

T-S IRWM Authority By-Laws

The Tuolumne and Stanislaus watersheds, traversing eastern Stanislaus County into Tuolumne and Calaveras Counties, contain an extraordinary regional geographic diversity. Water has been and continues to be an undeniable force that shapes the economic, ecological and cultural face of the area. Growing demand and changing conditions require the region to aggressively plan for its water future. This has led a host of stakeholders to come together to initiate an Integrated Regional Water Management (IRWM) process and complete an IRWM Plan.

The goal of the completed IRWM Plan is to promote and practice integrated regional water management to ensure sustainable water uses, reliable water supplies, better water quality, environmental stewardship, efficient urban development, protection of agriculture, and a sustainable economy. Implementation of the IRWM Plan will promote collaboration throughout project implementation such that quantifiable ecosystem restoration and improved water supply and water quality benefits will occur in an integrated, cost and time efficient manner. The Plan will integrate activities, which will increase environmental education and stewardship, reduce conflicts and litigation potential, and through interregional cooperation, increase understanding and participation in export water proposals as they relate to beneficial uses in the area of origin.

The approximately 2,700 square miles of the T-S Region span the entire western slope of the Sierra Nevada, encompassing the Upper Tuolumne River, Upper Stanislaus River, and Upper Rock Creek-French Camp Slough watersheds. The Region includes all of Tuolumne County, the southern portion of Calaveras County, and southwestern Alpine County.

Section 1: Organization

- A. Principal Office and Mailing Address:
The principal office for the T-S IRWMA is 77 N. Washington St. Sonora, CA 95370 and the mailing address for the Authority is P.O. Box 4394 Sonora, CA 95370.
- B. Meeting Location:
The T-S IRWMA will hold its Board of Directors (Board) and Watershed Advisory Committee (WAC) meetings at the Tuolumne Utilities District Board Room, 18885 Nugget Blvd. Sonora, CA 95370, unless otherwise noticed. Additional subcommittee meeting locations will be determined by the Board or WAC when the meeting dates and times are set.
- C. Change of Address/Location:
The Board is hereby granted full power and authority to change the principal office, mailing address, and meeting locations of the T-S IRWMA.
- D. Meeting Date and Time:
The T-S IRWMA will hold its Board meetings quarterly from 1:00pm - 4:00pm on the third Wednesday of the first month of each quarter. The WAC will hold its meetings on the third Wednesday of each month from 9:00am - 12:00pm.
- E. Change of Meeting Date/Time:
The Board is hereby granted full power and authority to change the meeting dates and times of the Board of Directors or its committees including the WAC, but also authorizes the WAC to change meeting dates and times, as needed.
- F. Meeting Agendas:
In compliance with the Brown Act, the T-S IRWMA meeting agendas will be posted 72 hours in advance of each meeting at the physical location of the meeting, emailed to the T-S IRWMA

mailing list, and posted on the T-S IRWMA website. Meeting agendas will be organized by T-S IRWMA Staff.

G. Rules of Order:

All regular Board meetings shall be conducted according to Roberts' Revised Rules of Order and the Brown Act. The Chair and Facilitator use discretion when applying the rules. Meetings with extensive public participation and debate may require a stricter application of the rules than informal meetings.

Section 2: Directors

A. Number of Directors:

Each member entity of the T-S IRWMA will provide one representative, primary Director, to make up the governing body of the Authority known as the Board of Directors. Additionally, each member entity will appoint at least one alternate to the Board whose role shall be to assume the duties of the Director appointed by his/her member entity in case of the absence or unavailability of the primary Director.

B. Designation and Qualification of Directors:

Member entities shall select and designate in writing a primary Director and alternate by the governing body of the respective party from among the elected officials of that party's governing body, where applicable. Alternate Directors shall be a director, officer or employee of their respective member entity, but need not be an elected member of that party's respective governing body.

C. Terms of Office:

The term for each Director and alternate shall be determined by the member entity which they represent.

D. Vacancies of the Board:

A vacancy or vacancies occur pursuant to these *By-Laws* on the occurrence of any of the following;

1. The death or resignation of any Director,
2. The Director no longer meets the qualification {section 2 {B}},
3. The Director ceases to discharge the duties of the office for the period of three consecutive regular meetings per year, except when prevented by sickness,
4. Failure to complete and submit the required financial interest disclosure forms to the County Clerk's office by the specified due date,
5. Failure to maintain Ethics Training Certification.

E. Resignations of Directors:

Any Director or alternate may resign, at any given time from the Board, by giving written notice to the T-S IRWMA Board of Directors and their respective member entity. Any such resignation shall be effective upon receipt or upon any date specified therein. The acceptance of such resignation shall not be necessary to make it effective.

F. Filling of Board Vacancies:

Within 90 days of a Board vacancy, the member entity of the vacant Director or alternate shall appoint a qualified replacement to fill the vacancy.

G. Attendance/Voting at Meetings:

Directors and alternates of the Board shall be required to attend and actively participate in all Board meetings. Directors and alternates shall notify the Administrator and/or Facilitator of anticipated absences from Board meetings prior to the meeting.

No legislative body shall take action by secret ballot, whether preliminary or final, pursuant to the Brown Act. No Director shall vote on any issue, motion, or resolution which directly or indirectly inures to his or her benefit financially, except that such Director may be counted in order to qualify a quorum. It is recommended that a Director with a conflict leave the board room during motion discussion and voting.

H. Dismissal of a Director:

A Director or alternate may be dismissed from the Board for any of the following reasons;

1. If a director is clearly and consistently in conflict with the duties/roles defined in these *By-Laws* the Director or alternate will be removed from the Board by a majority vote or given the opportunity to resign.
2. Three unexcused absences from regular Board meetings in one calendar year.
3. Failure to complete and/or comply with Ethics training as required by California Government Code.

I. Compensation of Directors:

Directors and alternates receive no compensation for their services. However, they shall be entitled to receive such reasonable reimbursement of expenses as may be determined by the Board. No director may hold any position for which he/she would receive compensation as a salaried officer or employee of the T-S IRWMA.

J. Inspection Rights of Directors:

Directors, alternates, and WAC members shall have the right, upon reasonable notice, to inspect and copy all books, records and documents of every kind and to inspect the physical properties of the T-S IRWMA by appointment with the Administrator.

K. Board Training/Responsibilities

Each Director and alternate shall, upon appointment, receive a packet {digital, unless a hard copy is requested) of information to include the T-S IRWMA Joint Powers Authority Agreement, By-laws, WAC Charter, T-S IRWM Plan {digital), Brown Act regulations, and other pertinent tools necessary to successfully carry out their duties as a Director. Each Director and alternate shall familiarize themselves with the contents of such documents in order to perform their jobs in a responsible manner and such information shall be updated from time -to-time as necessary.

L. Director Roles and Responsibilities:

Each Director and alternate is appointed to serve on a multi-member board. Each Director and alternate shall have the following minimum responsibilities;

1. Attend regular board meetings,
2. Listen to, discuss, and vote on board motions to make decisions and take actions,
3. Assume duties and carry out tasks assigned by the chair, including duties associated with membership in committees,
4. Assist other board members as required,
5. Read the T-S IRWM Plan,
6. Be familiar with all T-S IRWMA programs,
7. Confer with own agency's WAC representative to stay apprised of WAC issues,
8. Be prepared to serve in one of the Board officer positions.

M. Conflict of Interest/Brown Act:

No Director, alternate, or other officer of the T-S IRWMA may hold any interest, directly or indirectly, in the sale of equipment, materials, or services to the Authority. If a Director or alternate finds that he/she is in a position of interest as stated above, he/she must abstain from all discussion and decisions on the subject of interest. Directors, alternates, and committee members must comply with the California Ralph M. Brown Act. The Board of Directors shall adopt and comply with a Conflict of Interest Policy regarding activities of the T-S IRWMA.

N. Ethics:

All Directors and alternates are required to complete Ethics Training as required by California Government Code, and to comply with all adopted T-S IRWMA Ethics and Conflict of Interest policies.

Section 3: Officers

A. Number and Titles:

Officers of the Board shall consist of a Chair, Vice Chair, and Secretary/Treasurer who each must be primary Directors. Other officers, their titles and duties, shall be determined as deemed advisable by the Board.

1. Chair: The Chair shall preside at meetings of the Board of Directors according to Roberts' Revised Rules of Order, and shall work with staff who serves the Board to submit such agendas, recommendations, and information at such meetings that are reasonable and for the conduct of business affairs and policies of the Board. The Chair is authorized to sign documents in the ordinary course of business.
2. Vice Chair: The Vice Chair shall perform the duties of the Chair in the absence of the Chair, and may assume other duties of the Chair if asked to do so by the Chair.
3. Secretary/Treasurer: is responsible for implementing all Board adopted financial policies, is authorized to sign documents in the ordinary course of business, and shall generally provide oversight for all financial responsibilities of the T-S IRWMA.

B. Appointment of Officers:

The officers shall be elected annually at the first quarterly Board meeting of each calendar year, or as soon thereafter as practicable, and shall each hold office for a term of one {1} year or until their successors are elected and qualified from the unelected Directors by appointment of the Board. An officer may serve successive terms of office.

C. Removal of Officers:

Any officer may resign upon written notice to the Board. Such resignation note shall contain an effective date or a condition precedent. Should the office of either Chair or Vice Chair become vacant, the Board shall elect a successor from among its unelected primary Directors at the next regular or special meeting, and the office shall be held for the unexpired term of office.

Sections 1 - 3: Adopted November 19, 2014 by the Board of Directors of the T-S IRWMA

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Section 4: Financial Provisions

A. Annual Budget:

The Board of Directors shall review and approve a budget prior to the end of the fiscal year. The fiscal year of the T-S IRWMA is July 1st through June 30th.

B. Authority Accounts:

Authority monies shall, by Board action, be kept either with the County of Tuolumne and/or an approved local banking institution. The location of Authority monies will be referred to as the Treasury.

C. Chart of Accounts

Income Accounts:

- Interest Income
- T-S IRWMA Administration T-
- S IRWMA Membership
- Grants

Expense Accounts:

- Administrative Services
- Contingency
- Travel
- Software Maintenance/Website
- Insurance
- Audit and Accounting
- Misc./Office
- Expenses Postage
- Professional Services
- Outside Attorney
- Expendable Equipment
- Grants

The above chart of accounts can be edited by the T-S IRWMA Administrator or Treasurer, when necessary, to best fit the needs of the Authority. Each account will be assigned a corresponding account number.

D. Cash Receipts and Deposit Policies

All income received by the Authority will be promptly deposited into the Treasury of the Authority by either the Administrator or Treasurer. All deposits will be detailed on a Deposit Permit Form and will include:

1. Account Number (Account to be Credited)
2. Amount
3. Date
4. Description
5. Signature Authorizing Deposit

E. Purchasing Authorization, Disbursements and Check Authorizations

All purchasing authorizations will be made by the Board of Directors. The Board has authorized at the May 21, 2014 Board Meeting to grant the Administrator the authority to authorize

purchases under five hundred dollars that either fall within the current budget or have been approved at a T-S IRWMA Board Meeting. All purchases over five hundred dollars must include two signatures, Claim Forms can be signed by the Administrator, Treasurer, or Board Chair. The Board of Directors can edit the purchasing authorizations when necessary to best fit the needs of the authority.

Purchases, disbursements, and checks will be detailed on a Claim Form and will include:

1. Claimant
2. Due Date
3. Description
4. Account Number
5. Amount
6. Signature(s) Authorizing Claim

F. Financial Records

The Administrator and/or Treasurer of the Authority will maintain accurate and up to date financial records. Financial records will be housed at the Authority office and made available to all members and the public upon request. The Authority's financial records will be organized by the Chart of Accounts for each Fiscal Year. Records for each transaction will include:

1. Deposit or Claim Form
2. Copy of Invoice, Statement or Receipt
3. Copy of Checks Deposited or Check Stub

The Administrator and/or Treasurer will maintain a spreadsheet recording the transactions of the Authority. Additionally, at each Board of Directors meeting, a written report will be provided to the Board detailing the balance of the Treasury and the transactions recorded since the last report.

G. Expenses Reimbursement Policies

Members of the Authority may request to have expenses reimbursed by the Board of Directors. Prior authorization of expenses to be reimbursed is required. Members must provide the following to the Administrator or Treasurer two weeks prior to the Board Meeting in order to be considered for reimbursement:

1. Description of the Expense
2. Receipts and/or Statements
3. Date
4. Amount

H. Contracts

The Board of Directors of the Authority may choose to enter into an agreement with a Consultant in order to acquire Administrative Services, those services can include the position of Administrator.

The Board of Directors of the Authority may choose to enter into agreements with Authority members to provide services which are related to the mission of the Authority. Contracts for Services will be administered by the Administrator and/or Treasurer and all transactions related to those contracts will be recorded in the Authority's financial records. Additional accounts may be added to the Chart of Accounts to better organize Contract Services.

Contracts and subcontracts of the Authority, once accepted, can be signed by either the Board Chair or Treasurer.

I. Audit and Financial Record Policy

The Treasurer and/or the Administrator of the Authority will coordinate and execute a contract for an audit of the Authority's financial records annually. The Authority will permanently store and maintain its financial records and audit reports. Audit reports will be made available to members and the public upon request.

J. Grant Contracts and Subcontracts

The Board of Directors of the Authority may choose to enter into grant contracts for either its own projects or projects of its members. Grant contracts will be reviewed by the Administrator, Treasurer and/or Board Chair prior to signing. Additionally, the Board of Directors may deem it necessary to have grant contracts reviewed by legal counsel prior to signing.

All grant contracts will be given separate income and expense account numbers in the Chart of Accounts. In addition, to recording all transactions in the Authority's financial records, the Administrator and/or the Treasurer will maintain a separate record of all grant expenses and reimbursements from the granting entity. The separate record will include a copy of all receipts, invoices, statements, and deposits, as well as any additional information that is required in the grant contract. Grant contract records will be permanently maintained and will be open to inspection by members and the public upon request.

The Board of Directors of the Authority may choose to enter into subcontracts for grant projects. All subcontracts will be given separate income and expense account numbers in the Chart of Accounts. Where applicable, a separate record of all income and expenses for subcontracts will be created and maintained. Subcontracts entered into by the Authority will include a section detailing the methods of invoicing and payment to be used by the parties of the contract. All records of subcontracts will be permanently maintained and will be open to inspection by members and the public upon request.

Section 4: Adopted April 15, 2015 by the Board of Directors of the T-S IRWMA

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Section 5: Conflict of Interest Policy

A. Conflict of Interest Code

The Political Reform Act, Government Code Section 81000 et seq., requires state and local government agencies to adopt and promulgate Conflict of Interest Codes. The Fair Political Practices Commission has adopted a regulation, 2 Cal. Code of Regs., Section 18730, which contains the terms of a standard Conflict of Interest Code, which can be incorporated by reference and which may be amended by the Fair Political Practices Commission to conform to amendments of the Political Reform Act after public notice hearings. Therefore, the terms of 2 Cal. Code of Regs., Section 18730 and any amendments to it duly adopted by the Fair Political Practices Commission, along with Section 5 of the T-S IRWMA By-Laws, in which officials and contractors are designated and disclosure responsibilities are set forth, are hereby incorporated by reference and constitute the Conflict of Interest Code of the Tuolumne-Stanislaus Integrated Regional Water Management Authority (T-S IRWMA).

B. Designations

The positions of Board Member, Alternate Board Member and Administrator have been designated as those positions subject to any provisions of the Conflict of Interest Code in that those positions are the only positions having substantial responsibility relative to the T-S IRWMA decision-making process or policy.

C. Filing Office

Designated positions shall file their Statements of Economic Interests (Form 700) with the T-S IRWMA which shall make the statements available for public inspection and reproductions (Gov. Code 81008).

D. Disclosure Responsibility

The designated positions shall disclose, in their Statements of Economic Interests, all interests in real property in the State of California, as well as investments, business positions and sources of income, including gifts, loans and travel payments.

E. Staff of the IRWMA will annually notice Board Members and Alternate Board Members of their responsibility to complete and submit to the IRWMA office the Statement of Economic Interest (Form 700). Staff of the IRWMA has no responsibility to facilitate submission of Form 700 on behalf of Board or Alternate Board Members.

Section 5: Adopted April 15, 2015 by the Board of Directors of the T-S IRWMA

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Section 6: Membership in Good Standing

The Tuolumne-Stanislaus Integrated Regional Water Management Authority's Membership in Good Standing Guidelines are established to determine the eligibility of member entities for participation in Authority programs and agreements.

A. Membership in Good Standing for Board of Directors

In order for a member entity of the Tuolumne-Stanislaus Integrated Regional Water Management Authority (T-S IRWMA) Board of Directors (Board) to be considered a member in good standing they must comply with the following conditions:

1. Each member entity of the T-S IRWMA will designate in writing a primary board member from among the elected officials of that party's governing body, where applicable.
2. Each member entity will designate in writing an alternate director, alternate directors can be an officer or employee of their respective member entity, but need not be an elected member of that party's respective governing body.
3. Member entities of the T-S IRWMA JPA are required to attend and actively participate in three of the last four Board meetings.
4. Directors and alternates shall notify the Administrator and/or Facilitator of anticipated absences from Board meetings prior to the meeting.
5. Directors and alternates are required to complete and file a Statement of Economic Interest (Form 700) annually, as well as when they are assuming and leaving office.
6. Directors and alternates are required to complete, submit, and keep current a certificate of Ethics Training. Proof of training is required within 60 days of appointment. Ethics training course is available online. <http://localethics.fppc.ca.gov/login.aspx>
7. Member entities of the T-S IRWMA will submit payment of financial contributions within 60 days of receipt of invoice.

Board members and alternates are expected to be fully briefed prior to each meeting.

Directors and alternates cannot take action on behalf of the entity that they represent unless they are in good standing.

B. Membership in Good Standing for Watershed Advisory Committee Members

In order for a Watershed Advisory Committee (WAC) member to be considered a member in good standing they must comply with the following conditions:

1. Complete membership form designating a member and alternate.
2. Formally commit to uphold the guidelines of the charter and accept the T-S IRWM Plan.
3. Attend at least 50% of the previous four WAC meetings or send an alternate.
4. Submit payment of financial contributions, when applicable, within 60 days of receipt of invoice.

Member organizations not in compliance with the above conditions will be sent a “Not in Good Standing Notice.” Organizations “Not in Good Standing: will not be eligible to vote, will not be counted towards the quorum of the WAC, and will not be consulted in their absence before decisions are finalized. If within three months of receiving a “Not in Good Standing Notice, “ no corrective actions have been taken, the organization will be moved to the Inactive List. Organizations on the Inactive List will continue to receive meeting notices, but will not be listed as a member. In order to be considered a Member in Good Standing again, organizations will need to update their membership form, attend at least 50% of the previous four WAC meetings, and submit payment of their financial contribution.

Members and alternates are required to complete and submit proof of either Brown Act or Ethics Training within 60 days of appointment. An ethics training course is available online at: <http://localethics.fppc.ca.gov/login.aspx>

Members and alternates of the WAC may not take action on behalf of the entity they represent unless they are in good standing.

Members and alternates are expected to be fully briefed prior to each meeting and must be able to work without causing the group to revisit items previously considered.

C. Eligibility for Funding

Entities of the T-S IRWMA Board of Directors and Watershed Advisory Committee must be a member in good standing in order to be eligible to receive grant funding for their projects through the T-S IRWMA.

Members of the T-S IRWMA Board and WAC who are currently receiving grant funding or are monitoring the completion of their project must maintain membership in good standing in order to continue to receive funds.

If a member who is receiving grant funding is not in good standing with the T-S IRWMA the Board of Directors can withhold reimbursements until the member becomes compliant with Section 6 of the T-S IRMWA By-Laws.

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Section 7: Grant Proposal and Administration

The Tuolumne-Stanislaus Integrated Regional Water Management Authority's Grant Proposal and Administration Policy is established to guide the process of creating grant proposals on behalf of the Authority and for the administration of grant contracts.

A. Project Submittal Process

In order for a project to be considered for inclusion in a grant proposal opportunity it must be accepted into the T-S IRWM Plan. The process for inclusion in the plan is as follows:

- i. Interested project proponents must COMPLETE the T-S IRWM project submission form. Project submission forms that are incomplete may be dropped from consideration, project proponents will be notified if this occurs.
- ii. Proposed projects will then be scored and ranking based on the review of the Project Scoring Committee.
- iii. The proposed projects scores will be presented to the Watershed Advisory Committee (WAC) for recommendations and then submitted to the Authority Board of Directors for inclusion in the T-S IRWM Plan.

Note: Projects that are submitted for inclusion in the plan are not a part of the T-S IRWM Plan or grant proposal until they have been accepted by the Board of Directors.

Project may be submitted for consideration during the annual Call for Projects or during a special Call for Projects. The dates and deadlines of each Call for Projects will be set by the WAC.

B. Grant Proposal Process

The grant proposal process is as follows:

- a. When a funding opportunity becomes available the process of developing the proposal for that opportunity starts at the WAC.
- b. The WAC will discuss the criteria related to each opportunity and determine the timeline for reviewing projects for inclusion in a proposal.
- c. If there is sufficient time the WAC may decide to do a special Call for Projects for inclusion in the T-S IRWM Plan.
- d. After the timeline is established the WAC will ask for project proponents to present their project(s) for inclusion in the proposal.
- e. The WAC will then review the proposed projects against the funding opportunity criteria and develop a recommendation to be presented to the Board of Directors.
- f. The recommendation for the Board to review will include the following:
 - i. Projects to be included in the proposal,
 - ii. Proposed budget for the proposal,
 - iii. Timeline for proposal creation.
 - iv. Definition of a significant change. {For the projects within a proposal}
- g. The Board of Directors will review the WAC recommendation and determine the final proposal makeup, timeline, and definition of a significant change for the projects within the proposal

- h. The Board will then pass a resolution authorizing the proposal and approve contracts between the Authority and each project proponent outlining their participation in the grant proposal.
- i. Before any work begins on a project to be included in the grant proposal a signed copy of the contract must be submitted to the Authority.

In order to be equitable to each project proponent within a proposal the timelines set forth by the Board will be strictly enforced. If a project proponent is unable to meet the deadlines within the contract the project may be dropped from the proposal.

Once a proposal has been approved by the Board projects must fundamentally remain the same, any significant changes may result in the project being dropped from the proposal. The definition of a significant change will be approved by the Board upon the authorization of the grant proposal.

Project proponents must follow instructions and provide the necessary information within the templates provided by the Administrator, failure to do so may result in the project being dropped from the proposal.

Project proponents are permitted to contact the media regarding their projects, but are prohibited from commenting on the projects of other members.

C. Grant Administration

Once a proposal has been approved for funding by the granting agency or organization project proponents must work with the Administrator to provide the necessary information to complete the Grant Agreement. This process will be included in the grant proposal contract between the Authority and project proponents. Information to be provided by project proponents includes, but is not limited to:

- i. Detailed Scope of Work for each project,
- ii. Detailed Budget and Schedule for each project,
- iii. Copies of project Environmental Documentation and Permits,
- iv. Copies of project proponents Audited Financial Statements.

After the Grant Agreement has been signed by the Authority the grant administration process will be outlined in a Project Sponsor Agreement which will include, but is not limited to, the following provisions for each project proponent:

- b. To cooperate with the Authority as reasonably required to carry out the purposes of the Grant Agreement.
- c. To complete all applicable Federal and State Environmental Documentation (if required) and obtain and continue in effect for the duration of the Grant Agreement all required governmental licenses and permits required for completion of the Project.
- d. To implement necessary work items for the Project as described in the Scope of Work.
- e. To provide the deliverables associated with the Project as described in the Schedule.

- f. To invoice the Authority for the above referenced services in accordance with the Grant Agreement requirements.
- g. To comply with all the provisions of the Grant Agreement inclusive of all provisions and requirements set forth in the Agreement, and associated Exhibits, when administrating, implementing, constructing, operating, maintaining and monitoring their Project.
- h. To furnish a Contract Administrator who will be responsible for assuring that the duties described in the Scope of Work and Schedule are carried out.

The Project Sponsor Agreement must be signed and submitted to the Authority before any invoices will be processed for a project proponent.

Grant contracting can potentially take a substantial amount of time. Although project proponents may begin incurring costs eligible for grant reimbursement prior to the execution of the Grant Agreement, project proponents will be responsible for covering all project costs, inclusive of grant administration services, until a grant contract is executed with the granting agency or organization and invoicing can begin.

A project proponent may request a change due to a change in circumstance, or if the granting agency requests, to fundamentally change or update their project during the grant contracting process. Proposed changes must be reviewed by the WAC prior to being submitted to the granting agency or organization. If the WAC determines that the change is significant it may recommend a review by the Board of Directors. This process may result in the need for special meetings of the WAC and Board of Directors.

Once a Grant Agreement is being implemented fundamental changes to a project within the Agreement must be review by the WAC prior to a request for an Amendment. If the WAC determines that the change is significant it may recommend a review by the Board of Directors. This process may result in the need for special meetings of the WAC and Board of Directors.

The cost for holding special meetings of the WAC and Board in order to review proposed changes to projects during either the contracting process or Grant Agreement implementation may be invoiced to the project proponents requesting the changes if they cannot be invoiced to the Grant Agreement.

Section 7: Adopted October 21, 2015 by the Board of Directors of the T-S IRWMA