

Executive Committee Meeting

River Bend Farm
287 Oak Street, Uxbridge, MA
January 14, 2019
10:00am to 12:00pm

MEETING NOTES

ATTENDEES

Laura Blake, Massachusetts Department of Environmental Protection (MassDEP)
Richard Friesner, New England Interstate Water Pollution Control Commission (NEIWGCC)
Sue Kiernan, Rhode Island Department of Environmental Management (RIDEM)
Regina Lyons, Environmental Protection Agency (EPA)
Heidi Ricci, Mass Audubon
Jonathan Stone, Save The Bay
Susan Sullivan, NEIWGCC
Caitlyn Whittle, EPA
Mike Gerel, Narragansett Bay Estuary Program (NBEP)

CHAIR'S REPORT

Sue Kiernan our Chair for this month called the meeting to order at 10:10am. The December 4th Executive Committee's (EC) meeting notes were unanimously approved, with the addition of Regina Lyons as an attendee and replacement of 'Sue' Sullivan instead with 'Susan' Sullivan. Sue K. summarized the day's agenda included as the first slide in the PowerPoint (PPT) displayed before the group.

PROGRAM REPORT HIGHLIGHTS

Mike Gerel next walked through a PPT that highlighted eight (8) tasks completed by NBEP since the December Program Report. He noted the PPT will serve as his report for this meeting to see if this approach is favored by the group to the traditional written version.

1. Financials. Mike shared a revised template for sharing NBEP's financials with the EC and Steering Committee (SC). He stated that he now heard from several SC members that they do not understand the financial table he has been including in Program Reports. EPA has also requested greater financial transparency, especially out of their advanced monitoring process applied to the FY15 Cooperative Agreement. This revised template includes largely the same information on remaining balances as the past approach but adds some administrative cost balances and presents the data like the expense section in a typical *Statement of Revenue and Expenses (R/E)*.

Several committee members expressed support for the columnar format and new content. Jonathan Stone asked if a rolled-up R/E of all dollars was what we were striving for, and Mike responded that the intent was more of a hybrid where remaining balances under major expense categories were provided in a format that all could easily follow. Susan Sullivan noted that a typical R/E is not done because NBEP maintains independent "buckets" of funds for each cooperative agreement, so they are presented

separately. Susan also suggested we add the indirect balances as well, and clearly indicate that all number are estimates. Jonathan thought inclusion of the budgets as well, perhaps on a separate page would be useful. He also suggested including some projections whether financial needs are expected to be met to allow the EC/SC to get a quick picture of fiscal health. Another thought was to do a budget vs. actual sheet periodically, perhaps quarterly or yearly. Sue K. added that we did not want to overwhelm the SC with too much information. Susan next emphasized that it should be NEIWPCCC that is generating all financial numbers. Mike noted his recent number crunching has been part of trying to better understand the numbers from NEIWPCCC's quarterly financial reports that are ultimately included in each Program Report. He also has asked Richard if NEIWPCCC staff could present on NBEP financial management at the next SC meeting in March.

Mike closed by saying that he would share a financial template revised based on this discussion with the group for review. He also noted that once the EC agrees on favored template, per Susan's comments earlier, he will look to NEIWPCCC to update the template and provide to NBEP prior to each EC or SC meeting.

2. Steering Committee Members and Officers. Mike noted that all six (6) existing SC members up for reappointment accepted and all (7) nominees agreed to receive an invite letter. The plan is for invite letters (and an expectations document) to go out by the end of this week. He also added that both approved Science Advisory Committee Co-Chairs have accepted, and we are using our first rotating Chair today as approved by the SC in December. In response to a question, Mike clarified that Sue K. and Jamie Vaudrey with UCONN are the new SAC Co-Chairs. He noted that the plan is for the new SC members to join the first SC meeting of the year in March. Jonathan thanked Mike for NBEP's work to create a sound process for updating SC membership and the positive outcomes achieved.
3. Formal Intern Program. Mike next talked about NBEP's development of a more formal intern program. NBEP has had interns for many years but has never had a program description or agreement document that would enable internships for school credit. He noted that paid internships will still be pursued as funding allows. The program will target all types of institutions from public universities, to colleges, to community colleges, with an emphasis on the smaller institutions and their students that may not have connections with the larger NGOs, agencies, and consulting firms. The design will allow for interns to work from NBEP's office or onsite with a partner. The program has been received very positively by the institutions to whom we have spoken. Mike stated that based on his experience and reading, providing school credit and the flexibility to work closer to home or school can be financially better for the student and more inclusive of those residing in underserved communities.

Susan indicated that paying interns has been the approach NEIWPCCC uses and feels that is a better means of compensation. Jonathan Stone indicated there are funding sources available to help pay for interns. Mike noted that NBEP will still pursue paid interns through regular NEIWPCCC channels, but currently does not have budget or the ability to write proposals to request funding from those who usually fund interns (like SeaGrant). Susan also added that she has some concerns about legal issues associated non-NEIWPCCC employees working in our space or at our direction. Mike noted he shared that concern and had already spoken to Selene Lehman (NEIWPCCC's HR Director) about the issue and she was going to reach out to NEIWPCCC's insurance provider to discuss. He also noted that when Courtney is speaking to academic institutions, she will confirm that their insurance will cover the student during their for-credit internship. Mike suggested that NBEP could include a provision in the agreement we sign with the student/institution that waives liability for NBEP/NEIWPCCC or use a separate document that provides a similar waiver of liability. He said he would follow-up with Selene and ensure proper documentation is in place before bringing any interns on for school credit. It was noted that NBEP should be sure to have clear tasks and timelines as not all interns are self-directed. Mike concurred and indicated there would be an agreement, work plan, and regular check-ins with

interns to track progress and ensure a beneficial outcome for all. Johnathon said that managing interns can take time, so that should be considered when deciding how many students to oversee. Mike agreed, and indicated they were going to take it slow and pursue two (2) interns this calendar year. The goal is to build a system—that does not require significant work by NBEP or the academic institution—that can support interns across the watershed year-over-year.

4. Revenue Diversification. Mike summarized recent work exploring NBEP's revenue diversification options. He noted that as of now NBEP can pursue EPA grants, funding from partners, and workshop fees. A memo is expected soon from NEIWPC that summarizes the outcome of a productive meeting between EPA and NEIWPC on December 18th that discussed this matter. Further new EPA NEP Funding Guidance is forthcoming this spring, which may open additional sources to NBEP. With the uncertainty, Mike also decided, with the concurrence of EPA, to delay completion of an NBEP Finance Plan until FY21. Since the Cooperative Agreement that includes the finance plan task runs through October 2021 a work plan modification is not necessary. He stated that NBEP will do its very best to meet their FY19 work plan obligation to submit two proposals.

In response to some questions about other revenue options, Caitlyn Whittle clarified that per the current EPA guidance, only indirect funds can be used for grant writing. That is why only the three options listed in the PPT are currently viable as NBEP staff do not bill to indirect. She expressed optimism that the new guidance would be out soon and based on her review of the draft shared with the Region it should expand our grant writing options. Caitlyn has stayed in touch with EPA Headquarters to explain the challenges the existing guidance is creating in the field for NEPs. She will share the new guidance as soon as it is public.

5. CCMP Revision. Mike shared a slide with a photo of NBEP staff's first cut at a CCMP Revision goals-objectives-actions matrix. He explained the approach used—where staff create a framework (with different buckets) wherein partners and the interested public can add specifics—was used successfully and suggested by Holly Greening formerly of the Tampa Bay Estuary Program. Mike said the process did work well and resulted in four broad goals, 13 objectives, about 40 types of actions. The staff will be holding another internal session later this week to build upon the matrix so it will be ready to share with the CCMP Subcommittee at their next meeting on February 20th from 10am to 3 pm at a location to be determined.
6. Blackstone Needs Assessment. Mike offered that NBEP held a successful first meeting of eight (8) core stakeholders in Cumberland, RI to kick-off the SNEP funded Blackstone River Needs Assessment Project. Up to six (6) meetings are planned through March 2021. He shared that the group brainstormed on needs and additional organizations/people that should join the discussion. The top needs so far included greater coordination, more capacity funding for local groups, prioritization of project types and individual projects at scales beyond town boundaries, expanded education programs, and better coordination and more of monitoring. Mike also stated that he and Richard have developed a process to share funds budgeted for local capacity-building grants to NGOs that agree to support the effort. Richard confirmed that \$25K is available. Mike noted that creating an ongoing network like that the Resilient Taunton Watershed Network (RTWN) and the availability of sustainable capacity funding were vital preconditions for other priorities. He plans to invite Bill Napolitano, the convener of RTWN, and Carolyn Mecklenburg, the MA Municipal Vulnerability Program (MVP) representative for central MA, to the next meeting. Carolyn did her graduate work on the Mystic River and RTWN networks.

Heidi Ricci noted that SNEP has funded work in the Blackstone but would like to fund more projects in the area. She also added that it is important to distinguish between individual and organizational capacity needs. If provided with more staff capacity, both Heidi and Sue K. felt that there were existing

organizations in the area that could lead the network (or make a network unnecessary), drive more grant writing, and ultimately more and projects. Heidi also suggested that the Central Massachusetts Regional Planning Commission should also be engaged to explore how they could help.

7. Manuscripts. Mike relayed that NBEP's technical report manuscript had been declined by *Environmental Management*. It made it past the editors, but peer reviewers felt it was not international enough in scope for the journal. The authors felt that was an odd outcome as editors usually address scope issues. Nonetheless, Courtney plans to submit a slightly revised piece (will include more on the origins of adaptive management) to *Regional Studies in Marine Science* soon. Also, Julia Twichell is preparing to submit an article titled, "Geographies of Dirty Water: Landscape-scale inequities in Rhode Island" to *Marine Policy* this Spring. This article, begun while she was with EPA AED, describes inequities in public access to clean water across race.
8. Metadata. Mike shared a slide with a table that summarizes the excellent progress NBEP staff are making organizing and generating metadata for the data underlying NBEP's technical report. Eight (8) layers have been completed. He noted that this vital step, which will ensure the report can be shared and is useful to future researchers, was unfortunately not completed after publication of the report as planned. The plan is to begin to make the completed layers available through a new data portal on NBEP's website in the coming months, and to have all the data available by the end of this fiscal year.

GUIDING PRINCIPLES REVISION

Mike next introduced a series of slides regarding the revision of NBEP's Guiding Principles that will be discussed today. He added that at their meeting on December 4th, the EC requested he bring a revised set of principles to this meeting. There was a desire that ongoing discussion regarding revenue diversification not delay completion of this revision. Thus, just prior to the meeting Mike provided two documents to the EC: (1) a clean copy of the revised guiding principles dated January 14, 2019 and (2) the October 9th track-changes version of the existing principles annotated with additional EPA comments and NEIWPC responses (Document #2). He also brought hard copies of the original October 9th track-changes version and a line-by-line description and justification for all changes in that piece. Mike explained that a new track-changes and line-by-line description document were not prepared for the January 14th version before us today because all substantive changes since the October 9th version are called out in Document #2. He further explained that any change beyond those called out in Document #2 were editorial in nature based on copy-editing by NBEP staff.

Listed below are the 13 revisions Mike characterized as substantive. All other changes in his estimation were for consistency, clarity, and copy-editing purposes, and did not represent a role, responsibility or policy change. A slide with the revised text was provided for each change in the presentation. The changes include the following:

1. Removed regulatory language (e.g., corrective actions, compliance schedules) that are artifacts from the original NEP legislation.
2. Added a reference to collection of data per ICR Reference# 201705-2040-011.
3. Added NBEP's new vision, mission, and intentions.
4. Revised committee officer terms.
5. Added that that Vice-Chair ascends to the Chair role with the existing Chair completes their term.
6. Clarified that members of the Management Conference may interact with the NBEP Program Director without first consulting the Host Entity.
7. Clarified the Host Entity performance review process.

8. Included the more general term, “Host Entity,” instead of NEIWPC when referring to provisions that apply to any Host Entity. Also, specific reference to NEIWPC was also removed where their membership on the Management Conference as the Host Entity made the reference redundant.
9. Added specific provisions for involuntary removal of a SC member.
10. Removed the requirement for the EC to meet a specific number of times per year.
11. Added a new ‘Voting’ section that specifies that a preference for consensus decision-making, with majority vote used if necessary.
12. Added a new ‘NEIWPC Fiscal Sponsorship of NBEP’ section that concisely describes the financial relationship between NEIWPC and NBEP.
13. Added a new ‘Affirmation’ section that lists the names of the SC members in place at the time the Guiding Principles were approved.

Mike closed by saying it is was up to the EC how to proceed next: whether to approve the revision, make additional changes, or seek consensus or a vote on another path. Sue K. asked for comments from the committee. Thoughts provided are captured below:

- Regina noted that she recognized EPA’s changes were included throughout the document. She added that their edits were intended to make the document “Host agnostic,” so they would apply to any host into the future. Mike added that he found two other places where NEIWPC was called out in a manner that was not consistent with EPA’s edits, so these instances were changed to Host Entity as well in Document #2.
- Caitlyn asked that the entire sentence provided by EPA’s lawyer about the use of the ICR be inserted into the document. Mike said he knew the sentence and would include it.
- Laura Blake said she was unaware of the purpose of the document, and that was needed before she would be able to comment. Mike indicated that it creates the governance structure for the NBEP partnership. Sue K. was more specific in adding that they were originally developed to detail the roles and responsibilities of the key members of the partnership as it reformed with NEIWPC as host.
- Susan expressed significant concern about the revised principles as noted in her email yesterday evening. After rereading them a few times, she decided that they were too long, included information that ought to be included in job descriptions or committee member expectations documents, and the track-changes version was hard to follow. She was very uncomfortable with the removal of the requirement that the program work “in consultation with NEIWPC,” especially as it related to the Executive Committee, Host Entity, and NBEP Program Director subsections. Susan added that the document had made NBEP too autonomous from NEIWPC, which must ensure its policies (Employee Handbook, bylaws, etc.) are followed. She emphasized that the NBEP Program Director is employed by NEIWPC. Susan also did not like that NEIWPC was now excluded (and the Program Director was not similarly excluded) from the committee that would review the host’s performance. Mike responded that the Program Director does not sit on NBEP committees, and both the fiscal sponsor and the Program Director typically would not sit on the committee but would be interviewed as part of such a review process in his experience. She also noted that she did not like the new fiscal sponsorship section at and didn’t see why it was necessary. The Affirmation section was also a problem, asking why we would list people who have not been attending meetings. Susan also did not see specific changes she submitted in the final clean version, which had her questioning what other changes may have been included that she did not see.

- Mike shared the firm advice he received from Judith Swift, the former NBEP Chair, was to not prepare a complete update of the document. This was directly in response to his comment to her last summer that the principles really ought to be about five pages long. She told him that specific language was hard fought by members of the Steering Committee in the existing principles, and such a wholesale revision was not timely. Judith suggested working along the fringes. While the movement of chunks of text and copy-editing creates track-change that look like a major update, the change included were primarily intended to bring the document up to speed with current NBEP committee recommendations, add the fiscal sponsorship language (the reason for which has been discussed at length in the past), and clean up the many inconsistencies, redundancies, and editorial errors in the existing piece. The Affirmation section was provided as a compromise between those who did not want a signed document and those who wanted more formal, signed bylaws. He noted this section has been in the draft since October and he had not heard any complaints about it. Lastly, Mike noted he was surprised to see Susan's comments last night as NEIWPC had blessed the EPA changes (except the use of NBEP templates for contracts, etc.) and had not voiced many of these concerns before. That is why he felt sharing the clean document only a few days ago was fine and that approval today was imminent.
- Susan indicated she had asked Richard to review the materials and felt OK with them. But after further review of the clean version up against the track-changes from October, she changed course. Susan acknowledged the hard work that went into the document and apologized for the timing of her new perspective. However, she now felt the document needed a more complete re-write. Regina noted that her understanding was that the intention was, using CCMP terminology, to do an "update," rather than a more substantial revision or re-write. Sue K. asked if there were pieces that could move forward and the discussion circled back to a full re-write.
- Caitlyn noted that that NBEP's Corrective Action Agreement (CAA) called for appropriate updates to the principles. Richard indicated he felt the CAA was complete and we needed to look forward. Mike asked Caitlyn whether she felt the CAA was still open and she noted the need for a more complete communications strategy. Regina followed that staff changes at EPA precluded a response to a closure request letter submitted by the program, so the CAA still may need to be tied off formally. Regina said they would look at the CAA and related documentation and report back to the EC about status.
- Sue K. asked if there were other documents we could use as an example. Mike noted that all 28 NEPs have some form of governance document, with 21 governed by legislation, bylaws, or signed agreements and 7 with less formal guidelines or no document at all (the NEPs under CZM). The level of detail varies significantly across NEPs. Mike has shared a table on NEP governance with the SC in the past. EC members are encouraged to reach out to Mike if they would like a copy of the table.
- Sue K. asked if others had further thoughts. Heidi indicated she did not expect to provide edits as it was down to EPA and NEIWPC being comfortable with the document. Laura supported this view. Sue K. also concurred and looked to EPA and NEIWPC for their thoughts. Regina offered that in her view it was the EC that needed to make these decisions, not just EPA and NEIWPC. Mike indicated that was his preference as well but the EC members that were definitive in their opinion today favored more revision. Susan called for further EC review by a day certain.
- Not hearing any other options for moving forward, Mike suggested that he send out the clean document to the EC again and give folks a deadline of 30 days to submit written comments. He would then roll-up the changes into a new track-changes document, note any conflicting thoughts, and share that piece prior to the March 10th EC meeting. Laura noted that a longer meeting would likely be required for that discussion, and Mike concurred that a 10am-2pm session would be best.

LOGISTICS AND ADMINISTRATIVE ISSUES

Sue K. noted that we did not have much time to cover this part of the agenda. Mike stated that we already covered half of the 10 items listed in the agenda (1-2, 6-7, and 8), and that he would build the remaining five into the EC's next meeting in March. Related to item 10, "General feedback on EC meetings," Mike promised to do his best to get meeting materials out earlier so folks have a more time to review.

UPCOMING MEETINGS

Mike reviewed the upcoming meeting schedule. The CCMP Subcommittee will next meet February 20th from 10am to 3pm at location to be determined ASAP. The next EC meeting will be March 10th in Providence at RIDEM Room 200C1 for likely a longer session than usual (10am to 2pm) to accommodate review and discussion of GP revisions. The next SC meeting will be March 25th from 10am to 2pm at the Narragansett Bay Commission, Training Room. Many noted that the Spring EPA NEP meeting is March 24th and the NEIWPC All Staff meeting is March 26-27th. Susan thanked EPA for accommodating the NEIWPC meeting. Mike also added that our prospective new Vice Chair, Caitlin Chaffee, cannot make the March 25th date due to Leadership Rhode Island. The group concurred rescheduling the March 25th meeting made sense. Mike promised to send new invites for the March EC and SC meetings as soon as we confirm locations.

ACTION ITEMS

1. Mike will share a revised financial template with the EC for review this week.
2. EC members will provide comments on the financial table to Mike by March 3rd and he will create a final version based on comments received that NEIWPC ca update and provide to NBEP before future EC and SC meetings.
3. NEIWPC staff will confirm with Mike whether they can present on NBEP financial management at the next SC meeting.
4. Mike will send invite letters to the seven new SC nominees by January 17th.
5. NBEP staff will follow-up with Selene and ensure proper legal protections are in place related to interns working with NBEP for school credit.
6. Caitlyn will share the new EPA NEP Funding Guidance with the EC as soon as it is public.
7. Regina will report back on the status of the NBEP CAA before the next EC meeting.
8. Mike will send out the clean version of the January 14th guiding principles revision this week.
9. EC members will provide comments back to Mike in track-changes format by February 14th.
10. Mike will create a new clean and track-changes revision, note any conflicts across comments, and share with the EC by March 3rd. The plan will be for the EC to discuss this new revision at their next meeting on March 10th.
11. Mike will share the table of NEP governance summary and pull any listed governance documents for EC members upon request.
12. NBEP staff will send out a revised meeting request to change the time of the March 10th meeting to 10am to 2pm.
13. NBEP staff will send out a Doodle poll, select the best date, and then send out an invite for a new March SC meeting date.

The meeting was adjourned at 12:15pm.