



**Procedure Professionals Association
Principles of Operation**

Revision 10

November 25, 2019

SUMMARY OF CHANGES

Rev 10

Major rewrite based on change to a 501(c)(6) organization. The change is to support a leadership team that remains fixed until such time deemed by the Steering Committee or the individual there is a need for leadership change

Rev 9

1. 2.2 step 4 and 5 – In support of 501(c)(6) Non-Profit filing, added statements clarifying to members that PPA member dues are not deductible and that PPA does not lobby for any political causes.
2. 4.1 step 5 – In support of incorporation as a Florida 501(c)(6) Non-Profit, clearly established that the PPA bookkeeping will be in accordance with Calendar Year accounting.
3. 6.8 – Deleted step requiring funds to be processed through Utilities Service Alliance, Inc. (USA, Inc.). PPA Inc. has established separate banking and bookkeeping services in preparations for reorganizing as an independent 501(c)(6) Business League. USA is incorporated as a 501(c)(12) and has supported PPA as PPA's Fiscal Agent.

Rev 8

1. Minor format changes
2. Updated to create the Director, Project board position as a paid position that reports to the Executive Committee.
3. Updates throughout to cleanup various consistency issues and reflect how business is actually performed.

1.0 MISSION

1. The Mission of the Procedure Professionals Association (PPA) is to function as a non-profit organization developing and exchanging technical information on the design, development, implementation, and use of procedures to increase reliability, improve performance, and ensure safe and efficient facility operation.

2.0 MEMBERSHIP

2.1. General

1. PPA shall be a non-profit organization directing activities through an Executive Committee named by the Steering Committee and a Steering Committee that is recommended by the membership and agreed to by the Executive Committee based on interviews and the review for a good fit and willingness to help move the organization forward.
2. Membership may be maintained for two years by attendance at the Annual Symposium or may be purchased for one year at a time via the website.
3. Membership for attendance at the Annual Conference is capped at four years (e.g., if you attend in Year 1 and Year 2, you are eligible for 4 years of membership unless you attend in Year 3 which will keep you at 4 years and does not extend membership an additional 2 years).

2.2. Membership Requirements

1. Anyone can be a member.
2. Membership is granted by payment of the annual conference fee or in-lieu fee described in Section 6.0.
3. All members may be requested to provide technical information, as necessary, in response to generic efforts by PPA.

2.3. Associate Membership Requirements

1. Vendors are considered associate members. A vendor must have a legitimate interest in the development or implementation of procedures. Typical Associate Members include contractors (except DOE representatives as they are considered members), training and staffing companies, process improvement and project management consultants, and software vendors.
2. Membership is granted by payment of the annual conference fee or in-lieu fee described in Section 6.0.

2.3 Associate Membership Requirements (cont.)

3. Associate Members shall refrain from direct marketing related activities during the conduct of general sessions, breakout sessions, and activities outside of vendor exhibits and hospitality periods.
4. Membership dues collected by PPA are not charitable donations and are not deductible from federal and state income taxes.
5. PPA does not conduct political lobbying activities and does not collect any dues for conduct of political lobbying.

2.4. Administration of Memberships

1. A roster shall be established and maintained that identifies the membership by membership type, including associate members.
2. Guest participants or speakers may attend meetings at the discretion of the Steering Committee. Meeting attendance fees are expected if guest participant or speaker attend meeting sessions outside of his or her presentation. Fees, both speakers and non-member PPA guests may be waived by agreement with the Executive Committee Chair or Vice Chair.

3.0 **MANAGEMENT ORGANIZATION**

3.1. General Requirements

1. The PPA management organization consists of an Executive Committee and a Steering Committee.
2. The number of members from the same company on either committee shall be at the discretion of the Executive Committee.

3.2. Executive Committee

1. The Executive Committee is comprised of the following positions:
 - a. Chair
 - b. Vice Chair
 - c. Director, Annual Conferences
 - d. Director, Technology
 - e. Director, Projects (reports to and participates in most matters involving the steering committee – non-voting)
 - f. Secretary/Treasurer
2. Executive Committee members are nominated and assigned to their role by Association's Steering Committee.
 - a. An Executive Committee member will serve an undisclosed number of terms subject to removal by the Steering Committee.
 - b. If a Steering Committee member deems that an Executive Committee member is not managing the best interest of PPA and should be removed from their position the following applies:
 - If a Steering Committee member believes the Chair should be removed from their position, they are to discuss with the PPA Vice Chair
 - If a Steering Committee member believes any other member of the Executive Steering Committee should be removed from their position, they are to discuss with the PPA Chair.
3. The Executive Committee will be composed of industry representatives, not associate members.
4. Executive Committee members are part of the Steering Committee.

3.3. Steering Committee

1. The Steering Committee shall consist of the following:
 - a. The Executive Committee members defined in Section 3.2
 - b. Steering Committee members as appointed by the Executive Committee based on interviews and the appointee's desire to actively engage in helping the organization move forward.
 - c. Associate Members as recommended by the Steering Committee and appointed by the PPA Chair per Section 4.1
2. Steering Committee members that are not members of the Executive Committee shall serve a term of four years and may serve any number of consecutive terms.
3. Associate Members may be appointed to the Steering Committee to provide specific expertise not available within the current committee makeup.
 - a. There are no term limits for Associate Members.
 - b. The PPA Chair may change the composition of the Associate Member staff at any time to ensure that PPA business needs are met.
4. The following Steering Committee members shall be voting members:
 - a. Executive Committee members, excluding the Director, Projects.
 - b. Steering Committee Members, except in cases where multiple individuals represent the same company, then only one individual has voting rights.
5. A quorum of Steering Committee members must be present to bring a matter to a vote.
 - a. A quorum is defined as six members of the Steering Committee, of which two are members of the Executive Committee, of which one of these two is the Chair or Vice Chair.
 - b. Any matter brought to a vote will be determined by the majority of the voters.
6. At the conclusion of their terms, the Chair and Vice Chair will remain as Ex Officio Steering Committee members in the capacity for a single two-year term.

3.4. Election Process

1. Each year the Executive Committee will evaluate who has reached their term limit at the mid-year planning meeting.
2. From the mid-year planning meeting through the conference, the Executive Committee will start considerations to either fill the position(s) opening or retain the current member(s).
3. At the annual conference, the Executive Committee will evaluate names presented for Steering Committee membership and hold a discussion with any potential candidates that are deemed acceptable by the Executive Committee.
 - a. Consideration will be given based on a review to determine candidates that are a good fit for the Steering Committee (e.g., appropriate technical background, good people skills, a desire and willingness to engage actively in helping move the organization forward).
4. If more qualified names for consideration are provided than the number of positions available, the Executive Committee will present the names that the Executive Committee deems acceptable to the full Steering Committee for selection of new Steering Committee members.
5. Outgoing Steering Committee members are encouraged to recommend a replacement for their position.

4.0 DUTIES AND RESPONSIBILITIES

4.1. Executive Committee

1. The Executive Committee has overall responsibility for the administration and management of PPA including the approval of all fiduciary matters.
2. Specific responsibilities of the Chair are:
 - a. Schedule and notify the Executive Committee members and the Steering Committee members of the time and place of the meetings.
 - b. Preside at Executive Committee and Steering Committee meetings.
 - c. Develop an agenda for Executive Committee and Steering Committee meetings.
 - d. Function as the Association spokesperson during meetings with other organizations. The Chair may delegate this responsibility for certain issues to committee members.
 - e. Issue under the signature of the Chair, all official correspondence representing PPA.
 - f. Facilitate communications between the committees, and the Association membership as applicable.
 - g. Appointment of Associate Member(s) to the Steering Committee.
 - h. Approve the Letter of Agreement each Calendar year to support the tasks performed by the Director, Projects.
3. Specific responsibilities of the Vice Chair are:
 - a. Perform the duties of the Chair in his or her absence.
 - b. Maintain and track open action items of the Executive Committee and the Steering Committee.
 - c. Approve the Letter of Agreement each Calendar year to support the tasks performed by the Director, Projects.

4.1 Executive Committee (Cont.)

4. Specific responsibilities of the Director, Annual Conference are:
 - a. Preside at the Annual Conference planning session.
 - b. Develop and maintain all revisions to the Annual Conference agenda.
 - c. Conduct Steering Committee meetings specific to the development of the Annual Conference.
 - d. Coordinate with the Steering Committee on logistics and all elements of support for the Annual Conference.
 - e. Coordinate business relations and contract management responsibilities in support of the Annual Conference.
 - f. Notify the membership and associate membership no later than sixty 60 days prior to the Annual Conference. The notice should include a tentative agenda for the conference.
 - g. Coordinate the Annual Conference feedback survey.
5. Specific responsibilities of the Secretary/Treasurer are:
 - a. Act as the Associations Treasurer, maintaining responsibility for all accounting and financial activities.
 - b. Develops and maintains the PPA budget.
 - c. Ensure that accurate minutes of the proceedings of all Executive Committee and Steering Committee meetings are taken, recorded, and distributed.
 - d. Maintain a file of all Association correspondence.
 - e. Maintain the association checking and credit card accounts as necessary with support from the Director, Projects.
 - f. Utilize a Calendar Year approach (January 1 to December 31) for accounting and reporting purposes.

4.1 Executive Committee (Cont.)

6. Specific responsibilities of the Director, Technology are:
 - a. Determine software strategy for current and future years.
 - b. Act as the webmaster for the PPA Website and associated peripheral software.
 - c. Research and recommend new technology.
7. General requirements of the Director, Projects are:
 - a. Director, Projects is a paid position filled through appointment by the Executive Committee.
 - b. Director, Projects provides support to the PPA organization in accomplishing the roles and responsibilities outline in this section and as augmented by a Letter of Agreement between the appointee and the Executive Committee.
 - c. The Letter of Agreement between PPA and the appointed Director, Projects is a binding agreement and will be signed by the Chair, Vice-Chair, and appointee prior to the beginning of the calendar year.
 - d. At any time during the period established by a signed Letter of Agreement, the agreement can be altered through execution of an updated Letter of Agreement signed by the Chair, Vice-Chair, and Director, Projects.
 - e. The Letter of Agreement is valid for one year.

4.1 Executive Committee (Cont.)

8. Specific responsibilities of the Director, Projects are:
 - a. Manage the Association's projects as determined by the Executive Committee.
 - b. Select project team members based on skills and expertise to ensure Conference and Project success.
 - c. Ensure the success of the project and achievement of the desired outcomes.
 - d. Conduct project meetings.
 - e. Communicate project status to the Executive Committee.
 - f. Present project results or project status to the Association at the Annual Conference.
 - g. Provide PPA training and certification to Procedure Writers and Work Instruction Planners.
 - h. Certify PPA Instructors.
 - i. Attend industry meetings on the behalf of the PPA organizations. Attendance at these meetings shall be approved by the Chairman or the Vice Chairman prior to registration and incurring of expenses.
 - j. Maintain the certified writer database in a location agreed upon by the Executive Committee. This will ensure ease of access to any Executive Committee member in the event the Director, Projects is not available.
 - k. Support the Treasurer with maintenance of the PPA checking and credit card accounts. Support activities include but are not limited to receipt of payments for PPA Certification and monthly reconciliation of Director of Projects expenses and income.
 - l. Obtain approval for all expenses from the Chairman or Vice Chair and one additional Executive Committee member.

4.2. Steering Committee

1. The Steering Committee has overall responsibility for providing resources to support the functions of the Association as identified by the Executive Committee.
2. Specific responsibilities of the Steering Committee members are:
 - a. Review and/or recommend issues to be presented to the Association.
 - b. Authorize contracting with outside agencies.
 - c. Establish the meeting fee, if required, and coordinate accounting of such fees with the Director, Annual Conference.
 - d. Establish projects for specific issues.
 - e. Recommend policies for the Association and any revisions to such policies.
 - f. Approve the findings, by majority vote, of project recommendations and other Association activities.

4.3 Membership

1. The membership of the Association has responsibility to support excellence in procedure development and use.
2. Specific responsibilities of the membership are:
 - a. Actively participate in Association activities, as permitted by the individual's workload.
 - b. Provide technical information as outlined under Membership Requirements.

5.0 MEETINGS

5.1. Executive Committee Meetings

1. The Executive Committee will meet periodically as required for the purpose of conducting overall Association business.
 - a. An Executive Committee meeting shall be scheduled prior to the commencement of the Annual Conference at an agreed upon location.
 - b. An Executive Committee meeting shall be scheduled after the closing of the Annual Conference at the conference's location.

5.2. Steering Committee Meetings

1. The Steering Committee will meet periodically as required for the purpose of conducting the responsibilities of the committee as delineated in Section 4.2.
 - a. There will be a scheduled Steering Committee meeting, for the purpose of supporting the planning of the Annual Conference's agenda.
 - b. Additional Annual Conference planning meetings will be scheduled at the discretion of the Director, Annual Conference.
 - c. There will be a Steering Committee meeting scheduled prior to the commencement of the Annual Conference preferably at the conference location.
 - d. There will be a Steering Committee meeting scheduled after the closing of the Annual Conference at the conference location.

5.3. Membership Meeting Including Associate Members

1. The Annual Conference is the designated membership meeting.
2. Notice of the Annual Conference should be sent to the membership and associate membership no later than 60 days prior to the conference.
3. The notice should include a tentative agenda for the conference.

6.0 FUNDING REQUIREMENTS

1. At no time shall a Member or Associate Member be required to participate in funding requirements beyond the Annual Conference fee or in-lieu fee, as a requirement for membership.
2. If membership is requested in lieu of the conference fee, it shall be obtained by a payment of \$250.00 (U.S. currency) to the Procedure Professional Association. This fee will be subtracted from the annual conference fee if within six months, the individual requests to attend the annual conference. Such offer is valid for only the next annual conference occurring within 6 months of receipt of payment.
3. Annual Conference fees shall normally cover expenses incurred for reproduction and correspondence.
4. Expenses incurred for reproduction and postage of other correspondence or documents shall be at the expense of the initiator(s).
5. In the event, PPA activities go beyond normal appropriated funds, the Steering Committee shall determine the need for additional funding and the methods to be utilized to satisfy the requirement subject to approval by the Executive Committee. Under no circumstances shall the Executive Committee or Steering Committee be held personally liable for funding issues.
6. PPA shall not receive or disburse funds without approval of two Executive Committee members, one of which is the Chair or Vice-Chair.

7.0 TECHNICAL POSITIONS

1. Position statements issued by PPA are not to be considered binding on the member companies or associate member companies and do not necessarily represent the position of member and/or associate companies.
 - a. Under no circumstances shall positions adopted by PPA be interpreted or considered to be commitments by member and/or associate companies toward any course of action.
2. If a PPA representative feels that the Association position lacks merit, or an alternate position needs to be presented, alternate positions will be acknowledged by the Steering Committee and provided with the issuance of the Association position, upon written request of the presenter.
3. The Director, Projects shall present reports or position statements to the Steering Committee.
 - a. If a Steering Committee member feels that the position lacks merit, or that an alternative position should be presented, the alternate position shall be acknowledged by the Director, Projects and addressed by the project team.

8.0 ANNUAL CONFERENCE

1. Payment for the annual conference shall be received when registration is completed unless prior approval is received from the Director, Annual Conference.
2. Cancellation Policy is as follows:
 - a. All cancellations are subject to a \$150 processing fee.
 - b. Cancellations made greater than 60 days prior to the symposium start date will be refunded in full, less the processing fee.
 - c. Cancellations made between 31 days to 60 days will received 50% refund less the \$150 processing fee.
 - d. Cancellations made less than 30 days prior to the symposium start date will not be refunded. A substitute attendee is acceptable, with notification to the Director, Annual Conference
 - e. If extenuating circumstances are identified (e.g., medical, family death), the cancellation policy may be waived with the approval of the Executive Steering Committee.
3. Guest registration includes all PPA sponsored meals that are held during the 3-day symposium. It does not include any PPA meals that are held for Writer Certification Training.

9.0 CHANGES TO APPROVED PPA DOCUMENTS

1. Revisions to the Principles of Operation, shall be presented to the Executive Committee. Upon concurrence from all Executive Committee members, the Chair will approve the new revision to the Principles of Operations.
2. PPA Standards are presented to the Chair following final standards committee review. The Chair is the final approval of these documents.

Approved

Linda Mar
Chair, PPA

Date

11-25-19