

Draft Governance Structure

For Implementation of the Kern IRWMP

September 2011

I. Organization

The Tulare Lake Basin Portion of Kern County Integrated Regional Water Management Plan (Kern IRWMP) will include three groups:

1. **Regional Water Management Group Members** – signatories to the Participation Agreement and First Amendment.
2. **Stakeholder Group** – an open group of interested people that participate in public meetings related to the update and implementation of the Kern IRWMP. Anyone may participate as part of the Stakeholder Group if they are willing to abide by the Code of Conduct (Attachment 1).
3. **Executive Committee** – a ten (10) member subgroup of the Stakeholder Group, and *working group* comprised of one representative from each of the seven (7) subregions and two (2) overarching subregions (hereafter referred to singularly as “subregion” or collectively as “subregions”) that comprise the Kern IRWMP: 1) Greater Bakersfield, 2) Kern Fan, 3) Mountains/Foothills, 4) Kern River Valley, 5) North County, 6) South County, 7) West Side, 8) KCWA and 9) the County of Kern, in addition to one non-governmental organization or community member (hereafter referred to as “Member-At-Large”).

II. Roles

1. The **Regional Water Management Group (RWMG) Members** will:
 - a. Offer their facilities for stakeholder meetings on an as-available basis
 - b. Appoint one (1) representative and one (1) alternate to the Executive Committee for each respective subregion
 - i. RWMG members may cast one (1) vote for the representative position and one (1) vote for the alternate position within their subregion
 - ii. If a RWMG member is a participant in more than one subregion, the member may only vote in their primary subregion, as defined in current Participation Agreement
 - c. Participate in RWMG meetings of the Kern IRWMP
 - d. Participate in subregion meetings for their primary subregion
 - e. Promote subregional cooperation among their respective agencies or organizations focused on implementing the IRWM Plan
 - f. Provide funding to support cooperative efforts focused on implementing the IRWM Plan
 - g. Provide financial oversight for efforts using shared funds
 - h. Approve (or deny) recommendations for use of shared funds made by the Executive Committee on behalf of the Stakeholder Group

- i. Provide a decision mechanism (by majority vote where each representative has a single vote) in instances where facilitated broad agreement within the Stakeholder Group cannot be reached
 - j. Empower the Executive Committee to fulfill the roles outlined below
2. The **Stakeholder Group** participants may:
- a. Offer their facilities for stakeholder meetings on an as-available basis
 - b. Participate in Stakeholder and RWMG meetings
 - c. Provide information and/or comments
3. The **Executive Committee** will:
- a. Collaborate with the RWMG, Stakeholder Group and other entities
 - b. Call and conduct RWMG, Executive Committee and Stakeholder meetings as necessary.
 - c. The Executive Committee will elect two (2) of its members as co-chairs, one (1) from the agricultural sector and one (1) from the urban sector.
 - d. The co-chairs will conduct and direct meetings of the RWMG.
 - e. The co-chairs, acting as signatories for the RWMG, may execute third-party agreements for integration with other RWMGs with the approval of a simple majority of the Participants.
 - f. Provide quarterly progress reports and updates to the IRWMP
 - g. Initiate actions with the Stakeholder Group to identify, select and apply for appropriate funding opportunities
 - h. Recommend to the Stakeholder Group, hire, and manage consultants as needed
 - i. Gather, compile and manage data as defined in IRWMP and any grant related contracts received to implement the IRWMP
 - j. Identify and obtain needed expertise when appropriate
 - k. Prepare an annual budget each fiscal year (July to June) and present to the RWMG for approval
 - l. Manage operating funds as provided by the approved budget
 - m. Serve as central point of contact for RWMG and IRWMP Implementation. The Executive Committee will select one person to serve as the designated point of contact on behalf of the Implementation Governance Structure. This person may or may not be a member of the Executive Committee.
 - n. Provide facilitation for implementation process
 - o. Identify and coordinate with staff dedicated to supporting the roles of the Executive Committee
 - p. Coordinate with a legal entity willing to act on behalf of the Stakeholder Group to:
 - i. Execute and manage contracts as approved by the RWMG
 - ii. Oversee receipt and processing of financial transactions

- iii. Provide an annual report of financial transactions according to accepted accounting practices
- q. Designate a fiscal agent to collect and manage funds
- r. Initiate discussions related to long-term governance preferences
- s. Provide a spokesperson or advocate to represent the Stakeholder Group and RWMG related to implementation of the IRWMP

III. Representation and Decision Making

1. Regional Water Management Group Members:

- a. Each signatory of the original RWMG Participation Agreement will continue as a member of the RWMG.
- b. New entities may join the RWMG by becoming a signatory to the current Participation Agreement if approved by a simple majority vote of the existing RWMG members.
- c. RWMG members may withdraw from the IRWMP by providing a written request to the Executive Committee. Withdrawal from the RWMG shall not reduce the member's responsibility to make payments of the full amount of their financial obligation under the approved budget for the year in which the request to withdraw is made.
- d. Each member of the RWMG will contribute their proportionate share of the adopted budget for the current fiscal year.
- e. Entities that are not members of the RWMG may contribute funding or in-kind services to support the activities of the Executive Committee and/or RWMG without becoming signatories to the Participation Agreement.
- f. Each organization that is a signatory to the Participation Agreement will appoint one representative to serve on the RWMG.
- g. Each member of the RWMG will have one (1) vote.
- h. If broad agreement cannot be reached, actions may be taken by the RWMG based on a simple majority vote.

2. Executive Committee:

- a. Shall consist of ten (10) members selected by the RWMG to represent the Kern Subregion for staggered three year terms¹:
 - i. Kern County (2012)
 - ii. Kern County Water Agency (2013)
 - iii. West Side (2012)
 - iv. Kern Fan (2013)
 - v. North County (2014)
 - vi. South County (2012)
 - vii. Mountains/Foothills (2013)
 - viii. Greater Bakersfield (2014)
 - ix. Kern River Valley (2012)
 - x. Member-At-Large (2013)
- b. Representatives and alternates to the Executive Committee will be elected as follows:

¹ Members for each category will be reselected in the year shown and every three years following.

- i. Nominations for each category can be made by any member of the RWMG and will be made during a Stakeholder Meeting
- ii. If the person nominated is willing to serve on the Executive Committee as described, that person will be considered as a candidate by the RWMG members
- iii. RWMG members may cast one (1) vote for a representative and one (1) vote for an alternate within their subregion. RWMG members that belong to more than one subregion may only vote in their primary subregion
- iv. As the County of Kern is the sole RWMG member for the County of Kern subregion, a representative and alternate to the Executive committee shall be nominated and appointed either directly by or following a procedure set forth by the Kern County Board of Supervisors.
- v. As the Kern County Water Agency is the sole RWMG member for the Kern County Water Agency subregion, a representative and alternate to the Executive committee shall be nominated and appointed either directly by or following a procedure set forth by the Kern County Water Agency Board of Directors.
- vi. A representative and an alternate for the Member-At-Large position shall be elected by a simple majority vote of the Non-Governmental Organizations (NGO) and community members belonging to the Stakeholder Group.
 1. As the Member-At-Large position is representative of the entire Kern IRWMP, and not any one subregion, the election will be conducted by the Executive Committee.
 2. Each NGO and community member may cast one (1) vote for a representative and one (1) voted for an alternate.
- vii. If an Executive Committee position becomes vacant before the regularly scheduled reselection year, the same selection process described in this section will be used to select a replacement.
- viii. Representatives or alternates to the Executive Committee cannot designate an alternate.
 1. If the representative and alternate of a subregion are unable to participate in a meeting or vote, the subregion may elect a temporary alternate following the procedure described in this section.
- ix. If the participants of a subregion are not satisfied with the performance of their Executive Committee representative or alternate, one or more RWMG members from that subregion can request that the RWMG members from that subregion conduct a new nomination and selection cycle, as described in this section, for the position (or positions) not being served satisfactorily. This request must be approved by a simple majority vote of the RWMG members from the subregion, as defined in Section 3(a).
 1. The newly appointed representative or alternate will be subject to the same nomination and selection cycle, as described in this section.
 2. The Executive Committee Co-chairs, or their appointed designee, shall be notified within forty-eight (48) hours of the selection of a new representative or alternate.

- c. Members of the Executive Committee will strive to make decisions based on broad agreement. If broad agreement cannot be reached on a particular matter, actions may be taken by a simple majority vote of the Executive Committee members as defined in Section 3(b).
- d. Participation at Executive Committee meetings will be limited to one (1) representative per subregion.

3. Voting:

- a. Voting of the RWMG:
 - i. If broad agreement cannot be reached, actions may be taken by the RWMG by a simple majority vote.
 - ii. A simple majority vote is defined as a majority of the total number of RWMG members.
 - iii. Unless otherwise specified, any RWMG member who is unable to cast a vote in person, may submit their vote in writing to the Executive Committee Co-chairs, or their appointed designee, prior to the time of the vote.
 - iv. If the sum of votes cast in writing prior to the vote and the votes cast by RWMG members or their appointed designee during the vote, is insufficient to constitute a simple majority vote, then action may be taken by a vote of seventy-five (75) percent of the sum of the RWMG member votes cast in writing prior to the vote and the votes cast by RWMG members or their appointed designee during the vote, if a minimum of ten (10) RWMG members vote via either method.
 - v. The Executive Committee or RWMG may hold a vote via electronic mail (e-mail). E-mail votes shall be sent to the Executive Committee Co-chairs, or their appointed designee. Action may be taken by the RWMG by a simple majority vote of the RWMG, as defined in Section 3(a)(ii). If insufficient votes are received to constitute a simple majority vote, then action may be taken by a vote of seventy-five (75) percent of the RWMG member votes cast, if a minimum of ten (10) RWMG members cast votes.
 - vi. A vote may be taken on any item if motioned and seconded by members of the RWMG.
- b. Voting of the Executive Committee:
 - i. A simple majority vote of the Executive Committee is required for all decisions and/or actions requiring approval of the Executive Committee.
 - ii. A simple majority vote is defined as a majority of the total number of Executive Committee representatives.
 - iii. A vote may be taken on any item if motioned and seconded by members of the Executive Committee.

4. Notification of Meetings and Document Availability:

- a. RWMG Members shall receive notice of all meetings at least seventy-two (72) hours prior to each meeting. Meeting notices will be published to the IRWMP website, sent via electronic mail (e-mail) to the RWMG member email list and posted at the location of the meeting.

- b. All documents requiring review by or approval of the RWMG, shall be published to the Kern IRWMP website and sent via electronic mail (e-mail) to the RWMG member email list at least forty-eight (48) hours prior to the meeting or vote.

IV. Funding

1. Preparation of a Budget:

- a. The Executive Committee shall prepare a budget each fiscal year (July to June).

2. Allocation of Costs:

- a. Costs will be allocated to the RWMG Participants proportionally based on each participant's budget, defined as:
 - i. Water districts, agencies, purveyors or other RWMG Members that exclusively manage water: The budget will be the total annual budget for the current fiscal year.
 - ii. For cities, agencies or other RWMG Members that manage or provide goods and/or services other than water management: The budget will be the total operating revenues related to all water management activities, including, but not limited to water supply, wastewater treatment and/or flood management.
 - iii. For RWMG Members that do not provide goods and/or services related to water management: The budget will be defined on a case-by-case basis and approved by a vote of the RWMG.
- b. RWMG Members with a cost allocation of less than two hundred dollars (\$200) will not be required to contribute funds. Their cost allocation will be paid by the remaining RWMG Members in proportion to their cost allocation.
- c. If a RWMG Member is unable to contribute funds due to financial hardship, said Member may request a fee waiver from the Executive Committee.
 - i. All fee waivers will be considered on a case-by-case basis.
 - ii. The Executive Committee may require in-kind services to be provided in-lieu of a financial contribution.
 - iii. All fee waivers, including any terms or conditions assigned to the waiver, granted by the Executive Committee must be approved by a vote of the RWMG as defined in Section 3(a).

3. Accounting and Reporting

- a. The Executive Committee, or its designated fiscal agent, will provide an annual report of financial transactions according to accepted accounting practices.
- b. An informal audit of the finances may be requested by a simple majority vote of the Executive Committee or RWMG.
- c. A formal audit of the finances may be requested by a simple majority vote of the Executive Committee or RWMG.
 - i. A request for a formal audit must define a funding mechanism for the audit, if the funds for a formal audit were not included in the approved budget for the fiscal year in which the audit request is made.

V. Plan Adoption and Amendments

1. Adoption of the Kern IRWMP:

- a. To adopt the Kern IRWMP, the Executive Committee or RWMG shall hold a public hearing to notify the public of their intent to adopt an integrated regional water management plan.
- b. The Kern IRWMP shall be in full effect when at least three (3) public agencies, two (2) of which having statutory authority over water supply and management, sign and return to the Executive Committee Co-chairs, or their appointed designee, the signature page of the plan.
 - i. Adoption of the plan by each entity seeking to do so shall be subject to the internal policies and practices of said entity.

2. Amendments to the Kern IRWMP:

- a. Amendments to the plan may be proposed by any member of the Stakeholder Group.
- b. Amendments to the plan shall require:
 - i. Approval of the RWMG by a simple majority vote, as defined in Section 3(a).
 - ii. Once approved by the RWMG, the Executive Committee or RWMG shall hold a public hearing to notify the public of the RWMG's intention to adopt an amended plan.
 - iii. The amended plan shall be in full effect when at least three (3) public agencies, two (2) of which having statutory authority over water supply and management, sign and return to the Executive Committee, or their designee, the signature page of the plan.
- b. Changes to the plan's appendices may be proposed by any member of the Stakeholder Group.
- c. At a minimum, the following elements of the Kern IRWMP shall be contained in appendices to the plan:
 - ii. Kern IRWMP Governance Structure
 - iii. Project Prioritization Process
 - iv. Project List
- c. The plan's appendices may be amended by a simple majority vote of the RWMG, as defined in Section 3(a).
- d. Amendment of one or more of the appendices, in part or in whole, shall not require re-adoption of the plan by the RWMG.

Tulare Lake Basin Portion of Kern County
Integrated Subregional Water Management Plan
Code of Conduct

Purpose

The purpose of the stakeholder group is to provide advice and feedback to assist with the development of an Integrated Subregional Water Management Plan for the Tulare Lake Basin Portion of Kern County.

Ground Rules for Participation

- A. Cooperate with the process, including the scope and intent of our planning effort together and specific agenda topics.
- B. Work toward shared goals, proposing strategies that relate to the goals and may be acceptable to all stakeholders.
- C. Base your opinions, ideas and comments on facts and experience rather than perception.
- D. Wait to be recognized by the facilitator before you speak.
- E. Participate fully in the group discussion.
- F. Keep your comments brief and constructive.
- G. Focus on issues instead of people or personalities.
- H. Reference the past if needed, but look to the future.
- I. Be respectful of differing perspectives and opinions.
- J. Stay with the topic at hand or hold your comment and yield to someone who has a comment on the topic at hand.
- K. Be open to new ideas and be expansive in your thinking.

Operating Procedures

1. Stakeholders will abide by the agreed upon participation groundrules and operating procedures during this process.
2. We will strive for mutual agreement but note when we have a minority opinion.
3. Stakeholders are encouraged to participate consistently and attend all meetings. If unable to attend, a Stakeholder may send an alternate to ensure the organization's consistent participation.
4. Stakeholders who are participating based on their organizational affiliation represent the organization; their opinions should be consistent with and as authorized by the organization.
5. Meeting summaries will be prepared by the facilitators, and will include major points of discussion, agreements and areas of disagreement.
6. Stakeholders will receive meeting materials 10 days before the meeting to allow for advance review.
7. Stakeholders will provide review and comment during the timeframes requested.