



Governance Joint Committee Chartering Document

Status: Ad-hoc

- **Leader:** This group will be professionally facilitated. The facilitator, with support from the lead staff, will develop the meeting agendas and lead the meeting discussions.
- **Members:** Up to 6. See Primary Roster. Generally, members should consist of a diverse, balanced group to ensure the interests of all parties involved in the governance of the project are represented and all sides of the governance issues are considered.

Note: Workgroup membership is by assignment of the Reservoir Committee (RC) and Authority Board (AB) Chairs. Other RC/AB members may attend and provide input during or outside of the meetings, however, quorum limits of each body must be respected at all times.

- **Staff Support:**
 1. Lead Staff – Executive Director
 2. Facilitator
 3. Legal Counsel on an as-needed basis
 4. Other specialty advisors or experts on an as-needed basis
- **Formation:** July 2022
- **Expires:** Upon completion of governance change proposals, the committee will be dissolved and/or altered depending on the circumstances, which is anticipated to occur within 12-18 months from formation. The goal is to bring proposals on a timeline that achieves RC/AB approval and supports initiating changes with the start of Phase 3/4.

Related Documents:

- Attachment A: Charter Document – General Requirements

Purpose: The Governance workgroup is charged with providing advice, input and specific proposals to the RC and AB in their evaluation of project governance changes that may be necessary as the Project progresses through future phases of work.

Meeting Frequency: Meetings will be scheduled for the convenience of members' attendance.

Reports To: Reservoir Committee and Authority Board (meeting jointly as possible).

Committee's Roles and Responsibilities:

- Sharing candid reactions and constructive input on strategies and approaches the reservoir committee and authority board may wish to consider for its governance arrangements in the future phases of project implementation.
- Give consideration to all viewpoints, including those represented by the various communities of interest from the investor and local perspectives.
- Ensure that the interests of the state and federal investment are properly covered in the governance of the Project to the extent necessary for compliance with approved agreements and contracts with the responsible State and Federal agencies.
- Evaluate the Sites Project governance issues within the context of other local and statewide water policy and water development initiatives that could be complementary to or in conflict with the governance of the Project.
- Identifying technical, legal/statutory, organizational culture, and/or legislative considerations that need to be accounted for to successfully implement the Sites Project. Pay specific attention to the conditions within State law that are reflected in current bylaw provisions relating to qualifications for membership on the Authority Board.
- Ensuring that the governance changes do not interfere with or impede the ability of any of the project participants from achieving the goals they have for their participation in the project.
- Maintain consistency with the words and spirit reflected in the JPA, the bylaws, the Project Agreement and the adopted 2020 Sites Authority Strategic Plan.
- This is an advisory committee that is not intended to make recommendations or have voting procedures. However, if the committee feels a recommendation is warranted, a recommendation does not need to be unanimous but should be accompanied by the identification of any significant risks a member feels are too great to take if implemented.