

# Options and Governance Document Language for on EC Directives

January 9, 2020 Draft

## BACKGROUND

### May 9, 2019 Meeting

PSC

Decision: The PSC decided that Executive Council (EC) directives must be signed before the EC meeting by all of the members of the EC (and not their designees).

### June 13, 2019 Meeting

Management  
Board

Issue: Despite the PSC's decision at their May 9, 2019 meeting (above), there was no decision nor direction by the PSC on what the policy should be if all committed EC signatures are not received on a directive prior to the EC meeting.

Action: The MB charged GIT 6 to recommend Governance Document language that would address the policy for situations in which a PSC member commits to receiving their EC member's signature on a Directive in advance of the EC meeting, but that signature is not obtained in advance of the EC meeting – is the Directive then discarded or is there another option and, if so, what?

## CURRENT GOVERNANCE DOCUMENT LANGUAGE

### Process for Decision-Making: (pages 17-18)

"Over the 30-year history of the Chesapeake Bay Program, the partners have signed four agreements, and numerous directives, resolutions, adoption statements and other documents that create cooperative action to protect and restore the Bay watershed. This complex and challenging endeavor has relied upon collaborative decision-making.

Consensus-building among the Program partners (all parties can live with the decision) remains the preferred decision-making approach. A consensus decision-making process is a group decision-making process that not only seeks the agreement of most participants, but also the resolution or mitigation of minority objections. The goals of consensus decision-making are to be:

- Inclusive, of as many members as possible,
- Participatory, actively soliciting the input and participation of all,
- Cooperative, striving to reach the best decision for the group, rather than the majority,
- Egalitarian, with all afforded, as much as possible, equal input into the process, and
- Solution-oriented, emphasizing common agreement over differences and reaching effective decisions using compromise to resolve mutually-exclusive positions.

There are, however, situations in which consensus is inappropriate or in which consensus is not necessary for progress to be made....

- Decision-making at the EC, PSC, and MB is done through consensus by signatory representatives. As a last resort, if consensus cannot be reached, a supermajority vote will be utilized."

### EC Operations: (page 7, underline added)

"Decision-Making: Decision-making at the EC will be done by members or their representatives through a unanimous or consensus based approach. If after substantial discussions consensus cannot be reached, a supermajority vote by full members or their designees will be utilized, requiring at least seven out of nine "yea" votes."

## PROPOSED OPTIONS AND NEW GOVERNANCE DOCUMENT LANGUAGE

GIT 6 is proposing two options and associated governance document language for clarifying the process for of issuance of EC directives:

Signature Option – addresses the traditional CBP approach and May 9, 2019 PSC decision of issuing EC directives with EC member signatures. This option is more complex and has a couple sub-options for consideration.

Non-Signature Option - a simpler option that does not include EC member signatures on directives. The proposed new language would appear as a stand-alone section in the “Process” portion of the Governance Document beginning on page 17.

Signature Option	Associated New Governance Document Language
<p><i>Traditional approach in which all or most EC members sign the directive, but is necessarily more complex due to requirement to obtain signatures in advance or at the EC meeting.</i></p>	<p><b><u>“Process for Issuance of Executive Council directives:</u></b></p> <p>EC directives specify the will of the EC on future actions that the Chesapeake Bay Program partnership should undertake. EC directives do not necessarily represent a commitment of resources by any individual EC member, but rather define the collective desire of the EC for work by the partnership.</p> <p>Proposed EC directives are first submitted to MB for approval. If approved by the MB, the directive is then forwarded to the PSC for approval. The proposed directive must be received by the PSC at least 2 weeks in advance of the PSC meeting at which it will be discussed. After discussion, all PSC members will be polled for the record on a) their EC member’s position on issuance of the directive as per the CBP Consensus Continuum and, b) their EC member’s commitment to sign the directive no less than one month in advance of the EC meeting.</p> <p>In all cases, EC member signatures only are permitted on EC directives. Designee signatures are not allowed.</p> <p>If the PSC approves the directive <i>unanimously</i>:</p> <p><u>Option 1</u>: All nine EC member signatures must be obtained no less than one month in advance of the EC meeting or the directive is not issued.</p> <p><u>Option 2</u>: If at least seven of the nine EC member signatures have been obtained one month in advance of the EC meeting, the directive may still be issued at the EC meeting without all nine signatures. The missing signature(s) may be obtained either at the EC meeting or up to two months after the meeting. If the missing signature(s) are still not obtained two months after the EC meeting, the directive will be considered final and the unsigned signature lines will be struck from the document.</p> <p>If less than seven of the nine EC member signatures are obtained one month in advance of the EC meeting, the directive will not be issued.</p> <p>If the PSC approves the directive <i>without unanimity</i> as per the Consensus Continuum (i.e. not all members support the directive, but <u>no member</u> “Holds” or “Stops” the directive), the directive may still move forward for signature by those members who support its issuance at the EC meeting. Signatures of all EC members who agreed to sign it must be obtained one month in advance of the EC meeting or the directive is not issued.”</p>
<p><i>Management Board is asked to choose either Option 1 or Option 2 for inclusion in the Governance Document.</i></p>	

Non-Signature Option	Associated New Governance Document Language
<p><i>A simpler approach that only requires signature of the EC Chair in recognition of the fact that most (all) EC directives are issued in support of implementing the Watershed Agreement, directives carry the same weight as the Watershed Agreement, and that all nine EC members (or their predecessors) have already signed and committed to the Watershed Agreement, then there is no need for a new set of signatures.</i></p>	<p><b><u>“Process for Issuance of Executive Council directives:</u></b>  EC directives specify the will of the EC on future actions that the Chesapeake Bay Program partnership should undertake. EC directives do not necessarily represent a commitment of resources by any individual EC member, but rather define the collective desire of the EC for work by the partnership.</p> <p>Proposed EC directives are first submitted to MB for approval. If approved by the MB, the directive is then forwarded to the PSC for approval. The proposed directive must be received by the PSC at least 2 weeks in advance of the PSC meeting at which it will be discussed. After discussion, all PSC members will be polled for the record on their EC member’s position on issuance of the directive as per the CBP Consensus Continuum. If the PSC approves the directive, it will be issued at the subsequent EC meeting. The EC Chair will sign the directive in advance or at the EC meeting on behalf of the EC. The EC Chair must sign the directive, no designee signature is allowed.”</p>