Subcommittees, and Committees.....	11
2.3.1 Task Groups.....	11
2.3.2 Subcommittee Action.....	12
2.3.3 Committee Action.....	12
3. Meetings of Members, Committees, Subcommittees and Task Groups.....	13

3.1	<i>Types of Meetings</i>	13
3.1.1	Committee Meetings at the Regular Membership Meetings.....	13
3.1.2	Special Meetings.....	13
3.1.3	Telephone and Web cast Meetings.....	13
3.1.4	Staff Representation	13
3.2	<i>Conduct of Meetings of the Members, Committees, Subcommittees and Task Group</i>	13
3.2.1	Notice	13
3.2.1.1	Member Meetings	13
3.2.1.2	Special Policy Committee Meetings	13
3.2.1.3	Task Group Meetings	13
3.2.1.4	Meeting Conduct Guidelines.....	13
3.2.1.5	Meeting Notification Methods	14
3.2.2	Quorums.....	14
3.2.2.1	Member Meetings	14
3.2.2.2	Committee Ballots.....	14
3.2.2.3	Subcommittee and Task Group	14
3.2.2.4	Committee, Subcommittee and Task Group Considerations and Actions.....	14
3.2.3	Open Meetings	15
3.2.4	Closed Meetings.....	15
3.2.5	Minutes	15
3.2.6	Proxies.....	15
4.	Voting Procedures	15
4.1	<i>Membership, Committee, Subcommittee and Task Group Voting Method</i>	15
4.2	<i>Vote Required</i>	16
4.2.1	Membership Meeting	16
4.2.2	Voting at a Committee Meeting.....	16
4.2.3	Voting by Committee Ballot	16
4.2.4	Subcommittee Meetings or Ballots	16
4.3	<i>Method for Voting by Ballot</i>	16
4.3.1	Format.....	16
4.3.2	Ballot	17
4.3.3	Deadlines	17
4.4	<i>Resolution of Negative Votes Received on Written Ballots</i>	17
4.4.1	Substantive	17
4.4.2	Editorial.....	17
4.4.3	Not Germane	18
4.4.4	Negatives classified as "Editorial."	18
4.4.5	Negatives classified as "Substantive."	18
4.4.6	Negatives classified as "Not Germane."	18
4.5	<i>Reporting of Votes</i>	18
5.	Procedures for Adoption and Modification of Rating Procedures and Product Certification Program Documents	19
5.1	<i>Rating Procedure and Product Certification Program Document Adoption Process</i>	19
5.2	<i>Schedule and Method for Adoption and Modification of Rating Procedures New Rating Procedures</i>	19
5.2.1	New Rating Procedures	19
5.2.2	Existing Rating Procedures	20
5.3	<i>Modification of Program Documents</i>	20

5.4	<i>Proposal Process for Rating Procedures and Product Certification Documents</i>	20
5.5	<i>Schedule for Publication of New or Modified Rating Procedures and Program Documents Rating Procedure</i>	21
5.6	<i>Sunset Provisions for NFRC Rating Procedures and Program Documents</i>	21
5.7	<i>Approval of NFRC Procedures as American National Standards under ANSI Requirements</i>	21
5.7.1	ANSI Standards Development and Revisions	21
5.7.2	Composition of ANSI Standards Committee	21
5.7.3	Duties of the Standards Committee	23
5.7.4	Standards Committee Task Groups	23
5.7.5	Membership Roster	23
5.7.6	Proxies	23
5.7.7	Standards Committee Review and Balloting	24
5.7.8	Public Review and Comment	24
5.7.9	Vote	25
5.7.10	Ballot Result	25
5.7.11	Consideration of Negative Ballots and Public Comments	25
5.7.12	Ratification by Board of Directors	26
5.7.13	Appeals	26
5.7.14	Final Actions	27
5.7.15	Patent Policy for NFRC ANSI Approved Standards	27
5.7.16	Retention Policy for NFRC ANSI Approved Standards	27
6.	Technical or Program Interpretations Process	28
6.1	<i>Staff Clarifications</i>	28
6.2	<i>Types of Interpretations</i>	28
6.2.1	Technical Interpretations	28
6.2.2	Program Interpretations	29
7.	Attachment A-Assignment of Copyright in Proposals and Comments submitted to NFRC, Inc.	31
8.	Attachment B-Guidelines for Orderly Conduct of NFRC Committee and Subcommittee Meetings	32
9.	Attachment C-Duties of Members Attending NFRC Meetings	33
10.	Attachment D-Duties of Meeting Chairs	34

1. Scope

1.1 Operating Policies

The Operating Policies set forth in this document supplement the Articles of Incorporation, Bylaws, and NFRC program documents. The Operating Policies establish the procedures for operations of NFRC's committees, subcommittees, and task groups. The Operating Policies also summarize the governance structure of NFRC. The NFRC Operating Policies are established by NFRC's Board of Directors, and may be amended or waived by the Board as necessary at any time.

The NFRC Operating Policies refer to various NFRC policies, procedures, and programs. In the event of a conflict between these Operating Policies and the NFRC Articles of Incorporation or Bylaws, the Articles or Bylaws shall govern.

1.2 Mission

The Mission of the National Fenestration Rating Council, Incorporated as a not-for-profit 501(c)(3) organization is to develop and administer comparative energy and related rating programs for fenestration products that serve the public and satisfy the needs of its private sector partners by providing fair, accurate and credible, user-friendly information on fenestration product performance.

1.3 Goals

- Strengthen the organization's ability to achieve its mission
- Continually evaluate and improve the existing NFRC programs
- Build new programs as needed
- Maintain a long-term global focus

1.4 Definitions

A **policy** is a general guideline by which NFRC is managed and administered. Policies are generally established by the NFRC Board of Directors, but may be set by any of the Council's standing committees, at the direction and with the approval of the Board.

A **procedure** is one of several methods by which a rating that represents fenestration product energy performance or other performance attribute is determined. Each rating procedure is set forth in an NFRC rating procedure document, such as *NFRC 100: Procedure for Determining Fenestration Product U-factors*. Procedures are generally developed through the NFRC committee structure and approved and adopted for implementation by the Board of Directors.

A **program** is one of the three operational systems comprising the NFRC Product Certification Program. Under the three programs, NFRC (i) accredits simulation and test laboratories to render reports of ratings developed utilizing an NFRC procedure, (ii) licenses independent certification and inspection agencies ("IAs") to issue product certification authorizations to manufacturers, and (iii) licenses manufacturers to label fenestration products to indicate NFRC certification. Each of these three programs is set forth in and governed by a program document. NFRC PCP *Product Certification Program* governs manufacturer product certification and labeling; IA licensing by *NFRC CAP: Certification Agency Program*; and test and simulation laboratory accreditation by *NFRC LAP: Laboratory Accreditation Program*. Whenever these programs are referred to in these operating procedures, the reference is deemed to be to the

most recent edition of the program document in effect. NFRC committees and subcommittees develop programs and the Board of Directors adopts them for implementation.

NFRC 600-Glossary and Terminology has all other definitions.

2. Organizational Structure of NFRC

2.1 Overview

2.1.1 Members

Membership is open to organizations with an interest in the production, regulation, specification, use, or promotion of, or development of technology related to, the energy performance of fenestration products and may include corporations, associations, other business and not-for-profit organizations and government agencies. NFRC may also create non-voting membership categories on terms established by the Board. NFRC has three main membership categories; Fenestration Industry, Labs and General Interest.

2.1.2 Board of Directors

The Board of Directors is comprised of twelve voting Directors elected from the membership. In addition, the Board has several non-voting, ex officio directors.

2.1.3 Executive Committee

The Executive Committee is comprised of three to seven Board members and may exercise the authority of the Board on matters delegated to it (subject to the control of the Board.)

2.1.4 Executive Director

The Executive Director is the chief executive officer of NFRC and is a non-voting ex-officio member of NFRC's Board.

2.1.5 Other Corporate Officers, Ombudsman

The Bylaws also provide for the election of the following corporate officers: Chair, Vice Chair, Secretary, and Treasurer. In addition, the Board may appoint an Ombudsman.

2.1.6 Committees

Several standing committees are mandated by the Bylaws. In addition, other committees and task groups may be formed on an ad hoc basis at the direction of the Board of Directors. Committee members are selected from the membership. Committees are generally responsible for recommending the establishment of NFRC procedures and programs that are presented to the Board of Directors for final approval before implementation.

2.1.7 Subcommittees

Subcommittees are formed from the membership at the discretion of the appropriate Committee Chair and with the approval of the Board of Directors. Subcommittees are responsible for tasks given to them by the Committee as they relate to the development of specific programs or procedures.

2.1.8 Task Groups

Task groups are formed by a subcommittee or subcommittee chair, a committee or committee chair or by the Board from NFRC Members and non-Members. Task groups are responsible for researching and developing the specific issues assigned to them.

2.2 Governance Structure and Responsibilities of NFRC

2.2.1 Membership

NFRC currently maintains three basic membership categories; Fenestration Industry, Labs and General Interest. The subcategories within the Fenestration Industry category currently include the following:

- The Fenestration Industry category includes the following types of organizations: fenestration manufacturers and suppliers; fenestration industry organizations, licensed inspection and accreditation agencies and general contractors/installers.
- The General Interest category includes the following: (i) utilities and energy service providers; (ii) architects, specifiers and design professionals; (iii) government and building code agencies, higher education and research institutions and (iv) nonprofit public interest and consumer organizations.
- The Labs category is designated for NFRC accredited simulation and/or testing laboratories.

The Members of NFRC are responsible for electing the Board of Directors, voting on any amendments to the Articles of Incorporation, approving any mergers of NFRC with a third party, the dissolution of NFRC and any other matters required to be approved by the Members under applicable law. Each Member must designate one representative to exercise the Member's vote. If Members are affiliated through common control or ownership, only one member of that group may cast a membership vote.

2.2.2 Board of Directors

The Board of Directors is vested by law with the authority to manage the business and affairs of NFRC and is responsible for the general direction, control, and management of its activities, including final authority to approve all policies procedures and programs for NFRC. The Board has the authority to amend the Bylaws and these Operating Policies. The Board may, on an ad hoc basis, waive compliance with any provision hereof in specific circumstances where the Board deems such waiver appropriate and in the best interests of the organization. The Board will comply with all ANSI requirements and section 5.7 procedures if such a waiver becomes necessary.

The Board has the authority to establish committees to assist it in its decision-making. The Board establishes the mission and goals of each committee and appoints a chair. The Board has the power to confirm the members of committees and to approve the establishment of subcommittees at the recommendation of the committee chair. The Board generally allocates responsibility for the establishment of NFRC procedures and programs to the appropriate committee chairs, who may in turn further assign responsibility for development to subcommittees.

The Board of Directors is composed of twelve voting members in three Board categories selected from NFRC's Members and several non-voting ex officio directors according to NFRC Bylaws. The Members elect voting Board members from individuals nominated by the Board of Directors. The Board chooses those nominees among individuals designated in writing by the Members. The three Board membership categories are defined as follows:

2.2.2.1 Fenestration Industry Category

Five representatives are elected from the Fenestration Industry Category. Individuals in this category must be employed by or have a significant affiliation with Members who are in the Fenestration Industry Membership Category. Of those five positions, at least three are to be filled by an individual employed or affiliated with an NFRC member from each of the following categories:

- (i) a primary glass manufacturer;
- (ii) a manufacturer that sells the majority of its fenestration products for use in commercial construction;
- (iii) a manufacturer that sells the majority of its fenestration products for use in residential construction;

2.2.2.2 General Interest Category

Six representatives who are employed by or have a significant affiliation with Members who are in the General Interest Membership Category. Of those six positions, at least three are to be employed or affiliated with a Member from each of the following categories: (i) **non profit** institution of research or higher education, (ii) a representative of a state or local government or building energy code office, (iii) nonprofit consumer, environmental, energy efficiency or other public interest organization.

2.2.2.3 Labs Category

One (1) representative who is employed by or who has a significant affiliation with a Member who is in the Labs Membership Category.

2.2.2.4 Ex-Officio Members

Currently, the Bylaws establish several ex-officio Board positions and allow the Board to appoint other non-voting ex-officio Board members. The ex-officio non-voting Board members required under the Bylaws are the chairs of each standing committee described in Section 2.2.7 below, Executive Director, and the Ombudsman.

2.2.3 Executive Committee

The Executive Committee is comprised of three to seven members including all corporate officers of the Board and the past Chair if they are then on the Board of Directors. The Board may also appoint other directors to the Executive Committee. The Executive Committee generally may act with the authority of the full Board of Directors in the management of the affairs of NFRC, subject to any limitations on that authority imposed by the Board. Non-voting ex-officio directors serving on the Executive Committees may vote on matters before the Executive Committee if the Board of Directors will independently review the committee's action.

2.2.4 Other Corporate Officers, Ombudsman

The corporate officers of NFRC include the following: Chair, Vice Chair, Secretary, Treasurer, and Executive Director. The Chair is responsible for presiding over meetings of the Members and the Board and is responsible for overseeing the proper governance of NFRC. The Vice Chair fulfills those duties in the Chair's absence. The Secretary is responsible for overseeing the maintenance of the corporate membership and Board records, and providing required notices of meetings. The Treasurer oversees the deposit and investment of NFRC funds. All officers are elected by the Board and, other than the Executive Director, serve one-year terms. In addition, the Board may appoint an Ombudsman to assist the Board in resolving issues within the organization. The Ombudsman serves for a period determined by the Board.

2.2.5 Executive Director, Deputy Executive Director

The Executive Director is an employee of NFRC and is selected by the Board of Directors. The Executive Director serves as the chief executive officer of NFRC and directs the day-to-day operations of the organization. The Executive Director is also a non-voting, ex-officio member of the Board of Directors. NFRC also has a Deputy Executive Director who is appointed by the Board. The Deputy Executive Director reports to the Executive Director and is designated to serve as the interim Executive Director in the absence or incapacity of the Executive Director.

2.2.6 Ad Hoc Committees

The Board of Directors may from time to time establish ad hoc committees comprised of at least two Board members to advise the Board of Directors on matters designated by the Board. The Board of Directors selects the members of any ad hoc committee, including any chair for that committee. These ad hoc committees may be dissolved at the direction of the Board of Directors. Among the ad hoc committees formed by the Board are the following: Audit Committee, Membership Committee, Governance Committee, and Legal Committee.

2.2.7 Standing Committees

The Committees referenced below are standing committees created under NFRC's Bylaws. The Board selects these committees chair. A vice chair for each committee may be appointed at the Committee chair's discretion. These committees conduct their business according to the Operating Policies Manual. Each committee's recommendations and decisions are subject to approval, disapproval, or modification by the Board of Directors. The following are the Standing Committees and a summary of the authority of those committees as set forth in the Bylaws:

2.2.7.1 Accreditation Policy Committee

This committee has the authority to oversee NFRC's laboratory accreditation program, including issuing policy interpretations relating to laboratory accreditation; ruling on appeals properly brought pursuant to procedures established by NFRC's Board of Directors or set forth in program documents; and recommending modifications to NFRC's laboratory accreditation program.

2.2.7.2 Certification Policy Committee

This committee has the authority to oversee NFRC's product certification program, including, but not limited to, issuing policy interpretations relating to product certification or independent inspection agency licensing; ruling on appeals properly brought pursuant to procedures established by the Board of Directors or set forth in program documents; and recommending modifications to NFRC's product certification program.

2.2.7.3 Technical Interpretation Policy Committee

This committee has the authority to provide answers to technical interpretation requests relating to NFRC's rating procedures and coordinate the consistency of the interpretation between procedures.

2.2.7.4 Technical Committee

This committee has the authority to develop, coordinate, and oversee NFRC's tools, standards and procedures for rating fenestration products.

2.2.7.5 Research and Technology Committee

This committee has the responsibility for coordinating research necessary to ensure technical accuracy of current and future rating systems and other responsibilities as specified from time to time by the Board.

2.2.7.6 Ratings Committee

This committee has the authority to develop, coordinate, and oversee NFRC's certification and labeling programs to assure the uniform application of the rating system.

2.2.7.7 Regulatory Affairs and Marketing Committee

This committee has the responsibility to make recommendations to the Board regarding NFRC's communications and other informational and educational materials and projects. The committee also assists the Board in developing and coordinating NFRC's relationships with and the use of NFRC's ratings by federal, state and local government, international rating organizations, code development, professional and trade organizations and other voluntary programs and to disseminate information in these areas to NFRC Members.

2.2.7.8 Steering Committee

This committee has the responsibility to make recommendations to the Board of Directors on matters pertaining to NFRC's rating and certification programs and on technical issues to be presented for action to the Board of Directors from the Technical Committee, Research and Technology Committee, Ratings Committee, Technical Interpretation Policy Committee, Certification Policy Committee and Accreditation Policy Committee.

2.2.7.9 Committee Membership

The Board of Directors selects members of the Accreditation Policy Committee, the Certification Policy Committee, and the Technical Interpretation Policy Committee.

To become a member of the Technical Committee, the Research and Technology Committee, the Ratings Committee, or the Regulatory Affairs and Marketing Committee, the designated NFRC Member representative shall attend a meeting of the committee, and request, by signing the attendance list and checking a member declaration box, inclusion on the committee roster. The committee chair maintains the committee roster. A committee member may then vote at the next committee meeting they attend. Each NFRC Member shall be entitled to only one vote on matters before that committee.

Committee members are expected to have significant knowledge and experience in the subject matter area within the committee's jurisdiction. Committee members must be the designated voting representatives, or designated alternates, of an NFRC Members by whom they are employed or with whom they are affiliated.

All committee members must participate in committee proceedings in a professional, courteous, and constructive manner. Regular attendance at committee meetings is a requirement for committee membership. After establishing committee membership, failure to attend two consecutive meetings without the approval of the chair may result in the removal of the committee member from the committee roster. Presence by proxy does not qualify as attendance for this purpose.

2.2.8 Subcommittees

NFRC procedure and program decision-making generally begins when a subcommittee undertakes developing and voting on a proposal that, upon approval by the subcommittee, is referred to the full committee.

2.2.8.1 Formation of Subcommittees

Committee chairs may recommend to the Board the formation of subcommittees to work on specific issues related to the committee's authority. The Board of Directors shall approve the establishment of subcommittees and their missions. A committee chair may name a chair of each subcommittee, with Board approval, to serve for a term of three years. A subcommittee chair may serve two successive terms. A vice chair may be appointed at the committee chair's discretion.

2.2.8.2 Subcommittee Membership

To become a subcommittee member, the designated representative of an NFRC Member shall attend a meeting of the subcommittee. A Subcommittee member may vote at the first subcommittee meeting they attend. A subcommittee member may vote at the first subcommittee meeting they attend.

Subcommittee members are expected to have significant knowledge and experience in the subject matter area within the subcommittee's jurisdiction. Subcommittees report to the full committee.

2.2.9 Task Groups

A subcommittee, a subcommittee chair, a committee, or a Board committee chair may form a task group. A task group provides a forum for discussing specific issues and develops positions on issues to be reported to NFRC subcommittees. Task groups are not a component of the formal NFRC decision-making structure, but advise the appropriate subcommittee, committee, or the Board and make recommendations on specific issues that are requested of them. Task groups generally will be limited to a small number of individuals who may be NFRC Members or non-Members and shall work at the specific direction of the subcommittee chair on an issue whose parameters are defined by the subcommittee. Reports and recommendations of task groups are submitted for consideration to the subcommittee that has jurisdiction of the particular issue unless the task group is directed to report directly to a committee or the Board. Task groups serve at the pleasure of, and for a period established by, the subcommittee chair. Task groups are dissolved by the Chair, as applicable, of the subcommittee, committee, or the Board when an assigned task is completed.

2.3 Methods for Action by Task Groups, Subcommittees, and Committees

2.3.1 Task Groups

Task groups may, but are not required to, use a "Task Group Feedback Request" or (TGFR) to present preliminary information for modification to Program documents and to seek member and stakeholder feedback before a formal ballot is issued. The TGFR shall include a statement of the reason for the feedback request and a copy of the document. Each TGFR shall provide a method of indicating feedback for or against the matter. All timelines and methods of distribution are determined by the task group chair. Task groups do not require quorums for any

action of the task group and the work on the program documents is open to both Members and interested stakeholders.

2.3.2 Subcommittee Action

Any action to initiate a new or amended NRFC program or procedure must be authorized by the Board of Directors, on terms and conditions established by the Board. If authorized by the Board of Directors, a proposal to establish or amend NRFC procedures and programs are generally assigned as tasks to a subcommittee to formulate a plan of action and to draft the necessary documents. The subcommittee chair may create smaller task groups to perform subsets of the assigned tasks. Once work on a task proposal is completed, the subcommittee reports its findings in writing to the relevant committee. Votes taken at the subcommittee level may either be voice votes, show of hands, or written ballots in accordance with the procedures set forth in Section 4.3 below:

A subcommittee may:

- Approve a proposal either as written or with amendments and report the proposal to the full committee.
- Reject a proposal as presented and return the proposal to subcommittee members or a task group for review and redrafting.
- With the approval of the committee chair, submit a proposal to the relevant committee for a concurrent written ballot of all committee and subcommittee members.

2.3.3 Committee Action

A proposal, whether reported by a subcommittee or initiated by a committee, shall be considered by a committee in order to be reported to the Board of Directors. Votes taken at the committee level may either be voice votes, show of hands, or written ballots in accordance with the procedures set forth in Section 4.3 below:

A committee may:

- Approve the proposal as recommended or with amendments and report the proposal to the Board of Directors for review and action. Proposals reported to the Board of Directors shall be in writing and shall provide information sufficient for the Board to render a decision on whether to approve, modify or reject the proposal or return the proposal to the committee for further work.
- With the approval of the committee chair, conduct a concurrent ballot of all committee and subcommittee members.

3. Meetings of Members, Committees, Subcommittees and Task Groups

3.1 Types of Meetings

3.1.1 Committee Meetings at the Regular Membership Meetings

Presently, NFRC holds regular membership meetings three times each year, in the Spring, Summer and Fall. Each of the committees and subcommittees typically meet at these regular membership meetings and if the schedule allows as determined by the Board of Directors, task groups may meet. No notice is required to be given to members that committee or subcommittee meetings will be convened at the regular NFRC membership meetings. Task groups are strongly recommended to meet via phone or web conferencing between regular membership meetings. Task groups should schedule face-to-face meetings only if necessary and with the governing subcommittee chair's approval.

3.1.2 Special Meetings

Committees, subcommittees, and task groups may hold special meetings at the discretion of their respective chairs.

3.1.3 Telephone and Web cast Meetings

Any meeting of the committee, subcommittee, or task group may be held by conference telephone or by web cast or other internet connection so long as all parties present can participate and hear each other at the same time.

3.1.4 Staff Representation

Either the NFRC Executive Director and/or a designated NFRC staff person shall be present at all committee, subcommittee, and task group meetings.

3.2 Conduct of Meetings of the Members, Committees, Subcommittees and Task Group

3.2.1 Notice

3.2.1.1 Member Meetings

Notice of NFRC Member meetings, as well as meetings of the Technical Committee, Ratings Committee, Regulatory Affairs and Marketing Committee and Research and Technology Committee and their subcommittees, whether regular or special, shall generally be given not less than 10 days nor more than 90 days prior to the meeting.

3.2.1.2 Special Policy Committee Meetings

Notice of a special meeting of the Accreditation Policy Committee, Certification Policy Committee or Technical Interpretation Policy Committee shall be given to the committee members not less than seven days prior to the meeting. However, notice of any such committee meeting held in connection with a Spring, Summer or Fall regular membership meeting shall be given according to notice requirements specified in Section 3.2.1.1.

3.2.1.3 Task Group Meetings

Task Group meetings shall be called on no less than seven days prior notice.

3.2.1.4 Meeting Conduct Guidelines

Meetings of NFRC members, committees, subcommittees, and task groups shall be conducted in accordance with *Attachment B – Guidelines for Orderly Conduct of NFRC Meetings*. Members attending these meetings shall conduct themselves in the manner set forth in *Attachment C - Duties of Members Attending NFRC Meetings*. Meetings of NFRC members, committees, subcommittees, and task groups should be well planned and professionally conducted. For that purpose, the duties of meeting chairs and members and guests attending NFRC meetings are referenced in *Attachment D - Duties of Meeting Chairs*.

3.2.1.5 Meeting Notification Methods

Notice of all NFRC membership, committee, subcommittee, and task group meetings may be given by electronic mail, regular mail, and facsimile or express courier service.

3.2.2 Quorums

3.2.2.1 Member Meetings

For Member meetings, the presence in person or by proxy of a majority of the voting Members shall constitute a quorum for the transaction of any business. For mail or electronic ballots by NFRC Members on matters presented to the general membership for vote (e.g., election of director), the number of Members required to return ballots to obtain a quorum shall consist of a majority of the voting membership.

3.2.2.2 Committee Ballots

For committee meetings, the presence in person or by a proxy of a simple majority of all committee members set forth on the committee roster shall constitute a quorum for the transaction of any business. The determination of the presence of a quorum shall be established at the commencement of a meeting by the chair. NFRC staff shall assist the chair in determining whether a quorum of members is present. A quorum of committee members for the Technical Committee, Ratings Committee, Regulatory Affairs and Marketing Committee and Research and Technology Committee is required only at the beginning of a meeting. All other committees must retain a quorum at the time of any vote and the chair of that committee has the sole discretion to determine whether a quorum of committee members continues to be present at the time of any vote at that meeting. The chair subsequently has the sole discretion to determine whether a quorum of committee members is present. For mail or electronic ballots on committee actions, the number of members required to return ballots to obtain a quorum shall be a simple majority of the current committee roster.

3.2.2.3 Subcommittee and Task Group

There are no quorum requirements at either subcommittee or task group meetings. However, subcommittee and task group chairs are asked to make sure that a significant number of voting members listed on subcommittee and task group rosters are represented at meetings.

3.2.2.4 Committee, Subcommittee and Task Group Considerations and Actions

Committees, subcommittees, and task groups are authorized to consider and address only the issues and matters within their scope, as approved by the Board, unless otherwise specifically directed by the Board. Committees, subcommittees and task groups shall follow all Board directives and guidance when considering, discussing and acting on any issue or proposal.

3.2.3 Open Meetings

Regular membership meetings and meetings of all NFRC committees, subcommittees, and task groups are open to all Members and non-members subject to Section 3.2.4 below. At each regular Spring, Summer, and Fall membership meeting, the Board shall conduct its regular Board of Directors meeting in open session subject to Section 3.2.4 below.

3.2.4 Closed Meetings

Meetings of the Board of Directors (other than the regular meetings conducted at the membership meetings) shall be conducted in closed session unless otherwise directed by the Chair. Any other meeting of the Board of Directors, or any meeting of the Executive Committee, the Certification Policy Committee, the Accreditation Policy Committee, and the Technical Interpretations Policy Committee may also be closed, at the discretion of the chair, when the discussion pertains to a matter which is proprietary, confidential or sensitive to NFRC, an NFRC member or program participant, or which involves a legal question or risk which, if discussed in an open setting, in the opinion of NFRC's legal counsel, could impair a legal right or expose to a legal risk to NFRC, an NFRC Member, a program participant, or any other person.

3.2.5 Minutes

NFRC staff, with the assistance of the appropriate recording secretary, is responsible for recording minutes of the Board of Directors and of committees and subcommittee meetings. At task group meetings, the task group secretary has responsibility for preparation of meeting minutes. Minutes of all meetings of the Board, committees, subcommittees, and task groups shall be distributed to NFRC Members by NFRC staff. Distribution may be made by posting on NFRC's website.

Minutes shall record:

- The meeting attendees
- All action items
- All votes taken and the results thereof
- Any other items deemed pertinent and appropriate inclusion by the chair

3.2.6 Proxies

The designated representative of an NFRC Member may give a proxy to cast his/her vote to any voting Member in order to participate in any membership, committee or subcommittee meeting but not in meetings of any task groups.

Voting members of a committee or subcommittee may carry no more than one proxy.

Proxies shall be in writing and filed with NFRC staff prior to the beginning of each meeting at which the proxy is to be exercised. A proxy shall be valid only for the specific meeting identified in the proxy.

4. Voting Procedures

4.1 Membership, Committee, Subcommittee and Task Group Voting Method

Except as provided in section 4.2. below, voting at a meeting of the members or of a committee, subcommittee or task group shall be conducted by voice vote following a motion made by a voting member and seconded by a voting member but may alternatively be conducted by roll call or a show of hands, at the discretion of the chair, subject to compliance with the Operating

Policies Manual and Robert's Rules of Order. Any vote shall be recorded by the recording secretary and included in the minutes of the meeting.

Any vote at a membership or a committee meeting may be taken by written ballot as deemed appropriate by the chair. A written ballot shall be conducted in accordance with section 4.3.

Any vote of a subcommittee may be taken by written ballot as deemed appropriate by the chair of the subcommittee. A subcommittee written ballot shall be sent by staff to all NFRC voting members and shall be conducted in accordance with section 4.3.

4.2 Vote Required

4.2.1 Membership Meeting

At any NFRC membership meeting at which a quorum is present, the affirmative vote of a simple majority of the members present in person or by proxy shall constitute action by the Members unless a higher vote is required by applicable law.

4.2.2 Voting at a Committee Meeting

At any committee meeting where a quorum is present (if a quorum is required at the time of the vote as provided in section 2.2.2), the affirmative vote of a simple majority of the members present and voting in person or by proxy constitutes approval of an action

4.2.3 Voting by Committee Ballot

The affirmative vote of a simple majority of all of the members of a committee voting by electronic (web-based) ballot or mail ballot shall be required to approve a committee action. A simple majority of committee members appearing on a committee roster shall cast an electronic or mail ballot for the ballot to be valid. If a quorum of the committee is required and is not achieved for the vote by ballot, the vote shall be taken at the next meeting of the committee or by conducting another electronic or mail ballot vote. Any negative vote cast by a member must be accompanied by a written explanation and/or recommended alternative language in order for that negative vote to be considered for any purpose.

4.2.4 Subcommittee Meetings or Ballots

Votes at the subcommittee level may be taken by voice vote, show of hands, or written ballot. In the case of a subcommittee written ballot or vote by show of hands, the affirmative vote of a majority of members voting shall constitute approval of a proposal.

4.3 Method for Voting by Ballot

4.3.1 Format

The chair of a committee or subcommittee that has approved a ballot for distribution shall work with NFRC staff to draft the ballot. The ballot shall include a statement of the reason for balloting the proposal, a full statement of the matter under consideration, including, in the case of a vote upon approval of a rating procedure or program document, a copy of the document. Each ballot shall provide a method of indicating a vote for or against the matter or an abstention, and shall indicate that a negative vote shall be accompanied by a written explanation of the negative vote and/or recommended alternative language in order that the vote will be counted, and shall provide a space therefore.

4.3.2 Ballot

A written ballot shall be signed by the designated voting representative, or designated alternate, of the committee or subcommittee member and shall be dated. Electronic ballot submittals need not be signed.

If a written ballot has been conducted, amendments may be made by the committee or subcommittee to accommodate written comments made in connection with negative votes in accordance with section 4.4. In the case of a written ballot conducted by a committee, if the proposal has received approval by a majority of the committee members, the committee may accept one or more negative responses.

4.3.3 Deadlines

Ballots shall be distributed to all NFRC voting members listed on committee or subcommittee rosters at the time the written ballot is posted. Unless otherwise authorized by the chair, notice of ballots shall be provided no later than thirty days before the next NFRC membership meeting unless otherwise authorized by the chair. Written ballots, restricted to one per voting member, shall be completed or returned to NFRC not later than seven days before a membership meeting unless otherwise authorized by the chair.

4.4 Resolution of Negative Votes Received on Written Ballots

The committee or subcommittee shall resolve filed negative votes on a written committee or subcommittee ballot. Resolution of negative votes generally occurs at regularly scheduled meetings of the committee or subcommittee. A negative vote is deemed appropriately filed when received by NFRC staff in the period specified on the written ballot and when it contains recommended alternative language or detailed explanation of the basis for the negative vote. NFRC staff shall provide a timely copy of the written statements accompanying each negative vote to relevant committee and subcommittee chairs that shall in turn make the information available to each committee or subcommittee member. The written statements may be disseminated by electronic mail.

In the event that a negative vote is filed without an accompanying explanation or recommended alternative language, the committee or subcommittee chair, and/or NFRC's staff, shall make a reasonable effort to contact the voter and attempt to determine the reason he/she filed the negative vote and to explain that any negative vote must be accompanied by recommended alternative language or a detailed explanation of the basis for the negative vote. The voter shall be requested to submit their recommended alternative language, in writing, to either the chair or NFRC staff. If the voter is not contacted, or if the voter declines to submit alternative language or explanation within the required timeframe, the negative vote shall be ruled not germane as described in Section 4.4.3.

Based on the content of the negative vote, the negative votes shall be classified in the following categories:

4.4.1 Substantive

Material comments that require further analysis or development must be performed prior to forwarding a proposal to the committee or the Board of Directors.

4.4.2 Editorial

Comments that seek to clarify, but do not change, the general intent, technical content, or substantive meaning of a rating procedure or program document, and include correction of

typographical errors, change of non-technical information or elimination of ambiguous or redundant language.

4.4.3 Not Germane

Comments that are deemed unrelated to the balloted issue.

For good cause the committee or subcommittee chair may classify any negative vote to be included in the proper category and that reclassification shall remain subject to the results of the balloting as described below. Each negative vote shall be resolved as follows: Resolution may be reached by discussing the matter at the next scheduled meeting of the committee or subcommittee, discussion with the proponent of the negative, or by mail ballot. Action on the negative vote shall be taken in accordance with the following guidelines:

4.4.4 Negatives classified as "Editorial."

NFRC staff at the direction of the committee or subcommittee may make modifications to address negatives classified as editorial. A task group may be formed to provide staff with recommended editorial language, or the committee or subcommittee may elect to make the modification.

4.4.5 Negatives classified as "Substantive."

Negative votes classified as substantive shall be referred back to the committee or subcommittee for further study and action. The committee or subcommittee chair may form a task group to draft new proposed language. All substantive negative votes shall be reballoted within the committee or subcommittee; however, the committee or subcommittee chair has the option of rebaloting the entire issue or rebaloting the substantive issue alone.

4.4.6 Negatives classified as "Not Germane."

Negative votes shall be referred back to the committee or subcommittee for ratification.

Negative votes withdrawn by the voter shall require no additional action by the subcommittee or committee.

At any committee or subcommittee meeting, negative votes or requests for modification shall be considered in order of appearance in the document under consideration, or in the order received.

A statement of any reason for the action taken on a negative vote and a record of the vote shall be recorded in subcommittee or committee minutes. The minutes shall contain a record of the actions taken on negative votes.

Changes to documents made because of modifications resulting from negative votes shall be shown by under line or ~~strike-out~~ in the revised draft document until such changes are finalized by the Board of Directors.

4.5 Reporting of Votes

The results of a vote taken at a meeting shall be recorded by the recording secretary of the respective committee, subcommittee or task group or the Board and included in the minutes of the meeting. Results of a written ballot shall also be recorded in the meeting minutes of the next scheduled meeting of the committee or subcommittee.

Upon final approval of any action, a subcommittee or committee shall report its action to the full committee or the Board of Directors, respectively, including the numerical results of a vote, summary of the disposition of negative votes and a recommendation for action by the Board.

5. Procedures for Adoption and Modification of Rating Procedures and Product Certification Program Documents

5.1 Rating Procedure and Product Certification Program Document Adoption Process

No proposal to establish a new NFRC rating procedure or Product Certification Program document or to modify an existing NFRC rating procedure or Product Certification Program document may be undertaken and no NFRC financial or human resources may be utilized for that purpose until the Board of Directors has reviewed and approved the proposal for such a project and assigned the project to a committee for action. Periodically the Board of Directors may adopt a questionnaire or other information statement to be completed by proponents of new technical standards or rating procedures and submitted to the Board for consideration. The Board of Directors may, at any time before or during the consideration process for such a technical standard, rating procedure or program document, offer guidance, comments or directions to the appropriate committees, subcommittees, or task groups.

Adoption and modification of NFRC rating procedures and Product Certification Program documents are subject to the procedural sequence and requirements set forth in Sections III and VI of these Operating Policies.

Unless otherwise directed by the Board of Directors, preparation, drafting and initial review of any proposal relating to adoption of a new rating procedure or Product Certification Program document or revision of a current procedure or program shall begin at the subcommittee level. The Board of Directors has the final authority to adopt or modify any such procedure or document in its discretion with the exception of documents that will be submitted as an American National Standard under the American National Standards Institute pursuant to Section 5.7 below.

5.2 Schedule and Method for Adoption and Modification of Rating Procedures New Rating Procedures

5.2.1 New Rating Procedures

A new rating procedure may be adopted at any time.

A subcommittee of the Technical Committee shall draft a technical standard for a rating procedure or the Research and Technology Committee as deemed appropriate by the Board.

The Ratings Committee shall draft the proposed certification and labeling procedures necessary for the NFRC PCP: Product Certification Program for the uniform application of the rating procedure.

A rating procedure approved by the Board is deemed to be implemented after publication of the procedure, modification of testing and simulation laboratory requirements, as applicable, and preparation of a training program that addresses the information needs of the accredited

laboratories, the IAs, and the manufacturers participating in the NFRC Product Certification Program.

5.2.2 Existing Rating Procedures

Rating procedures shall be reviewed within five years following the last approval (reaffirmation or revision) and may be reviewed and modified from time to time as appropriate to ensure they remain technically correct.

A subcommittee of the Technical Committee, the Research and Technology Committee or the Ratings Committee, as approved by the Board of Directors shall draft modification of rating procedures.

A rating procedure may be modified by an interpretation from the Technical Interpretation Policy Committee or Certification Policy Committee, subject to approval by the Board of Directors.

Any modifications to the ratings procedures shall be incorporated into an appendix to the main text of the rating procedure during the next review. One appendix shall contain technical interpretations of the rating procedures made by the Technical Interpretation Policy Committee, as approved by the Board. Appendices shall be published and distributed upon approval of the ratings procedure by the Board.

5.3 Modification of Program Documents

NFRC program documents are modified periodically. The Certification Policy Committee shall draft modifications to the Certification Agency Program as deemed appropriate by the Board of Directors, and shall be subject to Board approval. The Accreditation Policy Committee shall draft Modifications to the Laboratory Accreditation Program, as deemed appropriate by the Board of Directors, and shall be subject to Board approval. Any modification to these NFRC program documents shall be incorporated with an appendix to the applicable program document. Any such appendix that remains current shall be incorporated into the main text of the program document during the next review. One appendix shall contain interpretations of each of the programs as made by the Certification Policy Committee or the Accreditation Policy Committee and approved by the Board of Directors.

5.4 Proposal Process for Rating Procedures and Product Certification Documents

Comments or requests for modification (a "proposal") of an NFRC rating procedure or program shall be submitted by an NFRC Member to NFRC staff, in a form established by NFRC staff or the applicable committee chair, not later than sixty days prior to the commencement of the next regular membership meeting. Committees, subcommittees, task groups, NFRC staff, and legal counsel to NFRC may also submit comments or requests for modification. Comments and requests for modification shall be distributed to all Members by NFRC staff not later than thirty days prior to the commencement of the regular membership meeting unless the chair authorizes a different timeframe. NFRC staff shall deliver comments and requests for modification to the subcommittee or committee having jurisdiction for review and action. A proposal received fewer than sixty days prior to the commencement of a regular membership meeting shall be resubmitted for consideration no later than sixty days prior to the next following regular membership meeting unless the chair authorizes a different timeframe.

5.5 Schedule for Publication of New or Modified Rating Procedures and Program Documents Rating Procedure

The Board of Directors shall set all implementation dates for new or modified rating procedures, product certification, and labeling program documents and software programs. The implementation of new rating procedures shall meet the criteria noted in Section 5.2.1.

5.6 Sunset Provisions for NFRC Rating Procedures and Program Documents

Rating procedures and program documents that are revised by committees and delivered to the Board of Directors for final approval shall be accompanied with a suggested sunset date for the procedure or program document. Upon establishing an effective date for newly revised procedures and program documents, the Board of Directors shall also establish a sunset date for the use of existing procedures and program documents. The Board of Directors may thereafter extend sunset dates.

5.7 Approval of NFRC Procedures as American National Standards under ANSI Requirements

5.7.1 ANSI Standards Development and Revisions

If the Board of Directors determines that an NFRC rating procedure should be submitted for approval as an American National Standard (ANS) under the American National Standards Institute (“ANSI”) Essential Requirements (herein referred to as an “NFRC American National Standard or ANS”) or that an existing NFRC ANS should be modified or amended, NFRC shall comply with the procedures set forth in this Section 5.7. At a minimum, NFRC shall take action to ensure that an NFRC ANS shall be reaffirmed, revised or withdrawn within 5 years after its approval as an ANS as required by ANSI. The Board of Directors shall retain the authority to withdraw any NFRC ANS and to provide notification of that action in accordance with the applicable ANSI requirements. NFRC may abandon the processing of a proposed new or revised American National Standard or portion thereof by vote of its Board of Directors. A written justification for such an action shall be made available upon receipt of any written request received by NFRC within 60 days of the date of the final action.

5.7.2 Composition of ANSI Standards Committee

The Board of Directors shall constitute an ANS Standards Committee (the “Standards Committee”) comprised of individuals representing a variety of interested stakeholders to serve as the consensus body for the review and vote on specific pending proposals for the adoption, amendment or modification of any NFRC ANS. At the election of the Board, the Standards Committee may serve as a standing committee. The Board may also establish rules and procedures for the operation of the Standards Committee, including setting terms for service on the Standards Committee.

The following are the general categories of interested stakeholders for the Standards Committee. These categories may be interpreted and revised as deemed appropriate by the Board to achieve representation by a broad range of stakeholders interested in the standards under consideration by the Standards Committee and to ensure appropriate technical expertise on the Standards Committee.

- *Producer*: this category includes manufacturers and vendors of fenestration products or components, organizations that represent fenestration industry interests, third party fenestration inspection and accreditation agencies; test and simulation laboratories and similar parties with interests in fenestration issues;
- *User*: this category includes consumers and consumer advocacy organizations, utilities and other energy service providers, architects, specifiers and design professionals, builders and other construction contractors and similar parties with interests in fenestration issues;
- *General Interest*: this category includes institutions of higher learning and research; federal, state or local government and energy or building code offices, not-for profit organizations that promote energy efficiency or conservation and other standards developers involved in energy efficiency and performance and any other interested party not included in the other categories.

The Board of Directors shall appoint the Chair and Vice-Chair of the Standards Committee from among the current voting or ex-officio members of the Board. The individuals selected as Chair and Vice-Chair of the Standards Committee shall serve in those respective positions on the Standards Committee for so long as he/she is a member of the Board of Directors or until he/she is removed from that position by the Board of Directors. The Chair shall preside at meetings of the Standards Committee and shall oversee the proper governance and operation of the Standards Committee. The Vice Chair shall perform those duties in the absence of the Chair.

An NFRC staff member shall be designated as a Staff Representative to the Standards Committee and shall attend all meetings of the Standards Committee. The Staff Representative shall provide administrative support for the Standards Committee, including maintaining records of all Standards Committee meetings, ballots and the voting on ballots, preparation of meeting agendas and minutes and the publication of all adoptions, revisions and terminations of any NFRC American National Standards and the maintenance of rosters of all Standards Committee members. The Staff Representative shall not vote on the Standards Committee.

NFRC encourages interested parties to participate in the NFRC ANS development process by becoming members of the Standards Committee. Applicants for the Standards Committee are not required to become members of NFRC and are not required to pay dues or other fees to serve on the Standards Committee. Individuals interested in serving on the Standards Committee must complete an application provided by NFRC. The Board of Directors shall appoint members to the Standards Committee based on information provided in the completed applications and on such other criteria adopted by NFRC from time to time that are intended to promote balanced participation on the Standards Committee from a broad range of interested groups and to better ensure that no single or related interest category predominates on the Standards Committee and that no member has a disqualifying conflict of interest in serving on the committee. It is the expressed goal of NFRC that no designated interest category for the Standards Committee shall be more than approximately one-third of the overall voting memberships of the Standards Committee and that the total number of members of the Standards Committee not exceed thirty (30) unless the Board of Directors approves a change in that number. Membership in the Standards Committee is based on the experience and qualifications of the individual applicant and not his employer or organizational affiliate. Standards Committee membership may not be assigned or delegated by the individual member or his or her employer or organizational affiliate.

5.7.3 Duties of the Standards Committee

The Standards Committee shall be responsible for approving proposals for the adoption, revision or modification of NFRC American National Standards and for maintaining NFRC American National Standards ; providing oversight to ensure that the consensus process is satisfied pursuant to this Section 5.7 and performing such other duties as the Board of Directors may request from time to time.

All Standards Committee members shall actively participate in the activities of the Standards Committee, including commenting and voting on proposals submitted to the Standards Committee for action and assisting in the resolution of all comments properly submitted on such proposals and in the efficient administration of the Standards Committee's activities. The Board of Directors shall have the right to remove any Standards Committee member for cause, including for failure to return ballots on three consecutive proposals submitted for the vote of the Standards Committee members or failure to attend three consecutive Standards Committee meetings. Any Standards Committee member whose change in employment or organizational affiliation results in a change in his/her designated interest category on the Standards Committee may also be removed or reassigned to the appropriate interest category by the Board of Directors.

5.7.4 Standards Committee Task Groups

From time to time, the Standards Committee Chair may appoint ad hoc task groups or use NFRC's existing committee, subcommittee and task group structure to address particular issues or negative comments raised by any proposal submitted to the Standards Committee relating to an existing or potential NFRC ANS and to then make recommendations for action by the Standards Committee, the Board of Directors or other NFRC committee on such matters. Members of the task group established by the Standards Committee Chair may include Standards Committee members and others and those task groups are not required to have the balance of interest categories referenced in Section 5.7.2 above. Task groups appointed by the Standards Committee Chair may vote on matters submitted to the task group by simple majority vote of the task group members voting on that matter. NFRC may adopt rules and procedures for the composition and the operation of such task groups.

5.7.5 Membership Roster

A current roster of the members of the Standards Committee containing current contact information for such members shall be maintained by NFRC. Members of the Standards Committee shall be required to periodically complete a conflict of interest disclosure form prepared by NFRC. The membership roster and, subject to any appropriate confidentiality or legal limitations, the conflict of interest disclosure forms shall be available for review by the general public upon request.

5.7.6 Proxies

A Standards Committee member may be represented by a proxy at a Standards Committee meeting. A signed statement from the member not in attendance authorizing another Standards Committee member in the same membership category to use a proxy to vote for the absent member with respect to matters presented at that meeting shall be provided to the Chair at or prior to the meeting.

5.7.7 Standards Committee Review and Balloting

If the Board of Directors determines that an NFRC procedure shall be submitted for approval as an ANSI American National Standard, or that an existing NFRC ANS should be revised, reaffirmed or withdrawn, a written proposal (the "Proposal") describing in detail the proposed standard for adoption, the proposed revision to the existing standard, or the proposed withdrawal of an existing standard shall be provided to the Standards Committee members and, upon request, to any other person or organization. The Proposal may be accompanied with an official ballot for Standards Committee members to vote on the Proposal. The Proposal shall also include a notice of the date, time and place for any Standards Committee meeting to be convened to discuss the Proposal. Any meeting of the Standards Committee to discuss a Proposal shall be scheduled not less than five (5) business days after the Proposal is distributed by NFRC and the meeting shall be conducted so that any Standards Committee member may participate by conference call. The ballot on the Proposal shall be completed and returned by Standards Committee members within 45 days after the Standards Committee meeting is conducted or, if no meeting is conducted, within 45 days after the Proposal and ballot was distributed to the Standards Committee members. Balloting on Proposals may be done electronically utilizing a process adopted by NFRC for such balloting.

When recorded votes are taken on a Proposal at a Standards Committee meeting, members who are absent shall be given a reasonable opportunity to vote before the meeting or within a time period after the meeting stipulated by the Chair. Any member of the Standards Committee voting at a Standards Committee meeting may submit written comments in support of his/her vote. Any Proposal circulated following a vote at a Standards Committee meeting shall include all written comments provided at that meeting and all written comments provided after that meeting and prior to the circulation of the Proposal. Following balloting on a Proposal, the results of the balloting and all written comments by members provided in connection with the balloting of that Proposal shall be distributed to the Standards Committee members. All members of the Standards Committee shall then be entitled to change their votes on the Proposal within a time period and pursuant to a process stipulated by NFRC. NFRC shall then calculate the final vote on the Proposal and notify the Standards Committee members of the result.

5.7.8 Public Review and Comment

Early notice of a new or revised Proposal shall also be submitted to ANSI using its Project Initiation Notification System (PINS) and announced for a 30 day review in ANSI's Standards Action. Any resulting comments claiming conflict or duplication with another proposed or existing American National Standard shall be addressed in accordance with clause 2.5 of the ANSI Essential Requirements.

Concurrently with the consideration of a Proposal by the Standards Committee pursuant to Section 5.7.7 above, NFRC shall provide public notice of an opportunity for any interested person or organization to comment on the Proposal. NFRC shall provide such public notice, through postings on its website, e-mails to its members and outreach through other suitable media channels identified by NFRC that are intended to reach industry stakeholders materially and directly affected by the proposed action. Proposed NFRC American National Standards shall be formally announced for public review via a filing of a BSR-8 with ANSI and shall have the following review periods:

- A minimum of thirty days if the full text of the document can be published in Standards Action;
- A minimum of forty-five days if the document is available in an electronic format, deliverable within one day of a request, and the source (e.g., URL or an E-mail address) from which it can be obtained by the public is provided to ANSI for announcement in Standards Action; or
- A minimum of sixty days, if neither of the aforementioned options is applicable.

All comments from either public review process shall be submitted in writing in a form stipulated by NFRC and directed to the Chair of the Standards Committee within the time periods authorized under the applicable provisions of Section 2.5 of ANSI Essential Requirements. Comments shall include the specific objections or proposed changes to the Proposal being requested and a detailed explanation supporting that objection or proposed change. Such comments shall be addressed according to section 5.7.11 of these procedures.

5.7.9 Vote

Standards Committee members shall vote on the balloted Proposals as follows:

- Affirmative
- Affirmative, with comment
- Negative, with reasons (the reasons shall be provided in detail and, if applicable, shall identify specific wording or actions that would resolve the negative).
- Abstain.

Votes by the Standards Committee on matters other than Proposals shall be limited to Affirmative, Negative or Abstain and need not be accompanied with comments or reasons for the vote and any reasons or comments submitted need not be resolved or circulated to the Standards Committee members.

5.7.10 Ballot Result

Affirmative ballots from a majority of the total Standards Committee membership and from at least two-thirds of all Standards Committee members voting on the Proposal (excluding for such calculation all abstentions) shall be required to approve any Proposal. Any other matters submitted to the Standards Committee for approval shall require a simple majority of all votes cast by the Standards Committee members.

5.7.11 Consideration of Negative Ballots and Public Comments

Negative votes accompanied by comments or explanations on the Proposal received in the ballots cast by Standards Committee members and comments properly submitted in writing from the public shall be referred to the Standards Committee Chair for prompt review and action. The Standards Committee Chair shall not be required to consider negative votes accompanied by comments that are not related to the Proposal or negative votes that are submitted without written comments or explanations in the required format. Negative votes without comments or negative votes with comments not related to the proposal will be recorded as "Negative without Comments". Negative ballots and comments on a Proposal shall be resolved through one of the following means: (i) resolution by communication between the Standards Committee Chair or one or more designated representatives of the Chair and the submitter of such vote or comment; (ii) vote of the Standards Committee or (iii), at the election

of the Board of Directors resolution by communication between the Board of Directors or of a designated committee of the Board of Directors and the submitter of such vote or comment. Any resolution of a persuasive negative ballot on a previously balloted Proposal that materially changes the general intent, technical content, or substantive meaning of the Proposal that are deemed necessary to properly accommodate or resolve that negative comment may, at the election of the Board of Directors, be approved by the Board of Directors or by a designated committee of the Board. All negative ballots with comments or comments from the public, including any unresolved objections and information describing all attempts at resolution of those objections, shall then be resubmitted to the Standards Committee for a vote by written ballot and to the public for comment in accordance with the procedures described above in order to afford the Standards Committee members the opportunity to respond, reaffirm, or change their votes. Standards Committee members shall have a period designated by NFRC (but not less than 20 days) to complete this revised balloting. The results of that revised balloting shall then be determined in accordance with the procedures set forth above, including any reballoting required to resolve negative comments. The Standards Committee Chair shall advise in writing all persons submitting negative votes with comments and comments through the public review process of the action of the Standards Committee on the negative vote, and in the case of negative comments that were not accepted or resolved, shall explain the technical or procedural reason that such negative comments were not accepted or resolved. Persons submitting negative votes with comments that were not accepted or resolved shall also be notified in writing that they have a right to appeal any action or inaction relating to that Proposal that such person believes was technically or procedurally incorrect in accordance with the appeal procedures described below. All unresolved negative comments and related information required by ANSI, including all negative votes with and without comments, shall be reported to ANSI in accordance with ANSI's procedures.

5.7.12 Ratification by Board of Directors

Any Proposal adopted by the Standards Committee in accordance with the foregoing process shall then be submitted to the Board of Directors for final approval, along with a report of the unresolved negative comments and information describing the efforts to resolve these comments. The Board may elect to approve or reject the Proposal as submitted and the Board's decision shall be final, subject to the appeals procedure described below. The Board may make non-substantive editorial comments and corrections to the Proposal but may not make substantive changes to any Proposal submitted to the Board for action after final adoption by the Standards Committee. The Board may reject a Proposal and make recommendations for substantive changes to that Proposal but approval of any such substantive change to the Proposal must follow the procedures described above for comment and action by the Standards Committee with public input. The Board shall establish an effective date for all Proposals it approves and shall direct NFRC staff to submit the new standard or revised standard, as applicable, to ANSI for approval as an American National Standard in accordance with ANSI's requirements and procedures for such submission.

5.7.13 Appeals

Persons who have directly and materially affected interests in any Proposal or in the abandonment of an NFRC ANS or portion thereof and who have been or will be adversely affected by any failure by NFRC to follow the required due process procedures for the consideration of such matter (the "Appellant") shall have the following appeal rights.

An Appellant shall have the right, at its election, for a period of thirty (30) days after the date of the action or inaction that Appellant wishes to challenge, to appeal that matter to the NFRC Board of Directors. An appeal to the Board of Directors shall be noticed in writing with the grounds for appeal specified and the notice shall be sent by certified mail or other method which provides evidence of delivery to the Chair of the Standards Committee and to the Executive Director of NFRC, and shall specify the basis for appeal, including the specific action or inaction that is being challenged as technically or procedurally defective.

The Appellant may request in writing a hearing before the Board of Directors. If a hearing is not requested with the notice of appeal, the appeal shall be resolved by the Board of Directors based on the written information and electronic data provided by the appellant and NFRC. If a hearing is requested, the Board of Directors shall, no later than fifteen (15) calendar days after the filing of the notice of appeal, notify the Appellant of the date of the hearing, which shall be held as expeditiously as possible, but in no event later than forty five (45) days from the receipt of the notice of appeal.

No later than fourteen (14) days prior to the hearing NFRC shall file with the Board of Directors available written information and electronic data relevant to the issues subject to the appeal. The Appellant shall be provided with a copy of this material and may file such evidence as Appellant believes will assist the Board of Directors in making its determination.

At the hearing, NFRC shall present the information described in this Section 5.7.13 and explain the basis for the action or inaction challenged in the appeal. The Appellant may present evidence and witnesses on its behalf. Either party may examine witnesses of the other party. No later than thirty (30) days after the hearing, or if no hearing is requested, thirty (30) days after final submission of the written materials and electronic data referenced in above, the Board of Directors shall issue a written decision on the appeal on behalf of NFRC. The decision of the Board of Directors is final and binding, subject to the Appellant's right to appeal to ANSI in accordance with its procedures.

In any appeal to the Board of Directors under this procedure, any Board member who has any financial, family, or organizational affiliation with the Appellant or was substantively involved in the action or inaction challenged in the appeal, or has another conflict of interest as defined in the Board's policies, shall not participate in a determination of the appeal.

5.7.14 Final Actions

NFRC shall post on the NFRC website the text and date of the approval of all new and modified NFRC ANSs and shall provide the appropriate public notice thereof through suitable media sources and through ANSI.

5.7.15 Patent Policy for NFRC ANSI Approved Standards

Any NFRC standard intended to become an ANSI approved standard will comply with the ANSI Patent Policy.

5.7.16 Retention Policy for NFRC ANSI Approved Standards

NFRC's retention policy is that all records related to the development of consensus on proposed American National Standards shall be maintained for one complete standard cycle (i.e. until the document is revised or reaffirmed) and five years from the date of withdrawal.

6. Technical or Program Interpretations Process

Any NFRC Member or participant in the NFRC Product Certification Program may request an interpretation of a rating procedure or Product Certification Program document at any time in accordance with the procedures set forth in this Section 6.

6.1 Staff Clarifications

Upon receipt of a written request for interpretation, staff shall first attempt to address the interpretation themselves, research previously issued interpretation that respond to the request, or determine if a new interpretation is needed.

Staff can provide clarification only to the rating procedures or program documents. Only the appropriate committee may make and issue official interpretations.

Staff clarifications are limited to a strict reading of rating procedure or program document language, or to issues on which committee action has previously been taken.

Any oral request for interpretation shall be followed by a written request. All written requests that can be addressed by staff clarification shall be answered in writing by staff within ten business days after receipt.

6.2 Types of Interpretations

The NFRC staff shall forward all written requests that require committee interpretation to the appropriate committee. The Technical Interpretations Policy Committee is responsible for all technical interpretations of the various rating procedures. The Accreditation Policy Committee is responsible for all interpretations of the laboratory accreditation program and *NFRC LAP*. The Certification Policy Committee is responsible for all interpretations of the Product Certification Program and the IA-licensing program and *NFRC CAP* and *NFRC PCP*. A request for interpretation, which does not fall clearly within the jurisdiction of one committee, shall be sent to multiple committees for possible joint resolution.

6.2.1 Technical Interpretations

The Technical Interpretation Policy Committee (TIPC) makes interpretations of the technical standards.

A Technical Interpretation Request (TIR) request, including the requestor's recommended answer or resolution, is submitted and assigned to an NFRC staff member who decides if the request necessitates either a Technical Interpretation (TI) or technical arbitration. Staff shall consult with the TIPC Chair, as necessary.

The TIR and background information is then forwarded to the Committee, which shall decide whether the TIR warrants either:

- general Technical Interpretation (TI) which shall be published in the Technical Interpretation Manual, or

- Technical arbitration of a specific technical dispute regarding interpretation of NFRC technical procedures for simulations and/or tests on a specific product. The Committee's technical arbitration decision shall be binding, but not published as a general TI in the Technical Interpretation Manual.

The question and background information and proposed answer is circulated to the committee members to solicit other opinions. Any advisory (non-voting) member and any NFRC member who demonstrates an interest in the issue shall also have an opportunity for comments to the committee, including all parties involved with a technical arbitration dispute.

TIPC shall hold conference calls (or have time allocated at NFRC regular membership meetings) to discuss and vote on any issue which has been in circulation for at least 10 working days. Members of TIPC may vote to accept, modify, or reject the proposed answer.

Upon approval by TIPC, the Technical Interpretation is considered adopted as of that date or on a date set by TIPC. Upon approval of the Technical Interpretation, the new TI is assigned a TI number and shall be published for insertion into the NFRC Technical Interpretation Manual. All Technical Interpretations are subject to approval by the Board of Directors and shall be ratified by the Board.

Upon approval by TIPC, the committee decision on a technical arbitration dispute shall be binding and considered in effect as of that date or on a date set by TIPC. Any party involved with a technical arbitration dispute may appeal the decision of TIPC to the Board of Directors.

6.2.2 Program Interpretations

An NFRC Member may request program interpretations at any time. The Certification Policy Committee and Accreditation Policy Committee shall meet periodically via teleconference call from to consider program interpretations. The two Committees shall also meet at NFRC regular membership meetings. NFRC staff shall forward interpretations requested between regular membership meetings to the appropriate committee having jurisdiction within ten days of receipt. NFRC staff shall schedule a committee member conference call to occur within thirty days of the request. Upon approval by the Board of Directors, results of committee action on program interpretations shall be effective immediately and promptly delivered to appropriate entities within ten days after the teleconference or committee meeting. NFRC staff shall maintain records of all interpretations made by committees and distribute these interpretations to NFRC Members or upon the request of an NFRC Member or participant in NFRC's Product Certification Program and as directed by the Board of Directors. For program interpretations, proprietary information shall be withheld from distribution. Any committee interpretation may be appealed to the Board of Directors in accordance with the provisions of the applicable program document.

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7. Attachment A-Assignment of Copyright in Proposals and Comments submitted to NFRC, Inc.

This Assignment of Copyright form provides for the assignment of the copyright in all proposals, comments and other written contributions, in electronic or hard copy form, submitted by the undersigned to the National Fenestration Ratings Council Incorporated ("NFRC"). This signed Copyright Assignment form will be kept on file, and will apply to all submittals you send electronically or in hard copy form to NFRC.

I hereby assign without consideration to NFRC all copyrights I may own in any written contributions, proposals, and other comments in written or electronic format that I have previously submitted to NFRC or hereafter submit to NFRC (the "Contributions"). I understand that I will have no future rights in any of these Contributions and that NFRC shall own the copyright to such Contributions. I certify that I have the legal right to assign the copyright in such Contributions to NFRC, and that to my knowledge such Contributions are not protected by any copyright or other proprietary rights owned by any other person or entity.

***Signature:** _____

Please type or print full name: _____

Address: _____

Name of Company/Employer: _____

Contact info: Phone: _____ Email: _____

Date signed: _____

PLEASE FAX AND MAIL THE ORIGINAL SIGNED COPYRIGHT ASSIGNMENT TO:

Mail: **National Fenestration Ratings Council, Incorporated.
6305 Ivy Lane
Suite 140
Greenbelt, MD 20770-6323
Fax: (301) 589-3884**

8. **Attachment B-Guidelines for Orderly Conduct of NFRC Committee and Subcommittee Meetings**

The following general guidelines apply to meetings of NFRC Committees and Subcommittees. As guidelines, committee/subcommittee chairs have the discretion in how rigidly to enforce these requirements (subject to being overruled by the members on a specific issue pursuant to a 2/3 majority). The intent is that committee/subcommittee chairs will use their good judgment in applying these rules to assist NFRC in conducting its meetings in an orderly fashion, while giving interested parties a reasonable opportunity to present their views. However, nothing in these guidelines, nor any flaw in committee and/or subcommittee conduct or procedure, shall be construed to prohibit the NFRC Board from taking action on any matter if it deems it necessary in the best interests of the organization.

- All material to be presented or discussed at an NFRC scheduled meeting shall be published as a listed item of the NFRC meeting agenda. The initial agenda shall be published thirty calendar days in advance of the meeting. All significant written or electronic presentations or documents to be handed out during the NFRC meeting shall be submitted to the committee chair and NFRC staff for review and determination of compliance with any applicable NFRC requirements. The presentations shall be submitted to the respective chair, which in turn would provide a copy to NFRC staff, no later than fifteen calendar days before the NFRC meeting date. Any revisions to a published agenda shall be made by the chair no later than twelve calendar days before the NFRC scheduled meeting. NFRC staff shall publish the final meeting agenda no later than ten calendar days before a scheduled NFRC meeting. Issues not included on the published agenda can be brought up as announcements or for preliminary discussion only. No final action is to be taken on any item not specifically listed on the published agenda.
- At a scheduled NFRC meeting, no person shall present his/her view until the chair recognizes the person to do so.
- Minutes shall reflect all written ballot responses that are declared negatives and/or approved with comments and shall reflect how each was addressed.
- All motions put forth in an NFRC meeting that have been duly seconded **MUST** be written down on a *motion form* to be formally presented to the group and incorporated into the meeting minutes. Chairs shall provide enough time for the NFRC staff to collect all written motions and register them in the meeting minutes. The chair shall not proceed to a vote on an issue or to the next issue or agenda item until minute taker advises the chair that the needed action item has been duly registered, the motion form has been received, and the motion has been read to the group.
- The minute taker shall register all action items in the meeting minutes.
- Rules of common courtesy and Roberts Rules of Order generally apply to the conduct of NFRC meetings.

9. Attachment C-Duties of Members Attending NFRC Meetings

- Be prepared to complete any assignments given within the time scheduled.
- Review agendas and be prepared to address the appropriate items.
- Speak only to the agenda items under consideration.
- Know the functions of the group.
- Be able to support views with facts or reasonable conclusions.
- Be a positive influence on all group actions.
- Respect other views.
- Make sure that actions to be taken, assignments given, or activities to be continued are understood.
- Read all materials provided prior to the meeting.

10. Attachment D-Duties of Meeting Chairs

The chair of each committee is responsible for well-planned and fair meetings. Since many interests are generally present at NFRC meetings, it is the chair's duty to ensure all interests are heard and dealt with fairly. The chair of each committee, subcommittee and task groups shall use *Robert's Rules of Order, The Modern Edition* (The Berkeley Publishing Group 1989). The chair is also responsible for the management of the work of the group. It is up to the chair to ensure that the work of the group is proceeding as scheduled and for overseeing the work of the group during periods between meetings.

The following are some suggestions for the chair.

- Members should understand why the group exists and what the expected goals are.
- At the beginning of each meeting, determine quorum and identify voting members (one per voting member) for each committee. For each subcommittee and task group, determine a well represented group of industry professionals.
- Review past minutes and recommendations and, if appropriate, make them part of the agenda.
- Distribute an agenda in time for the group Members to prepare themselves. One of the first items on the agenda should be approval of the minutes from the last meeting, if not already approved by letter ballot or other means.
- Determine if any items are to be added to the agenda.
- Follow up with Members who have been assigned tasks to assure they are completed.
- During the meeting, follow the agenda. Make sure items are covered, and if action is to be taken, it should be completed prior to moving on to the next agenda item.
- If the discussion is not related to the agenda item under consideration, ask that it be held until the proper time on the agenda.
- Make sure all assenting and dissenting views are heard before taking any action.
- After any action or vote is taken, repeat the decision and announce the vote for, against, and abstentions ensuring that the group understands. Do not move on to another agenda item until this is done.
- Only enter into discussions to expedite the business of the group, such as keeping the discussion on the appropriate topic.
- Before adjourning the meeting, review all votes taken, recommendations made, or assignments given. Group participants should leave a meeting knowing what was decided and who is responsible for tasks prior to the next meeting.

- Make all assignments clear and concise and give a time when they should be completed.

Be aware of the general principles regarding antitrust, tax exemption compliance provided by NFRC, and remind your members of those principles from time to time. If you are concerned about the legal implications of a committee's action or deliberation, contact NFRC's Executive Director and ask for input from NFRC's legal counsel.

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