

Inyo-Mono IRWMP Regular Meeting of the Administrative Committee
Monday, March 7, 2011
10:00 am – 12:00 pm

** Notes from the February 16, 2011, Administrative Committee meeting are available at the Inyo-Mono IRWMP website under the Administrative Committee Meetings heading:

<http://www.inyomonowater.org/index.php?page=Documents>

Call-in number:

866-862-2138

passcode: 1678718

Call-in locations available for people to participate in the conference call:

** Please post this agenda at your call-in location

1. California Trout office
3399 Main St., Suite W5 (in the Luxury Outlet Mall)
Mammoth Lakes
2. Owens Valley Indian Water Commission
46 Tu Su Ln
Bishop, CA
3. Bishop Paiute Tribe
Environmental Management Office (EMO-B)
50-B Tu Su Ln
Bishop, CA
4. Mammoth Community Water District
1315 Meridian Blvd.
Mammoth Lakes, CA
5. Central Sierra RC&D Eastern Sierra Office
824 Burcham Flat Rd
Walker, CA
6. Mono County Community Development Office
Courthouse Annex 1, Room 112
49 Bryant St
Bridgeport, CA
7. Inyo County Water Department
135 S. Jackson St.
Independence, CA

Agenda

- 1. Welcome and Introductions**
- 2. Public Comment**

3. MOU and Governance

* Review and discussion of proposed MOU amendments from MOU work group (2/22/11 version attached)

* Develop recommendation for consideration of amendments by RWMG at March 23, 2011, meeting

* Discussion of next steps for work group – bylaws/policy statements?

Notes

1. Welcome and Introductions

- Bryanna convened the meeting at 10:06 am

In attendance

BryAnna Vaughan, Bishop Paiute Tribe
Mark Drew, CalTrout/IRWMP Staff
Bruce Woodworth, Central Sierra RC&D
Irene Yamashita, Mammoth Community Water District
Harvey Van Dyke, Wheeler Crest CSD
Holly Alpert, IRWMP Staff
Tony Dublino, Mono County
Bob Harrington, Inyo County Water Department

2. Public Comment

- No comments

3. MOU and Governance

* Review and discussion of proposed MOU amendments from MOU work group (2/22/11 version attached)

* Develop recommendation for consideration of amendments by RWMG at March 23, 2011, meeting

* Discussion of next steps for work group – bylaws/policy statements?

- Mark: question about Cooperating Entity; what is it? Holly thinks it's a partner in a project where the project proponent is a Member of the RWMG.
- Footnotes 1 and 2 on page 2: okay to keep language in.
- Land ownership: this should be part of the project review process.
- Program office definition on page 3. Question of who technically employs program staff? Personnel **directed** by the Group.
- Second sentence in program office: Program Office shall preside over Group meetings...
- Page 3 – Secretary: Mark suggests mention of Secretary here is redundant with the new organizational chart. Mark and Holly have suggested that the Secretary is the Program Assistant. Bruce suggests keeping it general. Harvey suggests putting it in the bylaws. Remove mention in Secretary in the MOU (including footnote 12) and relegate to bylaws.

- Section 2.03. Do we include the red wording? Harvey suggests moving it to bylaws to operationalize this concept. Will not include this language in the MOU. BryAnna suggests everything past the first two sentences in this section isn't necessary.
- Section 2.02. New MOU is replacing November 15, 2010, MOU.
- Ad hoc committees vs. work group – does there need to be consistency in the term that is used? Suggestion of sticking with one term – work group. Need to change all ad-hoc to work group. We will go with all working committees.
- Footnote 4: agreed to delete “upon consensus vote”
- Section 2.05. Agree with added red text at end of section. “The Admin. Committee and Program Office shall be jointly responsible for the ongoing administration of the Group.”
- Section 2.06. working committees change to work groups? No.
- Footnote 8: not to be included.
- Footnote 9: keep deletion.
- Admin. Committee meeting monthly? Admin. Committee shall meet as needed at a location of its choosing. RWMG regular meetings will be quarterly.
- AC shall meet at least twice per year.
- Location of meetings will be a bullet – the third one.
- Footnotes 10 and 11 deletions accepted.
- Last bullet point in 2.08 – Morgan, Bry, and Irene don't see the need for this bullet point. Bruce argues for making it harder to change things. Bob suggests, based on groups he's been a part of: bylaws change is presented at one meeting and voted on at a subsequent meeting. We already have a process in place to ensure that decisions are not taken lightly. Bruce withdraws this paragraph.
- Section 2.09. Mark asks about the last sentence of the new suggested section wording. Bruce suggests that if an agenda item is not agreed upon by Chair and Program Office, there is the ability for a sub-set of the Group to override that. An agenda item, sponsored by any four Group members, shall be placed on the next available agenda. Any Member can make an agenda request subject to approval by the Chair. Harvey suggests then moving to bylaws and putting in details about how to deal with contentious agenda items. Bob suggests the four-member route is complicated and hopes it would never have to come to that. This is the recommendation from the Admin. Committee.
- Footnote 14. Can't really address that today. Needs to be part of the organizational structure working committee's work. Question of whether 2.10 really needs to be there, or specifically calling out non-profit. “The Group may adopt another organizational structure.” Bob: should this section also address MOU changes? “MOU may be amended by the RWMG.” The Group may amend the MOU, established bylaws.... Details of that process can be considered in bylaws.
- Footnote 15. Agree with deletion.
- Mark: consider defining active membership. Bruce thinks this is too fundamental to include in this round of amendments because it wasn't brought up before January 15.
- Section 2.16. Bruce is concerned about any legal implications of saying no financial obligation. Would like to run this by counsel if it is recommended to the RWMG. Harvey thinks the language of financial responsibility should go into one paragraph and then one paragraph on withdrawal. Separate the two subjects. Irene suggests that withdrawal come before financial responsibility. Harvey will re-draft paragraphs and send it to the lawyers before circulating to the Group. Do Members have any financial obligations other than what they signed up for? Bruce suggests not recommending 2.16 but suggest discussing it with counsel first. Irene will take this to her counsel and see if there is some latitude in the language they presented. Do we need a financial responsibility paragraph in the MOU? Suggestion is to take it out altogether unless Irene's folks want

it in. MOU is non-binding anyway, so there should be no financial obligation. Section 2.15 as it stands; 2.16 stripped to last sentence, with some added language up front. Second part of first sentence is what needs confirmation by lawyer.

- Get all changes done by Friday (3/11) and to Holly so that she can send it out to RWMG with final agenda next week.
- Section 2.17. Morgan disagrees with including the section. Need better description of what an emergency decision is. Recognizing emergency decisions are necessary is appropriate for the MOU. HOW to make the emergency decision could be put in the bylaws. Will include title and just say "Emergency meetings of the Group may be convened as necessary." Bruce wants just the title for March 23. Final recommendation: take it out and entering into the discussion in 2.08 at the March 23 meeting. BryAnna: in 2.08, emergency meetings will be called when necessary. This will only occur.... Third sentence with period after reduced quorum. This is the discussion to be had March 23. Doesn't like "very" in front of "time sensitive". Use "extraordinary" instead.
- Section 2.18. Bruce: projects are reimbursed by Fiscal Agent. Each time the FA receives money from the State, it will take out percentage determined by the Group. This money is used for operations of the Group. Punt details to bylaws. BryAnna asks for a more reasonable expectation for DACs. Take out "prior to grant recipient..." "Shall pay to the Group an assessment as set by the Group." Bruce will revise.
- Section 2.19. Delete
- Next steps: Harvey and Bruce will make the revisions and take care of follow-up items (Irene). One more clean copy to the Admin. Committee to approve changes and send any feedback to Holly. The unresolved items go to the Group. Bry: putting forth recommendations as discussed today. Revisions by Thursday COB. Send back out to AC on Friday and have any last-minute comments to Holly by Tuesday so that she can send out final agenda with MOU on Wednesday.

BryAnna adjourned meeting at 12:23 pm (according to Bry's watch).