

# APPENDIX A

To

## Center for Ecologically Sustainable Water Management & Conservation

### Supplement to Basic Business Plan

### BASIC GOVERNANCE CHARTER

To Develop, Direct, Support, & Coordinate the Actions and Functions

of

Center for Ecologically Sustainable Water Management & Conservation

#### Administration & Oversight

Administration of the Center for Ecologically Sustainable Water Management & Conservation (Center) will be conducted by an Executive Governing Board with assistance from an Oversight Advisory Committee. Their collective roles will be to develop, direct, support, and coordinate implementation of the Center as outlined in the Instream Flow and Water Level Conservation Training, Research, and Development Center Feasibility Assessment Document (FAD) (Weedman et al 2023) and the companion Center Basic Business Plan.

The adopted FAD (Weedman et al 2023) will serve as the basis for implementation. Center staff described in the Basic Business Plan will provide the professional support structure for effective management and implementation of the Center in adherence with the FAD and oversight by the Executive Governing Board.

#### Executive Governing Board

The Executive Governing Board will oversee actions and direct the implementation of all FAD goals, objectives, and strategies to be achieved by the Center.

The Executive Governing Board will be composed of members of the Instream Flow Council (IFC), with support from the American Fisheries Society (AFS)<sup>1</sup>. The Executive Governing Board will provide leadership, management, and coordination of oversight responsibilities to ensure implementation of the goals and objectives of the FAD (Weedman et al 2023) and the Center which includes ensuring the Center remains independent of political influence. The Executive Governing Board will consist of up to 5 individuals drawn from members of the IFC and AFS (see also footnote 1).

#### Oversight Advisory Committee

Additional support will be provided by an Oversight Advisory Committee consisting of other instream flow and water level conservation and consumptive water use stakeholder entities that will help guide the development and implementation of the Center in accordance with the goals, objectives, strategies, and recommendations of the FAD (Weedman et al 2023) and the associated Center Basic Business Plan. Stakeholder interests will include

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<sup>1</sup> An interim smaller version of the Executive Governing Board (Board) will initially be established that will be limited to representation by the IFC and AFS member categories and other member FAD authors that served on the original Instream Flow and Water Level Conservation Center Steering Committee to guide the initial implementation of the Center until the formal Board is established by the IFC and AFS.

June 2024 (Includes IFC Biennial Mtg & AFWA input)

representatives of private, governmental, academic, nongovernmental, and other related entities that share and support the goals, objectives, strategies, and recommendations within the FAD and the associated Center Basic Business Plan.

### **Executive Board and Oversight Advisory Committee Interim and Formal Membership Stages**

During the initial interim stages of development of the Center, the existing FAD authors will fulfill the combined functions of the Executive Governing Board, Oversight Advisory Committee, and the Experts Advisory Subcommittee. The Chair and Vice Chair of this interim committee will be selected by the IFC Executive Committee (ExCom) in consultation with the AFS. Existing FAD authors will continue in this capacity until a member of the former steering committee no longer wishes to serve or until the formal Executive Board, Oversight Advisory Committee and Experts Subcommittee have been established by the ExCom of IFC and AFS as described below. The ExCom of the IFC and AFS will determine when to establish the formal committees described below based on recommendations from the existing FAD authors..

#### **Formal Executive Governing Board<sup>2</sup>**

- A) Instream Flow Council (4)
- B) American Fisheries Society (2)

#### **Formal Oversight Advisory Committee**

**(Executive Committee Board Members will serve as Chair and Vice Chair of the Oversight Advisory Committee)**

In addition to the Chair and Vice Chair, the Oversight advisory Committee will initially consist of up to 14 members and eventually 16 (maximum) drawn from the following stakeholder categories and will not be formed prior to approval by the Executive Governing Board.:

- A) Host Aquatic Resources Center Entity (1)
- B) Association of Fish and Wildlife Agencies (1)
- C) Federal Agencies Representative (1)
- D) Conservation (1)
- E) Science (1)
- F) Legal (1)
- G) Academic (1)
- H) Public Involvement (1)
- I) Tribal (1)
- J) Private Industry/Economic (1)
- K) State/Interstate Water Associations (2)
- L) At-Large members (optional) from any of the above categories or other categories to be added by the Board after it has been formed (up to 2)

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<sup>2</sup> The Executive Governing Board will also establish an 8 Elements Experts Technical Advisory Subcommittee by appointing 8 or more experts familiar with the integrated implementation of the 8 interdisciplinary elements defined in the FAD (Weedman et. al 2023) to provide advice to both the Executive Governing Board and the Oversight Committee as requested. The Executive Governing Board in consultation with the Oversight Advisory Committee will establish the protocols for this Technical Advisory Experts Subcommittee.

## **Formal Executive Governing Board and Oversight Advisory Committee Membership Selection**

The initial formal Executive Governing Board and Oversight Committee members will be appointed by the Executive Committee leadership of the IFC in consultation with the Executive leadership of the AFS and other existing former members of the FAD Steering Committee. The Executive Governing Board Chair and Vice-Chair shall be members of the Instream Flow Council selected by the leadership of the Executive Committee of the IFC in consultation with the leadership of the Executive Committee of the AFS. The Chair and Vice-Chair of the Executive Governing Board shall serve at the will of the leadership of the Executive Committee of the IFC.

## **Formal Executive Governing Board and Oversight Committee Member Terms**

All Executive Governing Board and Oversight Committee members will serve 3-year terms. During the first two years, the members will establish a process to begin staggered length terms for Oversight Committee representation after the third year for all Oversight Committee categories (exclusive of the Executive Governing Board). This will allow for different representation for all Oversight Committee categories while providing consistency in terms of overall institutional memory overlap. Existing members will be allowed to apply for additional terms at the end of their respective terms after the initial 3-year cycle when staggered terms begin. Members may serve an unlimited number of terms if successfully reinstated.

## **Vacancies**

In general, vacancies on the Oversight Committee shall be filled by an appointment by the members of the Executive Governing Board and approval of the IFC and AFS ExCom leadership of both organizations.

## **Continuation of Service**

A member of the Executive Governing Board or Oversight Committee whose term of service expires may continue to serve until a successor is appointed if the member is not reappointed.

## **Removal**

If an Executive Governing Board or Oversight Advisory Committee member misses three consecutive regularly scheduled meetings, the Executive Governing Board may vote to remove that member and appoint another individual to that category per the appointment process above.

## **Compensation**

Members of the Executive Governing Board and Oversight Advisory Committee will serve without compensation.

## **Meetings**

There shall be at least 1 in-person meeting of the Executive Governing Board and Oversight Committee per year, but initially (for the first two years after formation), most meetings will be virtual.

## **Travel and Per Diem**

There may be travel and per diem support for Executive Governing Board and Oversight Committee members' attendance for in-person meetings after the Center has been operational for its first two years. Prior to that time, Executive Governing Board and Oversight Advisory Committee members may need to provide their own travel and per diem support depending on Center budgets.

## **Executive Governing Board and Oversight Committee Roles**

In accordance with the FAD and as described in this Governance Charter, the following roles will be served:

### Executive Governing Board

- Select and manage core staff to administer and operate the Center.
- Select Oversight Committee members including establish other subcommittees as needed..

### Oversight Advisory Committee

- Promote sustainable water management that integrates the goals and objectives of the FAD
- Coordinate stakeholder interests and participation at the national and international levels.
- Recommend policies and guidance for the Center’s functions and staffing.
- Recommend practices that ensure responsible short- and long-term fiscal management to achieve the goals, objectives, and strategies of the FAD, including facilitating the development of partnerships with and support from other stakeholder entities.
- Recommend processes to ensure training, research, support, and other needs are met and prioritized in accordance with the FAD.
- Recommend metrics for measures of success, evaluate progress, and communicate such to all stakeholder interests, at a minimum, annually.
- Report annual progress and accomplishments and the status of continued needs for training, research, support, and other functions and needs of the Center to all stakeholder interests.

### **Procedures**

The conduct of normal business includes a requirement that a quorum of members of the Executive Governing Board and Oversight Committee be present.

No recommendations may be acted upon or adopted by the Executive Governing Board except by the vote of two-thirds of all the members.

### **Quorum**

A majority of the active members of the Executive Governing Board and Oversight Committee shall constitute a quorum.

### **Reference**

[Weedman, D., D. Austen, T. Annear, D. Carlisle, C. Estes, T. Hardy, A. Locke, D. Orth, D. Reiser, and C. Stalnaker. 2023. Training, research, and development center to support instream flow and water level conservation: Feasibility assessment. Multistate Conservation Grant Project Number F21AP01124, Wildlife and Sport Fish Restoration. Instream Flow and Water Level Conservation Steering Committee. \*Instream Flow Council and American Fisheries Society\*. 78 p. \(referred to as the Final Assessment Document \(FAD\) in the body of the Basic Business Plan\)](#)