ROLKA LOUBE ITRS FUND ADVISORY COUNCIL:

POLICIES & PROCEDURES MANUAL AND BYLAWS

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ITRS ADVISORY COUNCIL MISSION STATEMENT

The iTRS Fund Advisory Council ("Council") provides advice and recommendations to the Telecommunications Relay Service (TRS) Fund Administrator on matters related to the TRS Fund and its effect on users, providers, and suppliers of programs and services funded by the TRS Fund, as well as the long-term health and stability of the fund and positive inclusion of all stakeholders.

IIA ONBOARDING POLICY

New Advisory Council Member Welcome

Immediately after being appointed, new Advisory Council Members will receive a welcome email or phone call from the Chair of the Council. This email or call will outline the next steps in the process.

Onboarding Packet

An onboarding package is provided electronically to each new member and will include:

- Council Member roster and contact information
- List of Rolka Loube key personnel (who interact with Council members)
- Council Bylaws and Policy & Procedure Manual (PPM)
- FCC Order on establishment of this Council and its roles and responsibilities
- Rolka Loube website URL
- History of iTRS Advisory Council (need document/webpage info)
- Schedule of meetings:
 - o Council Meetings
 - o Health of Funds (HOF) calls
 - Industry/provider calls
 - Subcommittee meetings
- List of subcommittees
- Council meeting agendas (if not available, provide in the past two meetings)
- Council meeting minutes in the last two council meetings
- Most recent Health of Fund spreadsheet
- Most recent Rolka Loube rate recommendation filing
- Most recent Rolka Loube presentation
- Most recent FCC presentation

Orientation

The Council orientation should occur after the appointment and prior to the first Council meeting. The Chair of the Council or someone appointed by the Chair to provide the orientation to new Council member. During the orientation, the following items will be covered:

- Expectation as Council member
- Professional conduct
- Attendance to Council and subcommittee meetings
- Participation as voting members during Council meetings
- Handling of confidential documents (if applicable)
- Introduction of Council members
- Introduction of Rolka Loube personnel
- Review all documents in packet provided and answer any questions
- Proper communication etiquette & members' accommodation needs
- Disclosure of any conflicts of interest
- Acknowledge receipt of all policies and procedures, specifically Member Conduct and Code of Ethic policies

Mentoring

During orientation, or shortly thereafter, new Council Member decides on which committee to participate and if appropriate, committee Chair is assigned as mentor as they are best positioned for check-ins. The role of the mentor is to debrief, have check-in points, answer questions, and make connections.

Announcement

Announcement of new Council Member to the iTRS community – either virtually or in-person.

IIB CODE OF ETHICS

Overview

The Council is composed of volunteer members who represent various aspects of the provision of TRS through a program administered by the Federal Communications Commission. The role of the Council is to advise the Administrator as to matters affecting the rates charged for those services. It is necessary for each member to maintain a high level of professionalism and ethical behavior within their roles on the Council. No principle or guideline can address every issue or situation.

The Fund Administrator expects, regardless of Stakeholder affiliation, that the Council strive to protect the integrity and health of the iTRS Fund and aspire to support that TRS users have access to their chosen means of telecommunication and provides them with their desired functional equivalency.

Members are encouraged to avoid the appearance of any impropriety and any actual conflict of interest which may shade their judgment or decision making. Members are to use their best judgement, communicate any potential conflict of interest clearly to others on the Council and, if need be, recuse from any decision making regarding the issue raising a conflict. Members must adhere to proper business behavior norms.

Code of Ethics

The Council seeks to maintain Integrity in our actions and accepts the Responsibility for our decisions and their consequences.

We are therefore committed to:

- Acting honestly, truthfully and with integrity in all our transactions and dealings
- Avoiding conflicts of interest
- Appropriately handling actual or apparent conflicts of interest in our relationships
- Treating our stakeholders fairly
- Treating every individual with dignity and respect
- Treating those with whom we deal with respect, fairness, and good faith
- Being a good corporate citizen and complying with both the spirit and the letter of the law
- Acting responsibly toward the communities in which we work and for the benefit of the communities that we serve
- Being responsible, transparent, and accountable for all our actions

Disclosure

In matters where a Council Member knows or has reason to know that they have a financial interest or other conflict of interest in a matter before the Council, the member shall:

- a. Clearly disclose the nature of any relationship, conduct or circumstance as it relates to their financial or other interest in the matter.
- b. Recuse themself from participating in advising or decision making, along with other Council members or the Administrator of the TRS Program, on any matter in which they know, or has reason to know, that a financial or other conflict of interest exists which would prevent impartial decision making.

A member's failure to disclose such a conflict of interest and/or recuse from such advising or decision making may subject that member to dismissal from the Council.

IIC MEETING PROCEDURES

Meeting Cadence and Attendance

- The Council will hold a minimum of two public meetings per year.
- One meeting will be held after the new budget is created but before the May 1st annual submission to the FCC by Rolka Loube.
- One meeting will be held in the Fall.
- Additional meetings can be scheduled with approval of a majority of the Council or the fund administrator.
- The Council may choose to hold closed meetings for educational purposes or where confidential information is discussed.

Meeting Process

- The Chair calls the meeting to order and reviews the agenda.
- The agenda will include Rolka Loube presentations, other speakers if applicable and an opportunity for public comment.
- The Chair facilitates the meeting.
- The Chair may assign someone to manage the chat.
- The Chair adjourns the meeting after all business is concluded.

Meeting Participation

- Council members are expected to attend and should give the chair notice as early as possible if they cannot attend.
- Council members are welcome to ask questions or comment at any time during the meeting consistent with the Communication Rules discussed under the Accessibility Commitment Policy.
- The public is welcome to ask questions or comment only during the public comment period and must be follow the Communication Rules discussed under the Accessibility Commitment Policy.

IID ACCESSIBILITY COMMITMENT POLICY

Accessibility Commitment

The Council is committed to ensuring that all Members and participants are able to effectively communicate in Council meetings and events and access documents and resources regardless of method of communication. The key to deciding what is needed to communicate effectively is to consider the nature, length, complexity, and context of the communication as well as the Members and participants normal method(s) of communication. While not exhaustive, the items below are examples of how the Council will ensure effective communication.

- Auxiliary aids shall be provided during closed and public meetings. This includes but is not limited to:
 - Qualified American Sign Language (ASL) interpreters
 - Qualified Pro-Tactile interpreters
 - Support Service Providers (SSP)
 - Communication Access Realtime Translation (CART)
 - O Written materials, including those that may require accommodations such as large print, Braille, specific color schemes, etc., shall be sent to the Council 72 hours in advance to the extent possible, to review the documents
- Communication Rules shall be in place and emphasized during closed and public meetings. This includes but is not limited to:
 - Raising your hand when commenting or questioning, both in-person and virtually, and waiting to be recognized by the Chair
 - Identifying yourself before commenting or asking questions
 - o Providing image description when visuals are used
 - Using online technology during virtual meetings in a way that is accessible for all
 Members and participants which includes but is not limited to:
 - Proper lighting and framing of video
 - Mute on/cameras off when not commenting or asking questions
 - Allowing time for spotlighting during virtual meetings before commenting or asking questions
 - Repeating questions and comments made in the virtual chat
 - Avoiding off topic conversations in the virtual chat

- O Meetings that are held in-person shall consider accessibility for the duration of the meeting which include but is not limited to:
 - Clear visibility of screens for captioning
 - Clear visibility of interpreters or presenters
 - Reduction of external sounds that could impede meetings such as unrelated dialogue, alarms, and cellphones
 - Breaks with a reasonable amount of time should be built into the meeting agenda for all meeting

Expectations of Council Members towards other Council members, Rolka Loube staff, and stakeholders of the iTRS community

- Show mutual respect amongst Council members and Rolka Loube staff
- Be mindful and respectful of pronouns
- Be mindful of communication needs of all members
- Attempt to resolve conflicts as a one-on-one approach- if this is not possible, refer to the Conflict Resolution Policy
- Allow for conversation and dialogue around differing opinions
- Be acceptive of constructive criticism
- Create a diverse and inclusive space where all perspectives can be heard, with zero tolerance for bigotry or hostility in any form
- Operate with a zero-tolerance policy for any form of sexual harassment. Sexual
 harassment is unwelcome conduct of a sexual nature which makes a person feel
 offended, humiliated, and/or intimidated.

IIF CONFLICT RESOLUTION POLICY

Overview

Problems, misunderstandings, and frustrations may arise among Council Members. It is the intent of this policy to encourage Council Members to resolve conflicts and foster good will between and among members through direct dialogue whenever possible, before following formal resolution procedures.

Steps to Resolve or Clarify Concerns

Step 1: Initial Meeting

The conflicting people should make an appointment to sit down, with enough time and no distractions, and discuss the matter amongst themselves. They should listen to each other, and make sure they understand each other. They should try to come to a solution that will work for all parties involved. This meeting shall be designated as the Initial Meeting, and the date should be recorded for future reference by either party in a format of their choosing, such as a calendar hold or email documentation.

Step 2: Mediation with Chair

If the problem persists, one or all of the conflicting people should make a Request for Mediation to the Chair. This request may be verbal and must be made no more than 30 days after the Initial Meeting. Within 14 days of receiving the Request for Mediation, the Chair will attempt to mediate the conflict, taking meticulous care to ensure that all sides are heard. If the issue is between a Council Member and the Chair, the Fund Administrator shall designate a mediator of its choosing.

Step 3: Written Decision

If the mediation is not successful, the Chair – or Fund Administrator should the Chair be party to the conflict - will make a written decision about what should happen and give a copy to all parties to the conflict. Failure to respect this decision may lead to disciplinary action up to and including removal from the Council. There will be no avenue of appeal and the written decision is final.

IIG SOCIAL MEDIA POLICY

Overview

This policy provides guidance for Council Members' use of personal social media. The iTRS Fund Advisory Council does not have a social media presence but cautions its members to be mindful of the below guidelines on personal social media accounts. When using personal social media accounts, Council Members do not speak for the Council, or Rolka Loube. Any disclosure of confidential or not public information through social media will result in the Council Members' removal from the council.

Procedures:

- Council Members are not to publish, post or release any information that is considered confidential or not public. If there are any questions about what is considered confidential, Council Members should check with general counsel of Rolka Loube.
- Council Members should be aware of the effect their actions may have on the Council, Rolka Loube, and the TRS Fund. Council members should use their best judgment and refrain from posting any content that is inappropriate or harmful to the council, Rolka Loube, or the TRS Fund.
- Council members will not post anything to indicate that they speak on behalf of the Council, Rolka Loube, or the TRS Fund.
- If Council Members post anything even remotely related to the topics under the Council's purview, Council Members should include a disclaimer that this is their opinion and do not represent the position of the Council.

III ITRS FUND ADVISORY COUNCIL BYLAWS

Purpose

The iTRS Fund Advisory Council ("Council") provides advice and recommendations to the Telecommunications Relay Service (TRS) Fund Administrator on matters related to the TRS Fund and its effect on users, providers, and suppliers of programs and services funded by the TRS Fund and contributors, as well as the long-term health and stability of the fund and positive inclusion of all stakeholders.

Meetings and Meeting Accommodations

The Council will meet at least semiannually, as directed by the Federal Communications Commission (Commission) in its Third Report and Order, Telecommunications Relay Services and the Americans with Disabilities Act of 1990, CC Docket 90-571, released July 20, 1993. Meetings will be conducted according to the most current version of *Roberts' Rules of Order* except when in conflict with the bylaws, in which case the bylaws will prevail. The interstate TRS fund administrator will report to the Commission on the TRS Council's deliberations at least annually.

Meetings will follow the Meeting Procedures listed in the <u>Policies and Procedures Manual</u> which detail meeting cadence and attendance, meeting procedures, and meeting participation.

Council meetings must be held in locations that comply fully with all requirements of the Americans with Disabilities Act of 1990 and follow the ADA Standards for Accessible Design. Further, the meeting space must conform to the communication access needs of the Council's members as it relates to tactile needs and visibility needs. The hotel's emergency response plan should provide that hotel staff will seek to ensure that all meeting rooms are evacuated safely.

Accommodations for meetings shall be provided as detailed in the <u>Accessibility Commitment</u> Policy in the Policies and Procedures Manual.

Membership

The Council will be composed of not fewer than [6] and not more than [14] members. In accordance with the Commission's order, members will represent the following groups: persons with hearing and / or speech disabilities; TRS users voice and TTY; interstate telecommunications service providers; state representatives including state relay administrators; and TRS providers. Each group will select its own representative(s). Each group shall have no more than two persons for membership, except for persons with hearing and/or speech disabilities which shall have three, at least one of whom to represent the speech disability community, and state

representatives including state relay administrators, which shall have four. Members shall serve at the pleasure of their constituent group.

The term for Council members shall be four calendar years:

- 1. The term begins when the member joins the Council.
- 2. The term for members joining the Council as part of a newly authorized constituent group shall be four years, beginning at the time the new member joins the Council.
- 3. In the event of a vacancy during the term, the constituent group may designate a replacement. The new member's term shall be four years, beginning at the time the new member joins the Council.
- 4. If the terms of members of the same constituent group expire at the same time, a coin will be tossed to choose one of the members to serve an additional year. If the terms of the members of the group of persons with hearing and / or speech disabilities expire at the same time, an appropriate, mutually agreeable method of choosing one of the members to serve an additional year will be followed.

Members having served three consecutive full terms will retire from the Council but will be eligible for reelection after a hiatus of at least two years.

Removal of a Council Member

A member may be removed from the Council, with or without cause, by the constituent group or organization he/she represents.

A request for removal of a member may be initiated by a majority of the Council, the constituent group/organization, or the fund administrator. A discussion of the alleged concerns with the respective Council member is encouraged prior to any final action. The constituent group/organization will make the final decision on removal and will notify the individual, the Council chairperson, and the fund administrator of the removal in writing. The fund administrator will notify the FCC of the removal of the Council member.

If the constituent group/organization decides to remove the member, that same constituent group/organization will then choose a new representative.

Meeting Notice and Substitute Representation

Representation of regular Council members at meetings by designated substitute persons is permitted when regular Council members are unable to attend. Persons acting on behalf of regular Council members should strive accurately to represent the constituents of the regular

Council member, as would the regular member. Council members will receive at least 30 days' advance written notice (electronically transmitted or via first class mail or overnight delivery) of meetings, including schedules and accommodations, as necessary. Notice will be provided by fund administrator staff assigned to support Council activities.

Expenses of Council Members

Membership and participation in Council activities is voluntary and non-compensatory. The Fund Administrator will be responsible for reimbursing from the TRS Fund such reasonable expenses of council members or an authorized designee from each eligible group defined above, as directed by the Commission. Council member expenses will be reimbursed on a request basis and are expected to be <u>de minimis</u>. These expenses and their treatment by the Fund Administrator will be subject to review by the Commission, as part of the Fund Administrator's annual report of TRS Council deliberations.

Officers

The Council will be administered by a chairperson, a vice_chairperson, a second vice chair, and a secretary. Any council member will be eligible for election to an officer position, subject to the limitations of officer selection and tenure stipulated in these bylaws.

Members will be eligible for election to Council office after one year of service. Officers will serve at the pleasure of the standing Council; election of officers will be held every two years, in odd numbered years, during the fall meeting, or at the earliest opportunity after an office is vacated for any reason.

Adoption & Amendments of these Bylaws

Adoption or amendments of these bylaws will occur upon vote of approval by a simple majority of Council members.

IV FEDERAL COMMUNICATIONS COMMISSION CHARTER

47 C.F.R. 64.604 . . . regarding the establishment of an Advisory Council(H) Administrator reporting, monitoring, and filing requirements. The administrator shall perform all filing and reporting functions required in paragraphs (c)(5)(iii)(A) through (c)(5)(iii)(J) of this section. TRS payment formulas and revenue requirements shall be filed with the Commission on May 1 of each year, to be effective the following July 1. The administrator shall report annually to the Commission an itemization of monthly administrative costs which shall consist of all expenses, receipts, and payments associated with the administration of the TRS Fund. The administrator is required to keep the TRS Fund separate from all other funds administered by the administrator, shall file a cost allocation manual (CAM) and shall provide the Commission full access to all data collected pursuant to the administration of the TRS Fund. The administrator shall account for the financial transactions of the TRS Fund in accordance with generally accepted accounting principles for federal agencies and maintain the accounts of the TRS Fund in accordance with the United States Government Standard General Ledger. When the administrator, or any independent auditor hired by the administrator, conducts audits of providers of services under the TRS program or contributors to the TRS Fund, such audits shall be conducted in accordance with generally accepted government auditing standards. In administering the TRS Fund, the administrator shall also comply with all relevant and applicable federal financial management and reporting statutes. The administrator shall establish a nonpaid voluntary advisory committee of persons from the hearing and speech disability community, TRS users (voice and text telephone), interstate service providers, state representatives, and TRS providers, which will meet at reasonable intervals (at least semiannually) in order to monitor TRS cost recovery matters. Each group shall select its own representative to the committee. The administrator's annual report shall include a discussion of the advisory committee deliberations.