1. PURPOSE

1.1. To document the functions, activities and method of operation of the American Chemistry Council (ACC) Technical Oversight Board (TOB). The TOB is the body that develops, implements, maintains and provides oversight for the management system programs of ACC, and is directly responsible to the ACC Responsible Care Team. The management system programs include, but are not limited to, the combined Responsible Care®-ISO14001 (RC14001) process and the Responsible Care Management System (RCMS) and its associated audit processes.

2. SCOPE

2.1. This document addresses the qualifications and training of the TOB, responsibilities, expectations for the conduct of its meetings, how decisions are made, and how information is shared among the members of the TOB. This procedure also addresses the interactions with other ACC entities including the Board Committee on Responsible Care (BCRC), the Responsible Care Team, the Strategic Review Board (SRB), ACC staff, and other ACC special committees that may be formed.

3. RESPONSIBILITIES

3.1. The mission of the TOB is to oversee the development, implementation and maintenance of management system programs in order to ensure national and international recognition and command a high level of credibility. In its duties, the TOB will strive to add value to the management system programs and foster stakeholder and customer satisfaction of the programs. The TOB is charged with identifying and implementing tactical enhancements to the Responsible Care certification process. It is the TOB’s priority to build programs that are founded on the principles of ethics, leadership, objectivity, professionalism and continual improvement. As customer requirements, societal expectations and technology advances, the TOB will be progressive in its pursuit of

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integration and improvement opportunities that benefit companies that are in the business of chemistry. The purpose of TOB shall be to manage the Responsible Care Management System and the Certification Processes in the following areas:

3.1.1. Providing oversight and management of the overall Responsible Care Management Systems (RCMS and RC14001) and the Certification Processes and ensuring the integrity of the processes.

3.1.2. Overseeing Member/Partner Company’s selection of audit service provider companies as per requirements of RC204 (requirements are being defined for Partners and may be different);

3.1.3. Liaison to the Board of Environmental Health and Safety Auditor Certifications (BEAC), ANSI-ASQ National Accreditation Board (ANAB), and QSARAB International (QSARAB) for their tactical management of the RC Certification process; see Appendix 8.1.

4. REQUIREMENTS

4.1. TOB Organization

4.1.1 The TOB is formed of a Chairperson, a Vice Chairperson and a minimum of five members. The Chairperson and the Vice Chairperson of the TOB shall be appointed by the ACC Responsible Care Team (Team) and serves at the discretion of the Team. TOB members may be chosen to provide a balance of experience, background and perspectives based on the types of programs offered by ACC. The “appropriate balance” of experience may be determined, on an annual basis, by the Chairperson of the TOB and the ACC ex-officio member to the TOB.

4.1.2 The leadership of the TOB shall be organized to have both a Chairperson and a Vice Chairperson. Each position shall serve for a one-year term with the Vice Chairperson succeeding the Chairperson. Each position shall be appointed as noted in 4.1.1.

4.1.3 An ACC staff person holding a chief operations management position in charge of management system programs shall be the ex-officio member of the TOB.

4.1.4 The TOB may have as many members as is deemed necessary to effectively meet the mission and objectives of the group.

4.2. Qualifications of Members
4.2.1 Members of the TOB shall possess strengths related to the concepts and/or implementation of management systems, auditing and auditor certification. TOB members should have first-hand auditing experience in the chemical process industry or related industries and have some familiarity with national and international standards.

4.2.2 Members of the TOB should be mature professionals capable of working well with other members of the TOB and ACC staff members. They should exercise good judgment, and be able to support the consensus decisions of the TOB. TOB members should be good communicators, both oral and written forms.

4.2.3 The TOB shall consist of individuals from ACC Member and Partner Company, representatives of Partner association representatives, members of the auditing community, ACC staff and other parties deemed appropriate.

4.3 Responsibilities of TOB Members

4.3.1 Members of the TOB work in conjunction with ACC professional staff to develop and administer management system programs.

4.3.2 The TOB has technical responsibility for the management system programs. Procedures, implementation, documentation, maintenance, and continual improvements are a role of the TOB.

4.3.2.1 The TOB shall utilize BEAC, ANAB and RABQSA to assist with management of the RC Certification process as illustrated in the Appendix 8.1.

4.3.3 Policy level interpretations, and the priority of developing the interpretations, shall be made by the TOB. The TOB shall be responsible to provide broad technical support for ACC management system programs. This shall include responding to technical questions which arise from special circumstances or which are not otherwise addressed.

4.3.4 The TOB designees (BEAC, ANSB and RABQSA) shall provide the appeals mechanism for any party who challenges a decision made within the established certification process. The TOB assures that an appeals mechanism is in place and followed at both of its designees.
4.3.5 The TOB shall be responsible for providing a training process to mentor new TOB members and foster a continually knowledgeable group of members. TOB members may have broad experiences and special skills that may be helpful in training members of ACC staff. Specific training needs may be identified by either the TOB or staff and are developed jointly to best serve the need.

4.3.6 Members of the TOB are expected to attend regularly scheduled meetings and actively contribute to the work of the TOB. Individual members may be assigned to work with specific committees focusing on particular tasks and may work under the coordination of a Committee Chairperson. Tasks or work projects are planned with milestones toward completion. TOB members responsible for those tasks are expected to complete the project within a reasonable interval of time from the milestone date.

4.3.7 TOB members shall be required to attend a minimum of sixty percent (60%) of the meetings called for the TOB. Participation is expected in person at face-to-face meetings and by way of phone during conference call meetings. If a member becomes an inactive participant by falling below 60%, the member shall be reminded once of the expectation and, if attendance expectations continue not to be met, the member will be subject to termination and replacement by action of the TOB. Excused absences may be granted by the Chairman of the TOB on a case-by-case basis.

4.3.8 Members of the TOB are expected to be conscious of the confidential nature of much of the work done by the TOB and to be sensitive to potential conflicts of interests as they carry out their duties. Each TOB member is also expected to be sensitive to potential conflicts of interests that may arise from the member's employment, or professional or personal activities. The primary responsibility for compliance with confidentiality and conflict of interests lies with each individual member.

4.3.9 TOB members shall keep confidential all matters of the TOB except those that are public information and obviously non-confidential. Each member of the TOB shall be required to, at a minimum, yearly, and as situations change, disclose any conflict of interests situations and reaffirm their commitment to business matters confidentiality.

4.4 TOB Meetings

4.2.1 Three face-to-face TOB meetings shall normally be held each year approximately four months apart. Three conference call meetings
shall normally be held each year spaced approximately midway between the face-to-face meetings. The TOB Chairperson may call special meetings of the TOB as the need arises and scheduled meetings may be cancelled at the discretion of the TOB Chairperson.

4.4.1 ACC staff members or other invited individuals may attend TOB meetings to contribute toward specific agenda items. Such guests may be invited by the TOB Chairperson, by a committee Chairperson, or by the ex-officio ACC staff member with approval of the TOB Chairperson. Special guests and/or technical experts may promote a particular view, but may not be a part of consensus decisions.

4.5 Quorum Required

4.5.1 Working meetings of the TOB may be held with any number of members present as determined by the TOB Chairperson.

4.5.2 A quorum present shall be required for decisions binding on the TOB; and shall be defined as one-half of the members of the TOB.

4.6 Decisions Making Process

4.6.1 When decisions are made by the TOB, both the TOB Chairperson and the ex-officio ACC staff member (or the staff member’s designee) shall be present during the decision making process.

4.6.2 Decisions are preferably made following TOB discussions among knowledgeable experts, arriving at consensus. A decision may also be reached by like votes of more than one-half of those TOB members present at the meeting for which there is a quorum or by electronic ballot with like votes by more than one-half of the total TOB membership.

4.7 Working Committees

4.7.1 The TOB Chairperson shall be allowed to form working committees within the TOB when deemed necessary. Such committees will focus effort on a particular problem, issue, or “line of business” of the ACC management system programs. A Committee Chairperson named by the TOB Chairperson shall coordinate committees.

4.7.2 Working committees may be augmented by additional people who are qualified and willing to serve on the committee for a limited task and a limited time. Such additional help may be recruited by the
Committee Chairperson and serve as auxiliary committee members, not as members of the TOB.

4.7.3 Working committees may meet in conjunction with the TOB meeting and may meet at additional times by conference call or face-to-face as determined by the committee and its Chairperson.

4.8 New Members and Nominating Process

4.8.1 New members may be added to the TOB as the need arises by proposal from the ACC Responsible Care Team and approval by the TOB. The TOB may suggest candidates to the Responsible Care Team for their consideration.

4.8.2 The TOB shall, at least yearly, review its membership and the stakeholder groupings they represent. Any significant underrepresented stakeholder groups shall be identified and new members sought to provide appropriate representation.

4.8.3 Nominees for membership on the TOB shall be considered from all stakeholder groupings to provide an appropriate balance serving the ACC customer needs. Any candidate proposed for TOB membership shall meet the qualification requirements discussed in Section 4.2. Nominees may include individuals who have served as auxiliary committee members and who have demonstrated their qualifications and willingness to participate.

4.8.4 Members of the ACC TOB serve for a defined three-year period from the year of appointment. A member may be re-appointed for a successive three-year term by presentation from the Responsible Care Team. During the start-up phase for the team, appointment lengths may vary to allow only 1/3 of the team to transition each year.

4.9 Training and Conflict of Interest Disclosure

4.9.1 Awareness training shall be provided to each new member of the ACC TOB by an assigned Mentor or the TOB Chairperson and/or the ex-officio ACC staff member. Such training shall include operations of the TOB, background of ACC, and introductions to the ACC staff.

4.9.2 The Mentor, TOB Chairperson, and the ex-officio ACC staff member shall be available for evaluating the progress of new members and for providing coaching to any member requesting such help or as noted by the TOB Chairperson.
4.9.3 A yearly conflict of interest and confidentiality refresher training session shall be conducted by the TOB Chairperson or a member of ACC senior staff during the first scheduled face-to-face meeting of each calendar year. In the case of members excused from the first calendar meeting or new members added to the Board, this training shall be conducted individually at the earliest possible opportunity.

4.9.4 A conflict of interest disclosure and commitment to confidentiality shall be affirmed yearly by a signed statement by each member, according to ACC procedures for all staff, boards, and councils. The signed statement shall be kept on file in the ACC office.

4.10 TOB Roster

4.10.1 A roster of the current TOB members and any committee assignments shall be maintained and updated quarterly by the ACC Staff. A controlled copy of the current roster shall be kept by the ex-officio ACC staff member (or designee). Uncontrolled copies may be made available to all TOB Members.

4.11 Meeting Minutes

4.11.1 Minutes of each ACC TOB meeting shall be taken by an ACC staff member present, compiled in a typed format. The member minutes shall capture a summary of important issues or discussions and record all decisions made by the Board. Minutes of each TOB meeting shall be prepared, distributed and approved by the TOB at a subsequent TOB meeting.

4.12 Project Management

4.12.1 Each important project task identified by the TOB shall be managed and tracked to completion of the project. Important project milestones may be established for each project including the person responsible for each task or milestone, assigned date of completion, and sufficient detail for the task to be completed. Project tasks may be numbered for identification.

4.12.2 Each task and project shall be monitored by the TOB Chairperson and the ex-officio ACC staff member for progress and completion in a timely manner to meet the assigned completion date.

4.13 Liaison with Other ACC Boards and Councils
4.13.1 The TOB shall maintain liaison with other appropriate boards and councils on programs or issues requiring coordination (e.g. RC Team, SRB, BCRC, Partner Company Team). ACC staff or the TOB may identify the need for such liaison and propose a method. Particular TOB members may be named to carry out the liaison.

5. RECORDS GENERATED

5.1. Documents on operations of the TOB and other new member training materials (4.3.5, 4.9.1).
5.2. Conflict of interest refresher training (4.9.3).
5.3. Conflict of interest disclosures, signed yearly by each TOB member (4.9.4, ACC).
5.4. Roster of TOB members (4.10.1, ACC).
5.5. Minutes of TOB meetings (4.11.1, ACC).
5.6. Lists of projects and project documentation (4.12, ACC)
5.7.

6. DEFINITIONS

6.1. See RC201 (current version) Section 6

7. REFERENCES

7.1. See RC201 (current version) Section 7

8. APPENDICES

8.1. Responsible Care Certification – Management Strategy (see process flow diagram)
8.1 Responsible Care Certification --- Management Strategy

Strategic Review Board (RC202)

- External Advise to ACC for RC and Certification

ACC Board Committee Responsible Care

ACC Responsible Care Team

Technical Oversight Board (RC203)

BEAC, ANAB, RABQSA

BEAC - RCMS
ANAB - RC14001 and RCMS

BEAC or RABQSA

BEAC or RABQSA

Audit Service Provider (ASP) Qualified per RC204

- ASP applies to BEAC or ANAB and is approved
- BEAC or ANAB lists ASPs as a service to Member/Partner Companies
- Member/Partner Co. verifies ASPs and Auditors are qualified

Certification of RC Auditors per RC205

- Initial Application Fee and Annual Dues
- Photocopies of degrees earned or official transcripts
- Completed Work Experience Form
- Completed Statement of Audit Experience Form
- Completed Formal Training Record Form (inc. proof of RC Training)
- Completed Character Reference Forms
- Successful Completion of RC Auditor Certification Examination
- CPD Reporting Forms to verify continuing professional development

Training Course Recognition per RC206

- Application and Renewal Fees
- Training Course Provider Recognition Program Application for Recognition Form
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