



Organization Charter

I. Overview and Mission

The Bioeconomy Information Sharing and Analysis Center (BIO-ISAC), is a critical resource for cyber threat detection, prevention, protection, response, recovery and resilience for the nation, addressing threats unique to the bioeconomy and enabling coordination among stakeholders to facilitate a robust and secure industry. The BIO-ISAC is a 501(c)3 nonprofit member organization (pending).

The focus of BIO-ISAC is to improve the overall posture of the bioeconomy and its related national security and critical infrastructure partners as well as biopharma, biomanufacturing, hardware and software vendors, bioproducts and agriculture. Collaboration and information sharing among members, the U.S. Government, and private sector partners are the keys to success.

BIO-ISAC provides members tailored and actionable threat intelligence information; supports a coordinated disclosure process to simplify information sharing from small, medium and large enterprises of digital biosecurity issues; establishes best practices and standards to improve digital biosecurity in the bioeconomy, including biomanufacturing; educates members and partners in digital biosecurity by creating and teaching content directly; promotes the creation of a skilled workforce for digital biosecurity with industry and government partners; interacts with lawmakers and policy stakeholders to further the development of a resilient infrastructure for the bioeconomy; and, acts as a convening place for trusted international partners to collaborate on digital biosecurity and biological supply chain security issues.

BIO-ISAC provides a central resource for gathering information on threats to infrastructure impacting and forming the bioeconomy and two-way sharing of information between and among public and private sectors in order to identify, protect, detect, respond, recover, and build resilience from attacks on public and private bioeconomy infrastructure. BIO-ISAC helps spur the development and evaluation of defensive tools to address these threats and includes vulnerability identification and

mitigation and education and outreach aimed at reducing risk to the nation's biosecurity infrastructure.

BIO-ISAC gathers representatives from biopharma, biomanufacturing, hardware and software vendors, bioproducts and agriculture, as well as national security and delivers a trusted environment across our nation's bioeconomy stakeholders by providing valuable information and after-action review materials on cyber threats, exploits, vulnerabilities, mitigation, consequences, and incidents, and directs assistance with responding to and recovering from attacks and compromises.

BIO-ISAC works closely with the U.S. Government and its agencies and is recognized by a growing number of global partners, laboratories, manufacturers, and others to coordinate readiness and response.

BIO-ISAC also works closely with other organizations, such as the Applied Physics Lab at Johns Hopkins University, National Academy of Sciences, and MITRE, as well as other public and private sector entities to build trusted relationships to further enhance our collective security posture.

II. Definitions

A. Member: refers to any organization that is either an BIO-ISAC Member or Supporting Member, as such membership categories are further defined herein below.

B. Primary Contact: the designated individual point of contact (POC) for a Member.

C. Director: directs the day-to-day functions of the BIO-ISAC and coordinates activities and funding with the Federal Government. Director is appointed by the BIO-ISAC Executive Committee.

D. BIO-ISAC Executive Committee Member: the four primary officers of the Board of Directors for BIO-ISAC that assist in governance for the BIO-ISAC.

E. Formal vote: Refers to an official vote for which it is announced in advance that votes will be counted. This may occur during the course of a meeting or via email or other electronic balloting.

F. Data: The information shared by either BIO-ISAC or any Member in accordance with the terms of this Charter and any additional terms and conditions established by the BIO-ISAC, as necessary.

III. Principles of Conduct

A. The BIO-ISAC is operationally focused, communicating and collaborating in order to:

- Build networks of diverse stakeholders
- Map the biosecurity industry, industry definitions, trainings, and best practices
- Generate insights on successful models and outcomes
- Develop and implement the next generation of biosecurity industry and regulatory frameworks
- Encourage industry collaboration to assess the value and impact of biosecurity

B. As part of the membership in the BIO-ISAC, members will strive to achieve a higher state of readiness and resilience to help protect our bioeconomy. To achieve these goals each Member will:

- Agree to the above-stated common Mission;
- Agree to BIO-ISAC's philosophy of cooperation and work collaboratively with all members and entities to further promote the collective mission of the BIO-ISAC;
- Agree to share appropriate information between Members to the fullest extent possible;
- Agree to collaborate and share across each of the critical sectors to reduce barriers and foster our collective mission;
- Agree to recognize the sensitivity and confidentiality of the information shared and received;
- Agree to protect all sensitive and confidential information received from other Members by taking all necessary steps, which should be at least as great as the precautions each Member takes to protect its own confidential information and in accordance with the US-CERT Traffic Light Protocol (TLP) ;
- Agree to transmit sensitive data to other Members only through the use of agreed-upon secure methods;
- Agree to take all appropriate steps to help protect our election infrastructure.

IV. Membership

There shall be two categories of BIO-ISAC membership engagement. An organization shall be eligible for BIO-ISAC membership provided the organization meets the following requirements for a category:

A. BIO-ISAC Member

To qualify for membership in BIO-ISAC, the entity must meet the following requirements:

1. Entity must be actively engaged in the bioeconomy or the biosecurity industry.

2. Entity must acknowledge support of BIO-ISAC's mission and goals, as outlined at <https://isac.bio>.
3. Entity must identify their business type and provide information to assess membership eligibility and annual dues.
4. Entity must submit additional company and product information if they identify as a biosecurity issues company, as outlined in the most recent BIO-ISAC Membership Application. This information must be updated annually.
5. Entity must pay annual dues as determined by the BIO-ISAC Board of Directors and comply with the provisions of the BIO-ISAC Bylaws (available upon request).

B. BIO-ISAC Partner

1. Is a bioeconomy-adjacent industry not directly responsible for security in the bioeconomy but contributing significantly to its operations, awareness, knowledge, or research dissemination
2. The organization executes the BIO-ISAC Partner Agreement.
3. As a Partner, the organization would receive information distributed to all Members including educational materials, as well as event notifications and warnings. Partners are not entitled to other BIO-ISAC Member services, including, without limitation, incident response services (unless requested and separately paid for by the entity), and Member requested research and educational awareness materials.
4. Partners shall be non-voting members of the BIO-ISAC.

C. Membership of any organization that meets the requirements of either category of membership will be at the discretion of the Executive Committee.

V. Member Representation and Meetings

A. Each BIO-ISAC Member may appoint up to two (2) Primary Contacts to officially represent them on the BIO-ISAC. One of these Primary Contacts must be the chief election official or designated person identified as being responsible for election administration. The other Primary Contact must be the Chief Information Security Officer or designated person identified as being responsible for cyber security duties.

1. In the event that the BIO-ISAC Member uses an outside entity to provide IT support, a representative of that outside entity may serve as the second Primary Contact for purposes of representing the BIO-ISAC Member.

B. Members may designate individual points of contact, enumerated in accordance to their membership tier, as they would like to attend and participate in BIO-ISAC meetings and functions as appropriate. Contacts for Partner Members must serve in executive leadership for the organization or serve in roles that directly support the operations and/or maintenance of IT systems at the Member facility.

C. A roster of Members will be maintained by BIO-ISAC and each Primary Contact will keep the information pertaining to their Member organization updated.

D. Member Meetings.

1. The BIO-ISAC shall meet at least four (4) times per year and may meet more often as needed.
2. BIO-ISAC meetings are open to all Members. Members may recommend to the Director other invited guests to attend BIO-ISAC meetings.
3. Meetings may be held by teleconference, video conference or similar medium.
4. Recommendations of items to be considered by the Director or the Executive Committee may be presented by BIO-ISAC Members at any meeting. A reasonable effort shall be made by those making recommendations to provide any necessary background information associated with the recommendation available to BIO-ISAC Members prior to the meeting if possible.
5. The Director or designee will maintain minutes or otherwise record all BIO-ISAC meetings; at the Director's discretion, meeting minutes and other BIO-ISAC developed documents may be released beyond the BIO-ISAC membership.
6. Each threat intelligence meeting facilitated by the BIO-ISAC will be held at their appropriate level of classification. Members agree to respect the information dissemination policy attached to each level. At their most permissive level, member meetings will follow the Chatham House rules. Under these rules, members agree not to attribute any comments, positions or facts without prior explicit approval from the affected member, in written form if requested.

VI. BIO-ISAC Executive Committee

A. Membership of BIO-ISAC Executive Committee

1. There shall be an Executive Committee composed of four (4) voting members. The Executive Committee will consist of the following:
 - BIO-ISAC Director (ex-officio non-voting)
 - BIO-ISAC Board Chair
 - BIO-ISAC Clerk

- BIO-ISAC External Affairs Chair

B. The terms of the initially selected Executive Committee members will be staggered so that half of each in the above-referenced categories will serve a one (1) year term, and the other half of each will serve a two (2) year term an, except that for those Executive Committee positions representing local election officials, three of the initially selected Executive Committee members will serve a two (2) year term and two will serve a one (1) year term. The Director shall designate which term shall apply to each initially elected Executive Committee member. Thereafter, the term of Executive Committee members, except for the Director, will be two (2) years, and may be renewed for up to three (3) additional two (2) year terms.

C. Election of Executive Committee Members

1. Executive Committee members will be voted upon biannually by the BIO-ISAC members.
2. Those candidates with the most votes will be selected for the Executive Committee. In the case of a tie, the Director will make the selection. In the event that (a) an Executive Committee member's employment, election or appointment to a position changes prior to the end of his/her term and no longer meets the requirements for his/her elected category of Executive Committee membership, or (b) an Executive Committee Member otherwise departs the Executive Committee prior to the end of his/her term, the Director (in consultation with the Executive Committee) shall appoint a new Executive Committee member from the same category of Members.

D. Observers

1. Government organizations and related NGOs may send a designated representative to attend any BIO-ISAC Executive Committee meeting as an observer. This requires the approval of the BIO-ISAC executive committee.
2. All observer organizations wishing to attend Executive Committee meetings shall designate a specific representative to attend meetings, but may identify an alternate attendee prior to the meeting. At the discretion of the Executive Committee, additional organizations or individuals may be invited or permitted to attend Executive Committee meetings.

E. Activities of the Executive Committee

1. The Executive Committee will vote on matters brought to its attention by the Director, advisory board workgroups, or the membership at large. Each Executive Committee member will have one (1) vote on matters presented by the Director for vote by the Executive Committee. A simple majority will carry the vote.
2. The Executive Committee will meet by phone/webcast or in person. Only Executive Committee members, designated observers, assigned BIO-ISAC staff, and invited guests are allowed to attend Executive Committee meetings. Attendance at Executive Committee meetings cannot be delegated to another individual.
3. Members of the Executive Committee are expected to be ambassadors for the BIO-ISAC by promoting and supporting its mission, by participating in reporting and other activities of the BIO-ISAC, and by encouraging other Members to participate in the activities of the organization.
4. Executive Committee Members must be willing and able to attend conference calls and/or webcasts.
5. The Executive Committee will help to develop and approve the goals of all workgroups.
6. The Executive Committee will be responsible for developing policies and procedures for the operations of the BIO-ISAC as necessary, including, without limitation, identifying the scope of services provided by the BIO-ISAC.
7. The Executive Committee will be responsible for advising the Director on strategic direction of the BIO-ISAC.

F. Workgroups

1. The Executive Committee may appoint advisory board workgroups or subcommittees to deal with specific matters. At least one of the co-chairs of the workgroup will be an Executive Committee member. Other co-chairs will be BIO-ISAC Members; participants in the workgroup may include subject matter experts from entities that are not Members.

VII. Information Sharing Protocol for BIO-ISAC Members

- A. All Data provided by any Member or the BIO-ISAC shall include an information sharing designation in accordance with the US-CERT Traffic Light Protocol (TLP). In the event that Data is shared by the Member or BIO-ISAC and such Data does not include a TLP designation, it shall be considered as having been designated TLP Red unless and until subsequently, the entity sharing the Data changes the designation.

- B. Notwithstanding the foregoing, Members acknowledge that BIO-ISAC may be compelled to share data with its federal partners in order to comply with all relevant laws and/or to prevent or limit damages to the bioeconomy. Additionally, data provided by Members may also be shared with other Members provided that the data is anonymized and not attributable to any individual Member.

VIII. Amendment to the Charter; Dissolution

- A. Any changes made to this Charter must be approved by a majority vote of the Executive Committee members voting, provided that at least five (5) days' notice of such change shall be given to each Executive Committee member before the meeting at which such change shall be considered.
- B. Upon the recommendation of the Executive Committee, the BIO-ISAC may be dissolved by a vote of a majority of the BIO-ISAC Members voting on the resolution, provided that at least twenty (20) days' advance notice of such vote shall be given to Members before the date of the scheduled vote.

Document Management

- *Original Charter Adopted at founding in 2021*
- *Update: June 2021*