

**Joint Special Board Meeting of
Cachuma Operation and Maintenance Board
and
Cachuma Conservation Release Board**

Thursday, April 27, 2006 at 3:00 p.m.

Held at

Cachuma Operation and Maintenance Board Office
3301 Laurel Canyon Road
Santa Barbara, CA

AGENDA

Facilitated Workshop on COMB/CCRB Reorganization

- 1. Call to Order and Roll Call for COMB and CCRB Boards**
- 2. Public Comment (Any member of the public may address and ask questions of the Boards relating to any matter not on the agenda and within the jurisdiction of the Boards.)**
- 3. Introductions and Preliminaries**
 - a. Participant and Facilitator Introductions
 - b. Ground Rules/Terms of Engagement

- 4. Discussion of Overall Structure and Approach to Facilitated Dialogue on Reorganization**

Focus Question: Is the structure and approach outlined in the Facilitator's Memo an acceptable manner in which to proceed? If not, what should be changed and how would that make for a better process?

- 5. Goals and Criteria Discussion**

Focus Questions:

- **Goals for Moving Forward:** What goals or guiding principles should the reorganization of the COMB/CCRB structures respond to? (What would be the attributes of a reorganization?)
- **Criteria for Success:** Looking back from some point in the future, how will we judge the success of a reorganization effort?

Desired Outcome: Explicit listing of guiding principles and criteria for success to be integrated into future discussions and decisions.

6. **Next Steps (partially answered through discussion of item 2 above)**
 - c. Meeting Schedule – How often and when should the two entities meet to seek to reach closure on reorganization issues?
 - d. Level of Effort – What should be the level of effort of the facilitator in working with the Subcommittee and/or individual COMB/CCRB member agencies?
 - e. Next Meeting Date and Agenda Topics– what date should be set for the next meeting to further discussions?

7. **The Next Regular Board Meeting will be Held May 22, 2005 at 2:00 p.m.**

8. **Adjournment**

NOTICE TO PUBLIC

Public Comment: Any member of the public may address the Boards on any subject within the jurisdiction of the Boards that is not scheduled for a public hearing before the Boards.

Speakers: Any person wishing to speak to an item on the agenda is requested to file a "Request to Speak" form. The Chair may limit the time allowed to speak.

Americans with Disabilities Act: In compliance with the Americans with Disabilities Act, if you need special assistance to participate in this meeting, please contact the Cachuma Operation and Maintenance Board office at (805) 687-4011 at least 48 hours prior to the meeting to enable the Board to make reasonable arrangements.

[This Agenda was Posted at 3301 Laurel Canyon Road, Santa Barbara, CA
at Santa Barbara City Hall, Santa Barbara, CA
and at Member District Office, and at Bradbury Dam – Dam Tenders Office
and Noticed and Delivered in Accordance with
Section 54954.1 and .2 of the Government Code.]

**Ground Rules / Terms of Engagement
COMB/CCRB Reorganization Discussions**

1. **Problem Solving Approach:** Disagreements between participants will be regarded as problems to be solved rather than battles to be won.
2. **Decision-Making:** Decisions regarding reorganization will be made by a consensus (i.e., unanimity) of all of the parties. In seeking consensus, each participant has an obligation to articulate interests, propose alternatives, listen to proposals and build agreements by negotiating in good faith. In exchange, each member has the right to expect:
 - a full articulation of agreement and areas of disagreement, if any; and,
 - an opportunity to revisit issues on grounds of substantial new information becoming available during the group's deliberations.

Where consensus on a specific issue cannot be reached, it is the responsibility of the dissenting party to state the reasons underlying their withholding of consent in sufficient detail to allow the consenting parties to reframe the proposal to be more inclusive of the stated interests of the other party(ies) where possible.

3. **Meeting Preparations:** Every participant has the responsibility to come to meetings prepared to engage in the discussions of issues at hand and prepared to make decisions on action items listed on the agenda(s).
4. **No Surprises:** Every participant is responsible for communicating his or her issues and interests at the earliest possible time, thus avoiding surprises later in the course of the discussions.
5. **Communication with Constituent Organizations:** Each participant agrees to keep their respective boards of directors, city councils and key agency managers informed of the substance and progress of discussions. This approach will maximize the probability that options and decisions made during reorganization talks are fully vetted with those who have the responsibility for ratifying a final agreement regarding a possible reorganization strategy.
6. **Package, Package, Package:** All agreements are tentative pending agreement on a total package of provisions regarding reorganization.
7. **Participant Roles:** The following points are offered as examples of behavior consistent with constructive dialogue, mutual respect and a commitment to collaboration:
 - Offer respect of different viewpoints and attention when others speak.
 - Share the responsibility of ensuring the success of the process and the quality of recommendations.

- Represent the perspectives, concerns, and interests of agencies or constituencies whenever possible to ensure that agreements and recommendations developed by the group are acceptable to the organizations, agencies, or constituents being represented.
- Ask questions of each other for clarification and mutual understanding.
- Verify assumptions when necessary and avoid characterizing the motives of others.
- Stay focused on the task at hand and share airtime with others – give everyone a chance to speak once before some speaks twice
- Keep the group informed regarding constraints on decision-making authority within agencies or constituency groups.



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| To: CCRB and COMB Board Members | From: John C. Jostes |
| Re: Framework for initiating joint discussions for CCRB/COMB reorganization | Date: April 19, 2006 |
| | CC: Chuck Evans Steve Mack Chris Dahlstrom Kate Rees |

- Urgent**
 For Review
 Please Comment
 Please Reply
 Please Recycle

This memo outlines my approach to facilitating a series of joint meetings and workshops designed to explore the feasibility of reorganizing the two boards in a manner that would create long lasting benefits. I have interviewed a series of individuals who serve on one or both boards, as well as management staff to the boards and to the various districts. Those discussions have highlighted four types of issues that deserve attention as representatives of the member units sit down to craft an approach. I am aware that there has been an ad hoc subcommittee to explore many of these issues and that I may be redundant in identifying certain issues or approaches.

The issues facing the two boards fall into four specific categories: 1) structural issues, 2) substantive issues on a macro or 'big picture' level, 3) substantive issues on a micro level, and, 4) implementation issues. These general issues are addressed in more detail below in the context of crafting a reorganization plan.

Approach and Methodology

Coordinating Committee

To date, I have had several conversations with Chuck Evans, Chris Dahlstrom and Steve Mack, serving as a "coordinating committee" for the reorganization effort. This role should continue and it would be beneficial to slightly expand this effort so that as facilitator, I can meet or participate in a conference call with these individuals so as to assist board members in preparing for meetings and/or work sessions. In this regard, we would discuss the issues of an upcoming meeting in a manner that helps board members prepare for successful working sessions and negotiations.

DISPUTE RESOLUTION
MEETING FACILITATION
STRATEGIC PLANNING
PROGRAM MANAGEMENT

Notice: This memorandum is intended for the recipient(s) named above and may be protected by the confidentiality provisions of California Evidence Code Sec. 1152.5. If you receive this document by mistake, please telephone us at the above voice number (collect) to let us know of the error. If this memo contains privileged or otherwise legally protected information, disclosure of the information to anyone other than the named recipient is not authorized.

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Structural Issues

Structural issues relate primarily to the process of discussing options and identifying a preferred approach as well as to the mutual goals that would guide such an effort. The next joint meeting of the two Boards, scheduled for April 27th should focus on these issues as a first step in the process. Specifically, I propose to develop a set of ground rules to guide the discussions of the two boards, an agenda for the meeting itself, an outline of the scope of a Joint Powers Agreement (JPA) for reorganization, and some preliminary goals that would serve as the basis for the reorganization. I would expect that we could get resolution on these issues in a single meeting and set a positive tone for the discussion of the more substantive issues at the next (i.e., 2nd) meeting.

The interviews I conducted revealed that it would be beneficial to provide an array of each of the options to a specific issue as a prerequisite for each meeting where substantive issues are discussed. I would work with the coordinating committee to frame up the options, with the understanding that those on the committee would in turn communicate with their boards and other staff to help their constituent boards understand the options and trade-offs so that our joint discussions are as productive as possible. In certain cases, it might be advantageous to engage in some shuttle diplomacy and "idea-brokering" to help the joint discussions move toward resolution in the most fair and efficient a manner as possible.

Macro-level Substantive Issues

The discussions to date have highlighted several big-picture issues that need to be addressed in order to refine and finalize a reorganization strategy and ultimately a JPA or other instrument to memorialize the re-organization. Macro-level issues that warrant further clarification and resolution include the following:

- Timing of implementation – when should the reorganization take effect – during State Board meetings or after?
- Organizational Options – CCRB merged into COMB, COMB into CCRB, Combinations of keeping some form of one or both organizations in existence for contingencies, etc.?
- What circumstances would lead to re-convening both organizations
- Implications of maintaining the status quo – benefits and costs?
- How do issues get raised for discussion by the new organization?
- Decision making and voting structure in the new organization, subcommittee structure – how should it/they work?
- Should the reorganization address project acquisition now, later or never?

Other issues have been raised or may arise that need to be addressed in the larger context, but this list should serve as a starting point for a second meeting where the member units of the two organizations roll up their sleeves and begin to craft a package of options that addresses the needs and interests of all parties. Decisions on any one of the above issues



would be considered tentative until a full package of options had been negotiated and the necessary "assurances" provided to garner unanimous adoption of the "package".

Micro-level Substantive Issues

Interviews also revealed that there are several other issues that may come into play as the reorganization effort proceeds. While these issues may not be "deal breakers" in the macro sense, their resolution would likely contribute to an outcome that all parties could live with. These issues include:

- Allocation of COMB's administrative costs – how much and to whom?
- Location of meetings – should the location be rotated between agencies or held at a specific place?
- Name of the new reorganized entity?
- Who drafts the new JPA?
- How do the O&M and administrative functions fit into the new organization?
- Others?

These topics are best discussed once the larger, macro-level issues have been explored and hopefully resolved, at least on a tentative basis.

Implementation Issues

At least one of the parties with whom I spoke raised concerns over future uncertainties, unforeseen developments, and the question of how the details of an agreement are worked out. My experience with negotiating multi-stakeholder agreements indicates that balancing "big picture" issues with "how-to" issues can be effectively addressed using an assurances-based approach. Such an approach would identify potential contingencies and the implications of those contingencies on the parties. Attention will need to be paid to these issues where there is uncertainty and at least the perception of risk. I would work with either the full five-member board or a subcommittee of its members, that may or may not include staff. This approach would identify the implementation issues that need to be discussed and to what degree should these issues be factored into a formal agreement, either within the JPA or as a separate set of contingencies. This approach would allow for unanimity on the broader JPA while addressing issues that relate to uncertain or unknowable details in a related or separate document that could evolve over time. It may be that the need emerges for some sort of future dispute resolution language either in an implementation agreement or in the JPA itself, in much the same way as the Settlement Agreement provides for a dispute resolution process.

Some of these implementation issues include:

- The nature, extent and detail of "assurances" or a "no surprises" clause?
- Who staffs the new organization?
- What other documents need to be revised or referenced with regard to the new organization?



- How does the new organization interact with SWRCB, NMFS, USBR and others with respect to representation, contracts, lobbying efforts, etc.?
- How does the new organization impact existing permits and plans?
- Others?

Next Steps and Concluding Remarks

It appears from my interviews and background review that each of the four issue areas will consume a separate meeting of the joint boards of the CCRB and COMB. My recommendation would be to address the structural issues at the upcoming Board meeting and at that time agree upon a meeting schedule for future meetings. In general, I would recommend that the meetings be scheduled approximately one month apart to allow for the appropriate level of preparation by all concerned. As noted earlier, between meeting subcommittee meetings could also be scheduled to address "Housekeeping" matters and assist all parties in being in the best position to resolve outstanding issues as they are discussed within each of the meetings. If this approach is agreeable to the group as a whole, I will make myself available to attend each of the scheduled meetings and provide a supplemental scope of work and cost estimate to accommodate the needs of the process and the participants.

Please feel free to call me with any questions that arise from this memo. I will follow up this memo with an agenda, ground rules and goals to guide the meeting on April 27th.



John C. Jostes, AICP, MPA
Principal Facilitator

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