Summary of Recommended Revisions to the CBP Governance Document
5-29-15

In July 2014, the PSC approved an interim version of the CBP Partnership's Governance Document, agreeing that this is a living document that will be continually updated and adapted over time. Since the time that this document was approved as an interim final version, GIT 6 has collected suggested revisions and changes from various partners and addressed these issues with Management Board input. This table outlines the Partnership's suggested revisions.

Requested Outcome: PSC approval the suggested revisions to the Governance Document for issues 1-3. PSC awareness of changes approved by the MB for remaining issues.

Summary of Suggested Revisions for Approval:

#	Issue	Location	Management Board Approved Revision
		Issues Related to the EC and PSC	
1	Develop provisions for general EC business conducted between annual meetings	p. 7, "EC Operations, Business Between Annual Meetings"	Text added to "EC Operations" section on p. 7: *"Business Between Annual Meetings: In the event that business must be conducted between annual EC meetings, each members' principals' staff will act on their behalf at the PSC level. If a meeting of the EC is required, a special meeting may be called by the Chair or by a majority of the members of the EC. The purpose of the meeting will be stated in the call for the meeting and will be scheduled in consultation with all EC members. Public notice of all meetings will be made as soon as possible after logistics are confirmed."*
2	Develop a protocol for selecting the EC Chair outside of the annual meeting	p. 6, "EC Leadership and Membership"	Text added to "Leadership and Membership" section on p. 6: *"In the event that a new EC Chair must be selected at a time outside of the annual meeting, PSC members will act as a proxy for their EC member by soliciting their input. A decision will be made at the next PSC meeting on behalf of the EC. The decision will be memorialized in writing and signed by signatory representatives on the PSC on behalf of the EC members."*
3	Clearly define PSC meeting planning	p. 9, "PSC Operations, Protocol for Planning Meetings"	Text added to "PSC Operations" on p. 9: *"Protocol for planning PSC meetings: PSC meeting dates are determined through a poll of the PSC members. In addition to PSC members, Advisory Committee chairs and key staff will also be included in the poll. Based on the results of the poll, the PSC chair will establish the meeting or conference call date. Meeting agenda and location will be established as soon as possible, and no less than a*

			week before the meeting. All meeting information is posted on the Partnership's web calendar."
		Issues Related to Decision-Making	
4	Reinstate Advisory Committees' participation in MB decision-making *(from CAC letter to PSC on Dec. 10, 2014)*	p. 10, "MB Leadership and Membership"; p. 11, "MB Decision-Making"	Advisory Committees and GIT Chairs will remain non-voting members of MB. This approach will focus decision-making on the nine signatories who are accountable for achieving the Goals and Outcomes of the Watershed Agreement. Most MB decisions are reached through consensus, which Advisory Committee Chairs and GIT Chairs have a voice in developing. Text added to "Decision-Making" on p. 11: *"All members have a voice in discussions contributing to the development of consensus, a seat at the table, and the right to receive all communication and materials. If after substantial discussions consensus cannot be reached, the issue will be decided by supermajority vote of signatory members, requiring seven out of nine yea votes."*
5	Add specifics on general decision making by addressing consensus-based decision	p. 4, " CBP Vision and Principles"	The principles of the Agreement cannot be changed, but we can better define consensus by linking it throughout the document. "Consensus" will be hot linked throughout the document to the decision-making process section on p. 18.
6	Revise references to decision-making so that it refers to more than just management strategy related decisions	p. 14, "GIT Decision-Making"	This paragraph was revised to include any decisions that are made by the GIT or WG including those related to Management Strategies.
		pp. 17-18, "Process for Decision-Making"	The section for decision-making as it relates to the whole Partnership was retitled and rephrased to include all decisions (p.18).
7	Refine the circumstances under which supermajority votes take place. Super majority votes should only be used by the leadership of the Bay Program as a last resort *(from CAC letter to PSC on Dec. 10, 2014)*	pp. 7, 8, 11, 14, "Decision-Making"	Supermajority votes remain a function of the EC, PSC, and MB. Text added to "Decision-Making" section on p. 14: *"The GITs and WGs will use a unanimous or consensus-based process that ultimately concludes in a polling of the members*, to get a sense of the will of the group. If the poll is unanimous or if consensus reached, the decision is approved. If consensus cannot be reached, the decision will be elevated to the next level in the hierarchy with a description of the positions of the members, in particular those of dissenting members."* *Membership defined in Issue 9

		Issues Related to the GITs	
8	Add details on 2 year check in with GIT Chairs	pp. 13-14, "GIT Leadership and Membership"	Text added to "Leadership and Membership" on pp. 13-14: *"At the end of a two year term, the GIT collectively discusses the renewal or change of their Chairmanship and Vice-Chairmanship. The renewal of a Chair will have concurrence from both the GIT and the MB. Otherwise, the Vice-Chair assumes the role of Chair with concurrence from the GIT and MB, and the new Vice-Chair will be selected by GIT members. In the event that the Vice-Chair decline the nomination, the GIT will nominate a new Chair and gain concurrence from the MB."*
9	Develop a formal process for determining GIT membership and the role of members in regard to decision making	p. 13, "GIT Roles and Responsibilities"; pp. 13-14, "Leadership and Membership"	Text added to "GIT Roles and Responsibilities" on pp. 13-14: *"GITs will periodically review their membership to ensure diverse and adequate representation."* Text added to "Leadership and Membership on p. 14: *"The membership of each GIT is determined by criteria developed by each GIT and endorsed by the MB. During the process of adding new members, each GIT is advised to consider the following principles:* • *Who - signatory representation, advisory committees, key organizations* • *Level of Commitment – attendance, willingness to participate in activities related to implementation of management strategies* • *Skills and Perspectives – geographic diversity, expertise"*
10	Link the Governance Documents/Charters of other groups in the Bay Program inside of the CBP Governance Document (e.g., Advisory Committees, GITs, etc)	Several locations	Any group with a Governance Document/Charter will be linked in the CBP Governance Document and reviewed for consistency with the CBP Governance Document.
		Maintenance Updates	
11	The statements about mandatory attendance and being expected to speak at the annual EC press conference are problematic for some jurisdictions.	p. 7, "EC Operations, Attendance at Annual Meetings"	Language changed in "Attendance at Annual Meetings" on p.7: *"EC membership should be expected to attend the annual public meeting… [representatives are] invited to speak at the press conference."*

12	NY suggests revising the sentence referring to state membership to the PSC. NYSDEC has a Commissioner, rather than a Secretary.	p. 8, "PSC Leadership and Membership"	Text changed in "Leadership and Membership on p. 8: *"State membership to the PSC consists of a delegation that includes members at the Secretary or Commissioner level of major State departments."*
13	Add details on protocol for MB responses to input from advisory committees.	p.10, "MB Roles and Responsibilities"	Text added to "Roles and Responsibilities" on p. 10: *"Expected to respond to the STAC's recommendations, in writing, within 90 days of receiving the report which may be extended an additional 30 days at the specific request of the MB Chair."*
14	Change the affiliation criteria for Comm WG Chair/Vice Chair so that it doesn't limit the chair/vice chair to be federal and state affiliated.	pp. 15-16, "Communications Workgroup Leadership and Membership"	The language was changed to be consistent with the criteria for GIT Chairs/Vice Chairs: *"The workgroup is led by a Chair and a Vice Chair. Terms for each are two years, with the expectation that the Vice Chair will advance to the Chair position."* The two sentences that required the Chair/Vice Chair to be federal and state are no longer in the Communications Workgroup charter.
15	The CBP Governance Document should be consistent with the Communications Workgroup style guide criteria.	Throughout document	GIT 6 staff will edit the document according to the Communications Workgroup style guide after the MB and PSC approve the major content changes.