



Membership Operating Procedures

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Our vision is a world where all technology is respectful & safe for everyone.

Our mission is ensuring privacy, safety & human dignity in connected products and services.

Revision History

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1.0	12/10/2021	First release

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1 DOCUMENT OVERVIEW

The Me2B Alliance Membership Operating Procedures define the organization, governance and operating rules for the Me2B Alliance Membership activities, projects, and Working Groups.

These Operating Procedures are used by Working Group leaders, Members, and Me2B Alliance Staff to provide governance for membership operations and ensure successful development of respectful tech specifications and supporting documentation.

2 OVERVIEW OF THE ME2B ALLIANCE

The Me2B Alliance is a global initiative to increase the availability of respectful technology choices, supporting human rights in the digital world. The Alliance brings makers of technology (B-s) together with users of technology (Me-s) and is a deliberate attempt to correct the power asymmetry currently experienced by Me-s in the digital world.

The Me2B Alliance is a place where any member can champion projects that help make technology more respectful. The community is diverse and inclusive and comprised of people from all walks of life and expertise, from professional parents, to lawyers, to sociologists, to journalists, etc. It's crucial that the work of the Me2B Alliance reflects a broad diversity of views.

Vision: Respectful technology for all.

Mission: Creating a safe and just digital world through standards development and independent technology testing.

Values:

- Dignity & Respect,
- Integrity,
- Diversity & Openness,
- Generosity & Service,
- Competence & Results,
- Privacy,
- Courage,
- Me-s First.

The Me2B Alliance welcomes all makers and users of technology to participate in a bidirectional dialogue to encourage more ethical and respectful technology co-creation.

Figure 2.1 illustrates the high-level organizational structure of the Me2B Alliance. As can be seen, the Alliance performs several activities such as Product Testing, Marketing and Validation Research in addition to Membership activities. This document pertains to the far-right side of Figure 2.1, Membership.

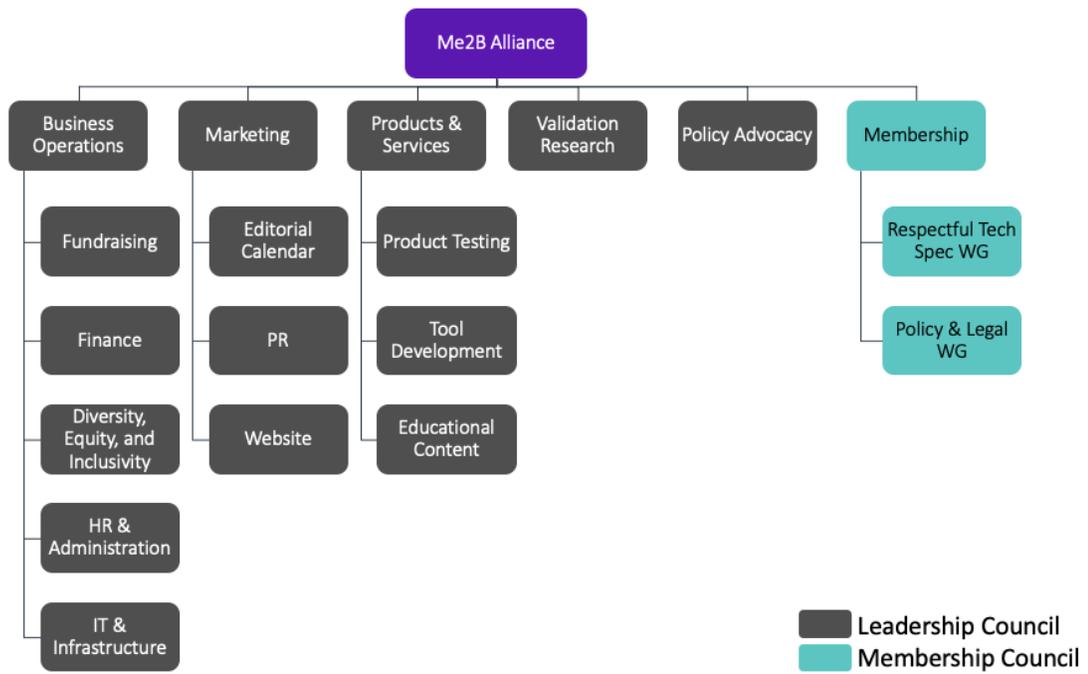


Figure 2.1 Me2B Alliance Organization Structure

3 DEFINITIONS

This section defines the terms used throughout this document.

3.1 Roles

- **WG Chair or WG Co-Chair:** one or more people who volunteer and are elected to lead a Working Group.
- **Invited Guest:** an invited guest, Me or B, to a WG meeting, who is not currently a formal member.
- **Me2BA Staff:** all contractors and employees formally engaged by the Me2B Alliance.
- **Me2BA Support Staff:** Me2BA Staff who support Membership activities.
- **Member:** any member of the Me2B Alliance, either a:
 - **Me-Member:** an individual who is in good standing, with a current and valid membership.
 - **B-Member:** a corporate, nonprofit, educational or other entity who is in good standing, with a current and valid membership and designated representatives.
 - **B-Member Participant:** a designated person selected by their Member Organization. See section 8.4.1 for more information.
- **Membership Council:** WG Chairs, Me- and B-Member Board Directors, Executive Director, Membership Director, designated staff members and optionally, invited guests.
- **Working Group(s):** Task-oriented committees.

3.2 General Terms

- **Annual Meeting:** meeting of the members to determine and elect leadership, conduct annual retrospective of year's actions, and plan for coming year.
- **Contribution:** contributions may be written or verbal and are substantive suggestions that are designed to either form or modify Working Group Documents.
- **Flash Guide:** a short (1-2 page) explanatory document addressing a particular issue.
- **Full Membership Community:** The Full Membership Community is the totality of all Me- and B-Members in good standing.
- **Good Standing:** a Me or B that has completed a membership application, provided payment, and accepted the suite of Membership Policies.
- **Meeting:** every session for which a unique agenda is published, either for a face-to-face meeting or teleconference.
- **Member Workspace:** the collection of tools utilized by members to manage Working Group meetings and documents, and support member engagement, collaboration, and notification of Work Group activities.
- **Quorum:** quorum is defined as a simple majority of voting members.
- **Simple Majority:** at least one more than one-half (1/2) the number of voting members.

- **Specification:** a formal document that explicitly describes the required behavior of a particular system or subsystem. In the Me2B Alliance, we are mainly working on safety specifications, as opposed to interoperability specifications.
- **Spotlight Report:** a long form scholarly report, peer-reviewed publication quality.
- **Supermajority:** 60% of voting-members
- **Teleconference:** meeting by phone call or virtual meetings via a video platform.
- **Voting:** the act of approving/rejecting an action brought forth within a Working Group.
 - Electronic Ballot: a method to allow for voting that takes place via email or other third-party voting platform.
 - Electronic Vote: a vote cast with the use of Electronic Ballot, cast by electronic mail or other electronic transmission; vote is deemed delivered when sent.
- **Working Group Deliverables or Projects:** Working group Deliverables/Projects may be any sort of thing the Working Group identifies, including Documents, source code, prototypes, letters, draft policies, etc.
- **Working Group Documents:** written work products from Working Groups, can be:
 - Specifications
 - Flash Guides
 - Spotlight Reports

3.3 Referenced Documents

- **Bylaws:** guiding documents of the Me2BA Board of Directors.
- **Code of Ethics and Professional Conduct:** the code of conduct agreed to by all members.
- **IPR Policy:** Intellectual Property Rights Policy agreed to by all members.
- **Membership Agreement:** terms of membership agreed upon by all member individuals and companies.
- **Operating Procedures:** Me2B Alliance's framework for membership governance, operations, procedures, and guidelines for activities, as set forth in this document.

3.4 Acronyms

- **B / B-Member:** Business, corporate entities, and organizations; designated B-Member participants are representing the views of the B-Member.
- **BOD:** Board of Directors
- **MC:** Membership Council
- **Me / Me-Member:** Individual; represents their own individual views.
- **Me2BA:** Me2B Alliance
- **OP:** Operating Procedures
- **WG:** Working Group

4 Scope

These Operating Procedures pertain to:

- a. The operations of the Full Membership Community, and
- b. The operations of the Me2B Alliance Working Groups are authorized and authorized by the Membership Council.

These Operating Procedures are not intended to describe the business operations of the Me2B Alliance or its Board of Directors.

5 Membership Community Operating Principles

5.1 Openness and Transparency

The work of the Membership Council, including all working groups, shall facilitate broad participation and be publicly accessible. The Me2B Alliance shall take the following steps to provide openness and transparency in all its Membership Community proceedings:

- All documents, drafts, and minutes of meetings shall be posted on a publicly available Internet site.
- All meetings of all governing bodies shall be open to public attendance and leverage virtual attendance options to maximize broad and public participation.
- Technologies should be leveraged to create user-friendly and broad avenues for participation in all proceedings and administrative functions.

Some work and communication, however, shall preserve privacy requirements arising from either third parties (e.g. partner SDOs) or respecting the privacy of members and Me2B Staff.

5.2 Balance

The MC shall strive to achieve balanced representation among all stakeholder groups regardless of their size, financial status, or sector alignment/affiliation.

5.3 Consensus

Consensus—general agreement among members—shall be a core value of the Membership Council. All processes instituted by the Membership Council shall require participants to consider all views, proposals and objections, and endeavor to reconcile them. Although positions of leadership, such as Working Group chairs, are likely to serve as the primary drivers of consensus, all Membership Council participants must be (1) cooperative in the consensus process; (2) constructive; and (3) respectful when providing feedback or dissenting opinions. If consensus cannot be reached, voting, by an established method, shall be used to make Membership Council decisions.

6 Decision Making

6.1 Consensus

The Membership Community shall seek to reach its decisions through a consensus process that emphasizes due diligence and cooperation.

6.1.1 Consensus Process

The following procedures shall be used in the consensus process:

- a. A quorum is required to reach consensus.
- b. The chair of the respective body shall act as the facilitator of the consensus process.
- c. Items that require decisions shall be clearly presented with all available research and information by the individual, Working Group, or group responsible for the proposal.
- d. The proposal shall be discussed and debated by those in attendance and any amendments or modifications to the proposal shall be presented.
- e. A call for objections shall be made to all members.
- f. The absence of sustained objection shall be considered consensus.
- g. Sustained objections which cannot be resolved through continued discussion shall result in the motion being moved to a vote or tabled for modification.
- h. All voting members shall be allowed to participate in the consensus decision-making process.

6.2 Votes

In addition to the consensus process described above, certain matters shall also entail a recorded vote:

- Approval of Recommendations and Specifications.

7 Membership Council

7.1 Membership Council Description

The Membership Council is the governing and administrative entity for the Me2B Alliance Membership Community and initiatives. The Membership Council performs Working Group creation, oversight, and support; ensures communication and alignment between WGs; and supports communication and alignment with membership and key business initiatives.

7.2 General Membership Council Responsibilities

The responsibilities of the Membership Council include:

- a. Making recommendations to the Me2BA Board of Directors
- b. Overseeing the operations, budgets and expenditures of Working Groups
- c. Overseeing document publication, including review periods, disposition of comments and Full Membership Community votes
- d. Overseeing and supporting project plans of Working Groups
- e. Approving new and revised Working Group Charters
- f. Dissolving Working Groups
- g. Preparing annual and supplemental budget requests to the Board of Directors for funding Working Groups
- h. Developing and maintaining these Operating Procedures

7.3 Membership Council Composition

The Membership Council shall be comprised of the following individuals:

- a. Me2BA Executive Director
- b. Me2BA Membership Director
- c. Elected Me and B Board Directors
- d. All WG Chairs/Co-Chairs
- e. Me2BA support staff
- f. Optionally, at the discretion of the MC, invited guests

7.3.1 Membership Council Roles

The Membership Council shall designate a:

- a. Membership Council Chair
- b. Membership Council Vice Chair
- c. Membership Council Secretary

7.3.1.1 Membership Council Chair

The Membership Council Chair shall be the Me2BA Membership Director. MC Chair shall set agendas and guide the overall direction of the Membership Council.

7.3.1.2 Membership Council Vice Chair

The Membership Council Vice Chair shall be elected annually by the Membership Council at the first MC Meeting of the Year and shall carry out the responsibilities of the MC Chair in the absence of the MC Chair, or in the event of the MC Chair's inability or refusal to act.

7.3.1.3 Membership Council Secretary

The Membership Council Secretary shall be filled by Me2BA Support Staff and shall ensure meeting minutes, agendas, and other reports are properly stored in the MC Workspace.

7.3.2 Membership Council Term

The term limit of voting members of the MC is two years and coincides with the terms of the Working Group Chairs/Co-chairs, and the terms of the Me and B Board Directors. Me2BA Executive Director, Membership Director, and Support Staff shall not have term limits.

7.4 Membership Council Decision Making

Most decision making in the Membership Council shall be done via consensus. Formal votes are required for:

- a. Creating a new Working Group
- b. Disbanding an existing Working Group
- c. Approving any document or deliverable from the WGs
- d. Modifying these Operating Procedures
- e. And any other procedural activity for which the MC Chair deems a vote necessary

7.4.1 Membership Council Voting Members

All members of the Membership Council are deemed voting members, except for the Me2BA Support Staff and Invited Guests.

7.4.2 Membership Council Voting

Each Voting Member of the Membership Council may cast one and only one ballot per vote.

The ballot shall have three voting options: (1) "Yes", (2) "No", and (3) "Abstain".

A super majority of affirmative votes of all MC Voting Members are required for the passage of a vote.

Votes may be conducted either in person during MC Meetings, or electronically.

Voting results shall be publicly reported in the MC Meeting minutes unless it is deemed a Private Vote.

7.5 Membership Council Documents and Materials

As a general rule, materials produced as part of the operation of the MC shall be publicly accessible. This includes meeting minutes, agendas, action item reports, rosters, voting records, policies and procedures.

Any materials that require restricted access to MC members only must be approved by the MC with a simple majority vote.

7.5.1 Membership Council Reporting Requirements

The MC shall provide quarterly reports to the Board of Directors and shall provide an annual report at the Annual Meeting.

7.6 Membership Council Meetings

The MC shall hold regular monthly meetings.

7.6.1 Meeting Requirements

The Membership Council meeting agenda shall be published prior to the meeting.

Quorum shall be determined by the Membership Council Chair at the opening of each meeting.

7.7 Membership Council Procedures

7.7.1 Working Group Creation

The Membership Council shall review proposals for new Working Groups.

The Membership Director shall ensure that any proposal for a new Working Group includes the minimum information defined in section 8.7 prior to the MC meeting where the new Working Group proposal shall be reviewed.

The MC shall evaluate and vote on the New Working Group Proposal in a regular meeting, to which the Chair of the proposed new WG shall be invited. If the proposal passes, the new Working Group shall be created with notification being sent to all Members.

The Membership Council may conditionally accept the New Working Group Proposal, requiring specific revisions to the proposal. The Chair of the new WG must make the necessary revisions and re-submit the proposal to the MC Chair and Vice Chair.

If the MC rejects the proposal, the reasons shall be clearly documented in the New Working Group Proposal document and MC meeting minutes.

7.7.2 Oversight of Working Group Operations

The MC shall oversee the operations of the Working Groups to ensure Working Groups have needed resources and projects are progressing according to plan.

The MC shall resolve conflicts within Working Groups.

7.7.2.1 Annual Charter Review

Once a year, the MC shall review and approve the updated charters of each active Working Group.

7.7.3 Dissolution of a Working Group

Anyone in the MC may submit a proposal to dissolve a Working Group for any of the following reasons:

- a. Work is complete/all goals achieved
- b. Insufficient support / insufficient progress toward goals
- c. No longer needed

The MC shall review and formally vote on proposals to dissolve Working Groups.

7.7.4 Adoption and Amendment of Operating Procedures

The Membership Council maintains these Operating Procedures, with the approval of the Me2BA Board of Directors.

7.7.4.1 Adoption of the Operating Procedures

Adoption of the Operating Procedures shall require:

- a. A supermajority vote by the MC
- b. A supermajority vote in an All-Member Ballot
- c. A majority vote by the Board of Directors

7.7.4.2 Amendment to Operating Procedures

Amendments to the Operating Procedures may be submitted by any Member in Good Standing at any time. The MC shall review proposals during regular working meetings. When the MC deems appropriate, the Operating Procedures shall be updated. Any revisions to these Operating Procedures must be approved by the majority vote the Board of Directors.

7.7.5 Membership Council Publication Approval Process

The Membership Council shall receive Draft Documents version $n+0.2$ from Working Groups to be approved for publication by the Me2B Alliance. The Membership Council shall approve Draft Documents using the following process:

- a. The WG Chair(s) presents the Draft Document version $n+0.2$ to the Membership Council either electronically or during the monthly MC meeting.
- b. The MC performs a vote to approve the Draft Document.
 - i. If the MC approves the Draft Document, the version is updated to version $n+0.5$ and then sent to the Full Membership Community (see section 9 Full Community Votes).
 - ii. If the MC rejects the Draft Document, it provides the written reason(s) for the rejection to the responsible WG Chair(s), with any guidance for revisions.

8 WORKING GROUPS

8.1 Working Group Definition

Working Groups are volunteer-defined and led collaborative initiatives to measurably improve the ethical behavior of technology. As a standards developing organization, the Working Groups engage both individuals (Me-s) and technology providing businesses (B-s).

Each Working Group is created to achieve specific outcomes towards the propagation of respectful technology. Each WG defines the deliverables required to achieve the desired outcomes; each WG shall have at least one deliverable, which can be a report, specification, recommendation, prototype, draft policy, or other type of Working Group Deliverable.

All WG participants must adhere to Membership Policies, with particular focus on the Code of Ethics and Professional Conduct and adherence to the Me2BA IPR Policy.

8.2 General Working Group Responsibilities

Working groups are self-organizing and are responsible for the following:

- a. Collaborative creation and ongoing execution/management of the WG Charter, Project Plan(s) and Budget
 - i. Regular meetings, including agendas and meeting minutes
 - ii. All WG meetings shall be recorded
 - iii. Active project management of WG projects
- b. Bi-annual election of WG Chair/Co-Chairs
- c. Ensure diverse participation in the WG
 - i. Work with Me2BA Staff as needed for outreach and recruitment
- d. Always ensure the voice of Me-s is present and well-represented in the WG activities
- e. Annual revision and approval of WG Charter, Project Plan(s) and Budget
- f. Collaborative decision to dissolve WG
- g. Monthly reports to MC
- h. Annual report and presentation at Annual Meeting

8.2.1 Working Group Reporting Requirements

Each Working Group is obligated to keep the Membership Council apprised of the Working Group's activities and progress; and is expected to keep the membership updated on key activities and milestones.

Each Working Group shall provide a report to the MC to ensure updates are provided at Quarterly BOD meetings and at the Annual Meeting.

From time to time the Board of Directors may request a report from a specific Working Group, and/or any Working Group may request time at an upcoming Board Meeting to provide a report or request input.

8.2.2 Me2BA Support for Working Groups

Me2B Alliance may provide Support Staff to schedule meetings, record meetings, capture meeting chat sessions and video recordings in the meeting minutes.

8.3 Working Group Composition

8.3.1 Working Group Membership

Any Me- or B-Member in good standing may participate in any Working Group, so long as they are acting in good faith in advancing the Working Group objectives and projects.

8.3.2 Working Group Roles

8.3.2.1 Working Group Co-Chairs

Each Working Group shall have two Working Group Co-chairs. The co-chairs shall decide the distribution of duties amongst themselves. Working Group Co-Chairs shall be determined upon the creation of the WG and shall serve for a term of two years. After two years, the WG shall elect new Co-Chairs. Co-Chairs may serve for no more than 2 consecutive terms.

The WG Members shall elect the initial and any replacement Chairs within 45 days of a vacancy.

Any Chair or Co-Chair may cease to hold office before the expiry of such term for the following reasons:

- a. The Chair or Co-Chair resigns
- b. The Chair or Co-Chair is removed by the Membership Council
- c. The Chair or Co-Chair ceases to be a member of the Working Group; including but not limited to due to a change of responsibilities or change of employer
- d. The employer of the Chair or Co-Chair is not (or no longer) entitled to designate a representative to run for the leadership position, including but not limited to due to a change in membership level of the Member

Any Chair or Co-Chair may be appointed to any number of consecutive terms. If a Chair of a Working Group ceases to hold office, the Co-Chair shall assume the responsibilities of the Chair until another co-chair is elected.

8.3.2.1.1 WG Chair Elections

A Call for Nominations shall be issued by either the remaining WG Chair or the Membership Council chair electronically with instructions for submitting nominations. The nomination period shall remain open for no less than seven (7) days.

Me2B Support Staff shall coordinate an electronic ballot that shall be sent to all voting WG members. The electronic ballot shall remain open no less than seven (7) days and a quorum of the membership must vote for a valid election. Following the closure of the electronic ballot,

either the WG chair or the MC Chair shall announce the newly elected Chair(s) and follow onboarding procedures.

- a. Each current member in the Working Group mailing list shall receive votes equaling the number of available Chair positions
- b. The candidates that attain 51% of the cast votes shall become Working Group Chairs, up to two Chairs per Working Group
- c. If no candidate attains 51% of the cast votes, the Membership Council may appoint a temporary Working Group Co-Chair

8.3.2.1.2 Chair Requirements

- a. Member in good standing
- b. Facilitate meetings in an inclusive and respectful manner, promoting equitable engagement and participation of WG members
- c. Project management oversight of WG deliverables
- d. Serve on the Membership Council
- e. Overseeing WG members' adherence to IPR Policy and Code of Ethical and Professional Conduct
- f. Promote equitable engagement and participation of WG members

8.3.2.1.3 Chair Duties

- a. Develop and manage Working Group's annual charter, budget, and business case
- b. Scheduling, planning and facilitation of Working Group meetings
- c. Produce quarterly R & Ps (Retrospective and Plans) for review by the Membership Council
- d. Quarterly updates for the Me2BA Board of Directors, and the Me2BA Newsletter
- e. Provide monthly updates at the Membership Council meetings
- f. Present at Annual Meeting
- g. Ensure meeting minutes are captured
- h. Ensure that Project Owners complete a Project Template for each major Working Group project
- i. Provide Co-Chairs and members notice if they are unable to attend a meeting
- j. If a WG member is acting in bad faith, WG Chair shall raise the issue with the Membership Council Chair
- k. Co-Chairs are encouraged to access Me2BA Advisors as needed to help provide guidance to the WG

8.3.2.1.4 Dismissal

- a. If a Working Group Chair misses a Working Group meeting without prior arrangement, they shall be issued a Dismissal Warning by the Membership Council.
- b. If a Working Group Chair misses two consecutive WG meetings without prior arrangement, the chair shall be dismissed by the Membership Council.

- c. If a Working Group Chair breaches the Me2BA Code of Conduct or Code of Ethics, they shall have one opportunity to remedy the breach. A second breach shall result in removal from position.

8.4 Working Group Decision Making

All matters presented for action must be decided by consensus or a vote. Working Group decision-making shall operate primarily on a consensus basis. Formal voting matters include:

- a. Approving WG Documents to be published by the Me2B Alliance
- b. Approving the creation of new projects
- c. Approving a proposal to end a project
- d. Approving the proposal to dissolve the WG

A vote may take place face-to-face, on a conference call, or via electronic ballot.

8.4.1 Working Group Voting Members

Working Group Me-Member participants shall be deemed Voting Members if they have participated in at least 2 of the previous 4 WG Meetings.

8.4.2 Working Group B-Member participants shall be a Voting Member if they are the designated Voting B-Member for the member business entity for the particular Working Group. A B-Member shall have only one (1) Voting Member in each Working Group. Working Group Voting

Each Voting Member of the Working Group may cast one and only one ballot.

The ballot shall have three voting options: (1) "Yes", (2) "No", and (3) "Abstain".

A supermajority of affirmative ballots of all WG Voting Members is required for the passage of a vote.

Votes may be conducted either in person, during teleconferences, or electronically.

Voting results shall be publicly reported in the WG Meeting minutes.

8.5 Working Group Projects & Deliverables

8.5.1 WG Charter

Each Working Group shall have a Charter which shall be revised annually. The Charter template can be found here: [<link>](#).

8.5.2 WG Projects

WG Projects can be Deliverables including but not limited to:

- a. Specifications

- b. Flash Guides: a short, 1-2 page document, providing guidance on a particular topic
- c. Spotlight Reports: a long form, scholarly report
- d. Prototypes
- e. Source code

Any member of a Working Group may submit a new Project Proposal to the WG. The WG shall determine acceptance via consensus or, if needed, a vote. After a Project is approved by the WG, the WG Chair shall submit the Project Proposal to the Membership Council for approval.

If the WG rejects the Project Proposal, the Chair(s) shall provide the rationale for rejecting the project on the Project Proposal form, which shall be returned to the submitter(s). If two or more Project Proposals are competing for WG resources, the WG Chair(s) shall use the voting process to determine which Project is preferred by the supermajority of WG Voting Members.

The Project Proposal template can be found here: [<link>](#).

The WG is responsible for managing project progress.

8.5.3 WG Documents

Working Groups shall develop documents (specifications, Flash Guides, Spotlight Reports) using a draft-comment-revise cycle. All comments and formal Contributions received toward a Deliverable shall be either accepted, rejected, or deferred to a future version of the deliverable. Disposition shall be performed via consensus. The WG Chair(s) shall use formal voting as set forth above in section 8.4 on any items where consensus is not clear.

8.6 Working Group Meetings

Each WG chair(s) shall set agendas, document, and record the WG's meeting activities. Working Group Members shall provide supporting intellect and effort as each member is best able by volunteering to lead, support, and/or propose projects that may advance the Me2B Alliance's efforts.

At the start of each meeting, the Chair shall:

- a. Ensure the Recording of the Meeting is active,
- b. Utilize the Meeting Template,
- c. Appoint a scribe to track attendees and document and record the WG's activities and actions,
- d. Appoint additional members to support an effective meeting and/or to support the requirements for the records of the meeting,
- e. Ensure all records are current, maintained, and available on the Member Workspace.

8.6.1 Meeting Requirements

8.6.1.1 Meeting Notice

Notice of any meetings must be provided by or at the direction of the Chair to all Members of the respective Working Group at least seven (7) days in advance for conference calls or twenty-one (21) days for in person meetings.

If a Working Group holds regularly scheduled meetings, a single Notice of the schedule shall be sufficient. For conference calls, the contact information for the call must be distributed no later than twenty-four (24) hours prior to each call.

8.6.1.2 Attendance

For the initial two (2) meetings all Members are eligible to vote irrespective of the attendance in past meetings. New Members of an existing Working Group must attend at least two (2) meetings out of the previous four (4) to attain voting privileges.

For purposes of counting attendance, “meeting” means every session for which a unique agenda is published, either for a face-to-face meeting or teleconference. Any multi-day face-to-face meetings shall count as one meeting regardless of multiple meetings are held over the week.

8.6.1.3 Non-Members – Guests

A prospective member, Guest, may attend up to one (1) meeting of each Working Group prior to applying for Membership. Guests shall be asked to comply with IPR Policy and additional Membership Agreements. If Guest becomes a member prior to the successive meeting of attended Working Group, said Member’s attendance shall be counted as stated in Attendance. Guests may attend an unlimited number of meetings for Working Groups that do not have work items that require voting.

8.6.1.4 Agenda / Work Items

Work items to be discussed at a meeting must comply with the IPR Policy. Items that do not require voting should be distributed at least twenty-four (24) hours in advance of the meeting, and items that require voting should be distributed at least seventy-two (72) hours in advance of the meeting. Discussion of a late submission of a Work Item is subject to the approval of the Working Group and the discretion of its Chair.

8.6.1.5 Quorum

Quorum shall be determined by the WG Chair at the opening of each meeting. If quorum is achieved, the WG is allowed to produce binding decisions such as:

- a. Meeting Agenda approval,
- b. Meeting Minutes approval,
- c. New Project approval,
- d. Chair election,

- e. WG termination approval.

If quorum is not achieved, but at least 3 members are present, the WG Chair(s) may proceed with the meeting at their discretion.

8.6.2 Regular Meetings

Working Groups shall conduct regular meetings. Meetings shall occur at least on a monthly basis; meeting frequency should reflect the nature and volume of the current Project(s) being undertaken by the WG.

Meetings may be either face to face or teleconferences.

8.6.3 Meeting Management

Any motion, act, or decision by consensus may only occur in which there is a Quorum for the meeting. It is the responsibility of the Members to join Working Groups via the Member Workspace and to maintain one's current email address.

At the beginning of each Working Group meeting the Chair must present a reminder of IPR Policy, other information as is appropriate, and must encourage the attending Members to review the Membership Agreement Policies in full.

8.6.4 Meeting Reporting Requirements

Access to agendas, minutes, and meeting recordings shall be available on the Member Workspace for review by members in good standing; meeting recordings shall be held for 30 days.

8.7 Working Group Creation and Termination Procedures

8.7.1 Working Group Creation

A Working Group may be formed upon submittal of a Working Group Proposal [<link>](#) by the identified Chair of the proposed new WG to the Membership Council. Minimum requirements for proposing a new Working Group are:

- a. A complete Working Group Proposal,
- b. A WG Chair committed for 2 years,
- c. Written support from at least 5 WG Members,
- d. At least one Project Proposal form completed [<link>](#).

New Working Group Proposals shall be electronically sent to the Membership Council Chair and Vice Chair.

8.7.2 Working Group Termination

A WG may be wound down for any number or reasons including:

- a. Lack of leadership or election of a Chair,

- b. Lack of participation/membership,
- c. Absence of scheduling meetings as defined and not effectively advancing on charter,
- d. Failure to perform requirements and/or duties,
- e. Shut down per WG vote.

8.8 Working Group Publication Approval Process

When the Working Group agrees that a Document is stable and ready for Working Group Approval, the following process shall be followed:

- a. The WG Chair shall post the Draft Document $n+0.1$ on the WG's section of the Member Workspace and shall give Notice to all WG Members.
- b. In the Notice, the WG Chair shall ask for return of final comments within no less than seven (7) days from the date of Notice.
- c. Within seven (7) days after the due date for comments, the comments shall be made available to all WG Members.

After the WG resolves all comments on the Draft Document $n+0.1$, the Working Group shall vote to approve the Document as set forth above in section 8.4. If the Draft Document passes, it is updated to version $n+0.2$ and proceeds to the Membership Council for approval.

9 FULL MEMBERSHIP COMMUNITY VOTES

All Me2B Alliance members shall be called upon to vote on several occasions including:

- a. Voting for Me- and B-Member Board Directors,
- b. Voting on publications originated within Working Groups.

9.1 Voting Eligibility

Members in good standing are eligible to vote. Each eligible member or entity is entitled to one vote unless as otherwise specified in the ballot materials. If a B-entity has more than one representative, the entity must designate a single B-Member Voting Representative for Full Membership Community Votes.

9.2 Ballots

All Full Membership votes shall be conducted electronically. Ballots must meet the following rules:

- a. Ballots shall be written by the meeting lead (Membership Council Chair, Working Group Chair, or another designee).
- b. The motion under consideration shall be clearly presented.
- c. The ballot shall have three voting options: (1) "Yes", (2) "No", and (3) "Abstain".

Additional instruction may be provided on the ballot.

9.3 Electronic Votes

A ballot shall be sent electronically to all eligible voting members and the following rules apply:

- a. The total number of eligible voters shall be used as the basis for results calculations.
- b. To be considered a valid ballot, 1/3 of the eligible voters must vote.
- c. The ballot must include the open and close date for the vote.
- d. Electronic ballots must be open for no less than seven (7) days. If all eligible voters have returned a ballot before the posted close date of the ballot, at the discretion of the Chair, the ballot may be declared closed. A ballot period of more than one week may be used at the discretion of the Chair.
- e. The electronic vote must be administered via email or third-party platform by a neutral party.
- f. A vote passes when there is an affirmative vote of a simple majority of voting members.
- g. Voting participants who vote "no" or "abstain" are encouraged to provide written rationale for their vote. This optional feedback could help revise the proposal should the ballot fail.

9.4 Annual Board Elections

Voting for Me- and B- Member Board Directors shall take place within one (1) week prior to the Annual Meeting. There shall be a nomination period that shall be open for no less than seven (7) days, followed by an election that shall be open for no less than seven (7) days. The election shall be completed by electronic votes as described in [section 9.3](#). The newly elected directors shall be announced at the Annual Meeting.

9.5 Publication Approval Process

The Publication Approval Process includes a first review period, optional second review period, and a vote.

9.5.1 First Review Period

9.5.1.1 Comment Collection & Exclusion Notice Period

The length of the First Review Period shall be a minimum of fifteen (15) calendar days and shall not exceed thirty (30) calendar days. The MC shall determine the length of the review period based on the length of the Draft Document.

Each Member shall review the Document and submit comments. Each Member shall also review the material and submit a Patent Disclosure Statement (as defined in the Me2BA IPR Policy) during the First Review Period for any and all Potential Claims owned or licensable by such Member of which any Representative of such Member has actual knowledge.

9.5.1.1.2 Comment & Exclusion Notice Resolution by WG

If a Member submits a Patent Disclosure Statement with an Opt-Out Notice prior to the end of the First Review Period, the WG shall consider whether any alternatives to including such Potential Claim are feasible. If there are no feasible alternatives and the WG considers that a Final Document incorporating such eventual Essential Claim is nonetheless in the interest of the Me2BA, the WG shall notify the Board of Directors of its recommendation to continue to incorporate such Potential Claim in the Draft Document. Such notification shall include all relevant information to support the Working Group's recommendations. If the Board of Directors approves, work on the Draft Document with such Potential Claim may continue.

The Draft Document is updated to version n+0.6 when the document is updated to address all comments provided in the First Review Period.

9.5.1.1.3 (Optional) Second Review Period

A Second Review Period is only required if Exclusion Notice(s) have been provided in writing to the MC Chair during the First Review Period or if substantial changes were made to the Draft Document as a result of the First Review Period at the discretion of the WG Chair(s).

9.5.1.1.4 Second Comment Collection & Exclusion Notice Period

The length of the Second Review Period shall be no less than seven (7) calendar days.

Each Member shall review the Document and submit comments. Each Member shall also review the material and submit a Patent Disclosure Statement (as defined in the Me2BA IPR Policy) during the Second Review Period for any and all Potential Claims owned or licensable by such Member of which any Representative of such Member has actual knowledge.

9.5.1.1.5 Second Comment & Exclusion Notice Resolution by WG

If a Member submits a Patent Disclosure Statement with an Opt-Out Notice prior to the end of the Second Review Period, the WG shall consider whether any alternatives to including such Potential Claim are feasible. If there are no feasible alternatives and the WG considers that a Final Document incorporating such eventual Essential Claim is nonetheless in the interest of the Me2BA, the WG shall notify the Board of Directors of its recommendation to continue to incorporate such Potential Claim in the Draft Document. Such notification shall include all relevant information to support the Working Group's recommendations. If the Board of Directors approves, work on the Draft Document with such Potential Claim may continue.

The Draft Document is updated to version $n+0.7$ when the document is updated to address all comments provided in the Second Review Period.

9.5.1.1.6 Full Membership Community Vote

An electronic Vote shall take place in accordance with the standard voting procedure described in [section 9](#).

If the vote passes, the document becomes "Candidate Document" version $n+0.9$ and proceeds to the Board of Directors for approval.

10 PUBLICATIONS

The Me2B Alliance shall publish materials produced by Working Groups for the benefit of both the makers and users of technology. Publishing may include digital and printed format of documents.

10.1 Publication Types

Working Groups may develop any number of possible publications including but not limited to:

- a. **Specifications or Recommendations:** focusing primarily on safety specifications,
- b. **Flash Guides*:** short (1-2 page) guidance on particular issues,
- c. **Spotlight Reports*:** long form, scholarly reports.

Specifications and Recommendations shall be formally approved by the organization as described in the process below. Flash Guides and Spotlight Reports shall be edited and formatted by Me2BA Support Staff and are not required to be voted on.

10.2 Format of Publications

Publications shall be designated as *Draft (version n+0.1)*, *Candidate (version n+0.9)* or *Final (version n+1.0)* as they move through the approval process.

Publications shall be written and formatted according to available templates which are stored in the Member Workspace. If no template exists, the WG shall create a template. Me2BA Support Staff are responsible for final formatting and publishing of Flash Guides and Spotlight Reports.

10.3 Naming and Metadata Conventions

Publications should be consistently named using the following naming and metadata conventions.

Naming Conventions

- File Name: The title shall mirror the title on the document
- Version: The publication version shall be included in the file name after the title by using a “V” followed by at least two (2) digits
- Date: The publication date shall be located at the end of the file name using the format YYYYMMDD
- Spaces: Do not use spaces
- Special characters: Do not use special characters such as ~ ! @ # \$ % ^ * () ` ; < > ? , [] { } “ ‘ | +
- A dash “-” shall be used between all words and between file elements (Example: Naming-Convention-V1.0-20211231.pdf)

Metadata Conventions

- Title: All documents shall have a distinct title that gives an indication of the content.
- Description: All files should include an abstract that outlines the basic content of the document.
- Author/Editor/Creator/Owner: All files should include the Author/Editor/Creator/Owner
- Copyright: All files should have an appropriate copyright date / notice using recommended values
 - Copyright status: Copyrighted or Public Domain
 - Copyright notice: ‘© Copyright YYYY Me2B Alliance – All Rights Reserved’ or “This document is subject to the Me2B Alliance IPR Policy Creative Commons Attribution 4.0 International Public License” or none

10.4 Intellectual Property Rights

This section includes guidance on the Me2B Alliance Intellectual Property Rights, as set out in the Bylaws, IPR Policy, and Membership Agreement. In case of discrepancy between this section and those governing documents the governing documents are authoritative.

Me2B Alliance produces publications as the result of Working Group joint work efforts which include contributions from participants.

The Me2B Alliance IPR Policy specifies the license terms that the contributing participant must provide to the Me2B Alliance and all Me2B Alliance members.

The IPR Policy specifies that the copyright to outputs of a Working Group are owned by Me2B Alliance and Me2B Alliance reserves the rights to publish these outputs.

Me2B Alliance facilitates the development of intellectual property within Working Groups. Working Group participants are accountable for contributions made to the group for use in any group outputs.

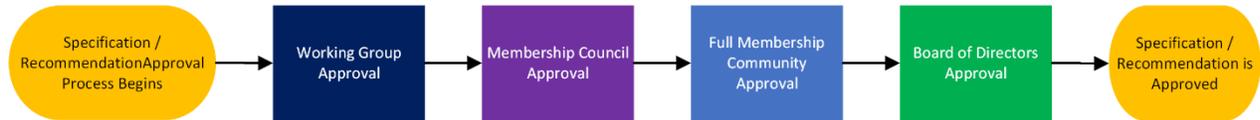
Full Membership Community Review Period(s) are critical steps in the publication process. These reviews allow participants to inform the Me2B Alliance if there may be a claim or license issue. The Executive Director, Membership Council, and Working Groups are responsible for taking appropriate action to address the claim or license issue.

10.4.1 Ownership of Intellectual Property

Participants who contribute material retain ownership of their contributions. The resulting Working Group output constitutes a copyrightable work owned by the Me2B Alliance that is distinct from any pre-existing derived copyrightable interests the contributor may hold on the input contributions. Me2B Alliance reserves the right to publish the Working Group copyrightable output. No individual, organization or company may reproduce or redistribute

the output except as permitted by the Corporation under the terms that are signed by the Executive Director.

10.5 Publication Approval Process Overview



10.6 Publication Approval Process

10.6.1 Working Group Approval

The first step of the Publication Approval process is for the Working Group to approve the recommendation or specification Document version $n+0.1$. Working Groups shall approve draft publications via the process described in [section 8.8](#). If the Draft Document passes, it is updated to version $n+0.2$ and proceeds to the Membership Council for approval.

10.6.2 Membership Council Approval

The second step of the Publication Approval Process is approval by the Membership Council. The Membership Council shall approve draft publications via the process described in [section 7.7.5](#). If the Draft Document passes, it is updated to version $n+0.5$ and then sent to the Full Membership Community for a vote.

10.6.3 Full Membership Community Approval

The third step of the Publication Approval Process is approval by the Full Membership Community. The Full Membership Community shall approve the draft publications via the process described in [section 9](#). If the Draft Document passes, it becomes “Candidate Document” version $n+0.9$.

10.6.4 Board of Directors Approval

After the document becomes a “Candidate Document”, it shall be advanced to the Me2B Alliance Board of Directors for voting using the following process:

- a. The MC Chair presents the Candidate Document to the Board of Directors
- b. The President of the Board of Directors shall determine if the vote shall occur at the next Board Meeting or via an electronic ballot.
- c. Each voting member of the Board of Directors may cast one and only one ballot. The ballot shall have three voting options: (1) “Yes”, (2) “No”, and (3) “Abstain”. A super majority of affirmative ballots is required for the passage of a vote. Voting results shall be publicly reported in the meeting minutes.
- d. If the board approves the Candidate Document by a supermajority, the document becomes the Final Document version $n+1.0$ and is published on the Me2B Alliance website.

10.6.5 Maintenance of Documents

Once approved by the Board of Directors, responsibility for maintenance of a Final Document is assigned as follows:

- a. If the WG that developed the Document is still active, the WG shall be responsible for maintaining the Document.
- b. If the WG that developed the Document is no longer active, the MC shall be responsible for maintaining the Document.

10.6.6 Errata

Publication of errata may be used to correct known errors in a Final Document without having to fully amend the Final Document. Any potential erratum shall be communicated to the appropriate WG Chair(s) for processing. The WG or the MC in the absence of an active WG shall draft a disposition statement regarding the potential erratum. The WG Chair or the MC Chair shall present the statement to the Board of Directors for approval.

Upon Board of Director approval, an errata statement shall be published in the Final Document describing the erratum and the correction.

10.6.7 Editorial Changes

The WG may, at its discretion or at the direction of either the Board of Directors or the MC, make editorial changes to a Final Document, providing that such changes do not materially change the Document.

10.6.8 Document Revisions

Substantive changes to Final Publications shall be made in an active WG and must follow the approval process described in these Operating Procedures.

10.6.9 Storage and Access to Documents

All non-final versions of documents as well as other working documents of a WG shall be stored on the Member Workspace and shall be accessible only to Members, Advisors, Board of Directors, the staff of the Me2BA and authorized representatives of the Me2B Alliance and may not be distributed to non-members.

11 REFERENCES

1. Andrew Hughes, Ken Dagg, Colin Wallis, ed. Kantara Initiative Operating Procedures version 3.0. 2018.
2. Erika J. Etemad, Florian Rivoal, Natasha Rooney, Charles McCathie Nevile, Ian Jacobs. *W3C Process Document version* <https://www.w3c.org/2020/Process-2020915>. 2020.
3. https://www.nist.gov/system/files/discussion_draft_by-laws_v2.pdf
4. <https://legal.ieee.org/compliance/record-management/ieee-metadata-standards-and-file-naming-convention-guidelines>