

Facilities WG Bylaws
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Bylaws

**THE SCIENTIFIC AND MEDICAL RESEARCH
FACILITIES WORKING GROUP**

**Bylaws of the
Scientific and Medical Facilities Working Group**

ARTICLE 1. Authority.

The Scientific and Medical Facilities Working Group (“~~Facilities~~-WG”) of the Independent Citizen’s Oversight Committee (“ICOC”) to the California Institute for Regenerative Medicine (“Institute”) is established by Division 106, Part 5, Chapter 3, section 125290.50 and section 125290.65 of the Health & Safety Code, also known as the California Stem Cell Research and Cures Bond Act, as amended by the California Stem Cell Research, Treatment and Cures Act of 2020, together, the “Act.”

ARTICLE II. Purpose.

The ~~Facilities Working Group~~FWG is created for the purpose of recommending to the ICOC interim and final criteria, requirements and standards for applications for grants and loans for buildings, building leases, and capital equipment. The ~~Facilities Working Group~~FWG will also recommend oversight procedures to ensure grantees’ compliance with the terms of the award to the ICOC.

ARTICLE III. Functions.

The duties of the ~~Facilities Working Group~~FWG shall include the following:

- (A) Recommend to the ICOC interim and final criteria, standards and requirements for applications for, and the awarding of, grants and loans for buildings, building leases, and capital equipment, including the following standards and requirements, among others:
1. Facility milestones and timetables for achieving such milestones;
 2. Priority for applications that provide for facilities that will be available for research no more than two years after the grant award;
 3. The requirement that all funded facilities and equipment be located solely within California
 4. The requirement that grantees comply with reimbursable building cost standards, competitive building leasing standards, capital equipment cost standards, and reimbursement standards and terms recommended by the ~~Facilities Working Group~~FWG and adopted by the ICOC;
 5. The requirement that grantees shall pay all workers employed on construction or modification of the facility funded by facilities grants or

loans of the institute, the general prevailing rate of per-diem wages for work of similar character in the locality in which work on the facility is performed, and not less than the general prevailing rate of per diem wages for holiday and overtime work fixed as provided in Chapter 1 (commencing with Section 1720) of Part 7 of Division 2 of the Labor Code;

6. The requirement that grantees be not-for-profit entities;
7. The requirement that awards be made on a competitive basis, with the following minimum requirements:
 - a. That the grantee secure matching funds from sources other than the institute equal to at least 20 percent of the award. Applications of equivalent merit, as determined by the ~~Facilities Working Group~~FWG, considering research opportunities to be conducted in the proposed research facility, shall receive priority to the extent that they provide higher matching funds amounts. The ~~Facilities Working Group~~FWG may recommend waiving the matching fund requirement in extraordinary cases of high merit or urgency;
 - b. That capital equipment costs and capital equipment loans be allocated when equipment costs can be recovered in part by the grantee from other users of the equipment.

(B) Recommend oversight procedures to the ICOC to ensure grantees' compliance with the terms of the award.

ARTICLE IV. Facilities Working Group Membership, Selection, and Terms of Service

Section 1 (Method of Appointment) Members of the ~~Facilities Working Group~~FWG shall be appointed by the ICOC.

Section 2 (Appointment). The ~~Facilities Working Group~~FWG shall have 11 members as follows: (a) six (6) disease advocacy group members of the Scientific and Medical Research Funding Working Group ("SMRFWG"); (b) four (4) real estate specialists ("Real Estate members"); and (c) the Chair of the ICOC.

Section 3 (Term of Service). ~~Facilities Working Group~~FWG members shall normally serve for six (6) years except that, after the first six-year term, the members' terms will be staggered so that one-third of the members shall be appointed for a term that expires two years later, one-third of the members shall be appointed for a term that expires four years later, and one-third of the members shall be appointed for a term that expires six years

later. Subsequent terms are for six years. In the event that a ~~Facilities Working Group~~FWG member resigns prior to completing his or her term of service, incoming members appointed by the ICOC shall be invited to serve for a term of two (2), four (4), or six (6) years. ~~Facilities Working Group~~FWG members may serve a maximum of two consecutive terms.

Section 4 (Expiration of Term). When a member's term expires, the ICOC shall appoint a new member within 30 days. ~~Facilities Working Group~~FWG members shall continue to serve until their replacements are appointed.

Section 5 (Real Estate Specialist Qualifications). To be eligible to serve on the Scientific and Medical Research ~~Facilities Working Group~~FWG, a real estate specialist shall be a resident of California, shall be prohibited from receiving compensation from any construction or development entity providing specialized services for medical research facilities, and shall not provide real estate facilities brokerage services for any applicant for, or any funding by the ~~Facilities Working Group~~FWG and shall not receive compensation from any recipient of institute funding grants.

Section 6 (Alternate Real Estate Members). Individuals with expertise in real estate may be appointed by the ICOC to serve as Alternate Real Estate members of the ~~Facilities Working Group~~FWG. At the discretion of staff, Alternate Real Estate members may serve in place of a Real Estate member who is unavailable to attend a meeting of the ~~Facilities Working Group~~FWG. Alternate Real Estate members have voting privileges on the ~~Facilities Working Group~~FWG and their presence is counted towards a quorum. Alternate Real Estate members may also be appointed to serve as Real Estate members of the ~~Facilities Working Group~~FWG in the event that an existing Real Estate member of the ~~Facilities Working Group~~FWG resigns. Alternates shall be subject to the same qualifications as Real Estate Specialist as specified in Section 5.

Section 7 (Alternate Patient Advocate Members). In the event that a Patient Advocate Member of the ~~Facilities~~-WG cannot attend all or a portion of a meeting of the ~~Facilities~~ WG, that Patient Advocate Member may designate an alternate from among any of the Patient Advocates who are members of the ICOC to serve as an Alternate Patient Advocate Member in the absence of the appointed Patient Advocate Member.

Section ~~87~~ (Ad Hoc). – Individuals with expertise in real estate may be appointed by the ICOC to serve as Ad Hoc Members of the ~~Facilities Working Group~~FWG, not to exceed three members for any one expert review session. Ad Hoc Members shall have voting privileges and their presence is counted towards a quorum..

Section ~~98~~ (Chair of Facilities Working Group).

(A) **(Appointment)** The ICOC shall appoint a member of the ~~Facilities Working Group~~FWG to serve as Chair of the ~~Facilities Working Group~~FWG.

- (B) **(Duties)** The Chair of the ~~Facilities Working Group~~FWG shall preside over evaluation of the merits of each application and the assignment of a score for each application, under the guidelines described in Article VII, Section 2(B) and 2(C) herein.

Section 10 (Compensation and Expenses of ~~Facilities Working Group~~FWG Members).

- (A) **ICOC Members** – Each member of the ~~Facilities Working Group~~FWG who is also an ICOC member, except the chairperson, shall receive a daily consulting rate as established by the ICOC bylaws.
- (B) **Non-ICOC Members** – Non-ICOC members of the ~~Facilities Working Group~~FWG, including Specialists and Ad Hoc members, shall be entitled to a daily consulting rate and reimbursement for expenses, as established by the ICOC.

Section 11 (Conflict of Interest). All non-ICOC members of the ~~Facilities Working Group~~FWG, including Specialist and Ad Hoc members, shall be governed by conflict of interest rules and economic disclosure requirements adopted by the ICOC. ICOC members of the ~~Facilities Working Group~~FWG shall be governed by California conflict of interest laws, as set forth in Health & Safety Code section 125290.30(g) and the conflict of interest policy for ICOC members adopted by the ICOC.

ARTICLE V. Duties of Facilities Working Group Members.

Section 1 (Real Estate Members). The four (4) Real Estate members of the ~~Facilities Working Group~~FWG are responsible for providing technical expertise in the evaluation of facilities grant and loan applications, and for evaluating and recommending, with other members, grant and loan funding awards to the ICOC.

Section 2 (Patient Advocate Members and ICOC Chair). The six (6) Patient Advocate members of the ~~Facilities Working Group~~FWG, together with the ICOC Chair and the Real Estate members, are responsible for evaluating and recommending grant and loan funding awards to the ICOC.

~~**Section 3 (Alternate Real Estate Members).** At the discretion of staff, Alternate Real Estate members may serve as substitutes for Real Estate members when a Real Estate member cannot attend a ~~Facilities Working Group~~FWG meeting. Alternate Real Estate members shall perform the same duties as Real Estate members.~~

ARTICLE VI. Meetings.

Section 1 (Regular Meetings). The ~~Facilities Working Group~~FWG shall hold at least four meetings per year, one of which will be designated as its annual meeting, except as otherwise determined by the Institute.

Section 2 (Teleconference Meetings). At the discretion of staff, members of the ~~Facilities Working Group~~FWG may participate in ~~Facilities Working Group~~FWG meetings by teleconference, provided that the public has the opportunity to participate in the public sessions of ~~Facilities Working Group~~FWG meetings that are conducted by teleconference. Significant medical needs of members of the ~~Facilities Working Group~~FWG will be given priority in arranging teleconference meetings.

Section 3 (Open Meetings). The ~~Facilities Working Group~~FWG shall meet in public session, except when the ~~Facilities Working Group~~FWG meets to discuss: (1) confidential land negotiations; (2) confidential construction contract negotiations; (3) confidential input from the Scientific and Medical Research Funding Working Group regarding the scientific portions of proposals; (4) confidential input from the Scientific and Medical Research Funding Working Group regarding the strength of stem cell research programs at applicant institutions and their ability to execute the scope of the proposed research; (5) the identity of donors who wish to have their donations kept confidential; (6) confidential financial information about an institution or an application; (7) other matters that may be considered in closed session under the Bagley-Keene Open Meeting Act or under Health & Safety Code section 125290.30. The ~~Facilities Working Group~~FWG may recommend additional exceptions to the ICOC as necessary to carry out the mission of the ~~Facilities Working Group~~FWG.

Section 4 (Special and Emergency Meetings). Special and emergency meetings may be called by the Chair if necessary.

ARTICLE VII. Facilities Working Group Procedure for Recommending Grant and Loan Applications.

Section 1 (Quorum). Sixty-five percent of the ~~Facilities Working Group~~FWG members who are eligible to vote shall constitute a quorum of the ~~Facilities Working Group~~FWG.

Section 2 (~~Facilities Working Group~~FWG Recommendation Procedures).

(A) Unless excused due to conflicts, both ICOC members and non-ICOC members of the ~~Facilities Working Group~~FWG shall be present in-person or via teleconference during the entire ~~Facilities Working Group~~FWG meeting, and may participate in all discussions.

(B) Merit Review and Scoring

1. The Chair of the ~~Facilities Working Group~~FWG shall preside over the evaluation and scoring process.
2. The voting members of the ~~Facilities Working Group~~FWG shall evaluate each grant and loan application for merit and base its recommendation on standards and criteria adopted by the ICOC. The criteria and standards for evaluation are hereby incorporated by reference into these Bylaws.
3. The average numerical score for each grant or loan will be calculated and recorded for use in the funding recommendations process.

(C) Funding Recommendations

For purposes of making funding recommendations to the ICOC, each application shall be assigned a score of 1, 2, or 3, as described below:

A score of “1” means that the application has exceptional merit and warrants funding, if funds are available;

A score of “2” means that the application needs improvement and does not warrant funding but, at the applicant’s option, may be resubmitted to address areas for improvement if the ICOC has not approved an application for funding following the FWG review;

A score of “3” means that the application is sufficiently flawed that it does not warrant funding.

The CIRM team will tally the scores given by the FWG Members and will present that information for each application to the entire FWG. If a majority of Members score the application a 1, 2 or 3, then that score shall constitute the recommendation of the FWG. If no majority exists for a score of 1, 2, or 3, then the application shall automatically be assigned a score of 2.

Section 3 (Recommendations and Minority Reports). Recommendations of the ~~Facilities Working Group~~FWG to the ICOC shall be made by a majority vote of a quorum of the members of the ~~Facilities Working Group~~FWG. If thirty-five percent (35%) of the members of the ~~Facilities Working Group~~FWG award scores in the funding range, a minority recommendation report, including a summary of the strength and

weaknesses of the application and a rebuttal to the majority recommendation shall be submitted to the ICOC..

Section 4 (Communications with Applicants). Members of the ~~Facilities Working Group~~ FWG shall not communicate with an applicant about an application to CIRM.

ARTICLE VIII. Rules of Order.

Debate and proceedings in the ~~Facilities Working Group~~ FWG shall be conducted in accordance with Robert's Rules of Order (Newly Revised) when not in conflict with rules of the ~~Facilities Working Group~~ FWG or other statutory requirements.

ARTICLE IX. Amendments.

These Bylaws may be amended or repealed by the ICOC at any regular or special meeting by a majority vote of a quorum of the ICOC. The ~~Facilities Working Group~~ FWG may recommend amendments to these bylaws to the ICOC for its consideration.