

## MEMORANDUM

From: Susan Sullivan, Executive Director  
To: Mike Gerel - NBEP Program Director  
Joyce Novak - PEP Program Director  
Cc: Dr. Richard Friesner, NEIWPCC  
Date: February 18, 2020

RE: **Revisions to Guiding Principles Documents**

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### **Background**

Both the Narragansett Bay Estuary Program (NBEP) and Peconic Estuary Partnership (PEP) are currently establishing or revising Guiding Principles to define each estuary program's organizational structure, governance procedures, and partner roles and responsibilities. Guiding Principles are valuable and aid in each organization's success. NEIWPCC supports the development and implementation of these principles through involvement in the development process and support to NEIWPCC-estuary program staff. We understand that the development and finalization of these documents can be challenging and appreciate the work done thus far.

NEIWPCC's policies, procedures, processes, and established best practices have been developed over our 70+ years of existence. These frameworks ensure that NEIWPCC operates within federal and state requirements and regulations while meeting our mission *to advance clean water in the Northeast through collaboration with, and service to, our member states*. NEIWPCC project officers interact with each of you and your programs to adhere to these policies and support each of your program missions, which dovetail with the NEIWPCC mission.

### **NEIWPCC Framework Application**

Recognizing that each estuary program is structured differently, the Guiding Principles will necessarily be different. However, as each organization operates with NEIWPCC as its host, it is appropriate that the host duties and responsibilities within each set of Guiding Principles be congruent, if not use the same language.

To support each program's management conference in finalizing the Guiding Principles it is expected each estuary program will incorporate the following points:

- Each estuary program is not itself a legal entity, and therefore NEIWPCC cannot have a standalone agreement with the program itself. As a host, NEIWPCC maintains appropriate agreements for space and staffing with other organizations. Further, NEIWPCC and EPA agree to a set of terms and conditions each time funds are awarded via the annual assistance agreement. The guiding principles should refer and defer to these agreements between host entities and the EPA, even if a specific host entity is not mentioned by name.
- NEIWPCC and our affiliates are bound by public meeting requirements and best practices. Meetings of the estuary program should be open to the public unless an appropriately agreed to closed session is needed as part of a regular meeting. It is good practice to allow for public

comments at each of your regular meetings. These practices should be formalized in your guiding principles; we can (or have already) worked with you to develop appropriate procedures to manage this process.

- It is appropriate to review and evaluate the performance of the host organization on a regular schedule to ensure it meets program needs. NEIWPCC is, and will continue to be, an active and willing participant in that process. However, regular host turnover is irresponsible, detrimental to the estuary program, and unfair to estuary program staff, who face changes in compensation, benefits, and office locations with host changes. Traditionally, these agreements are in place for a 10-year period, suitable timing for evaluation of a host entity. The guiding principles should allow adequate time between host evaluations for the host and management conferences to adapt and ensure that the relationship meets the estuary programs' needs.
- Estuary program committees cannot negotiate or approve contractual agreements to which NEIWPCC will be liable. It is appropriate for committees to be involved in programmatic direction of these agreements, including project type, scale, location, and expected environmental outputs/outcomes. NEIWPCC's RFP and contractor selection processes allows for involvement from partners while safeguarding organizations from risk and conflicts of interest and adhering to state and federal procurement requirements.
- NEIWPCC employs estuary program directors and staff. The estuary program's governing committees are not responsible for staff salary, benefits, reimbursements, insurance or other employment responsibilities. We will continue to partner closely with management conference members in the selection and evaluation processes with NEIWPCC staff at the estuary program. However, NEIWPCC cannot allow participation as an "equal partner" with other organizations in the selection, hiring, or termination of NEIWPCC employees. Ultimate hiring and termination decisions are exclusive to NEIWPCC.
- It is a standard practice and policy that NEIWPCC does not release individual salary and compensation information for staff. As a result, we cannot disclose specific compensation information with estuary program partners or committees or allow committee members to approve or disapprove compensation packages. Further, salary administration procedures are instituted through the NEIWPCC organization and follow all federal and state regulations. An estuary program committee cannot approve or disapprove of a salary change and cannot receive specific information.
- As a host to the estuary program, NEIWPCC is responsible for the compliance and completion of tasks, in accordance with the terms and conditions of each EPA assistance agreement. As a result, NEIWPCC project management staff are included in the salary, fringe, and travel budget lines. NEIWPCC utilizes these staff positions to meet the oversight responsibilities required in the EPA assistance agreement and they are nonnegotiable.
- It is expected, as has been past practice that the NEIWPCC estuary program project manager will work collaboratively with you and your staff to develop workplans and budgets that NEIWPCC will ultimately submit to the EPA on the estuary program's behalf as the host organization. These budgets and workplans are developed cooperatively by the NEIWPCC-

estuary program staff, estuary program committees, and EPA. While the estuary program committees have decision making responsibilities to determine workplan and budget information, including the final approval of the workplan and budget, they are not able to determine or dictate the resources necessary for NEIWPCC to ensure the estuary program is carrying out its workplan tasks and following federal and state requirements as outlined in various agreements. These are NEIWPCC responsibilities, are taken seriously, and require resources to be executed effectively. These resources include both direct and indirect charges.

- NEIWPCC constantly strives to run our operations efficiently and effectively to produce the best and greatest environmental outcomes. To that end, we expect to work collaboratively with NEIWPCC-estuary program staff and estuary program committees to develop budgets and workplans. This collaborative development of budgets is key to the estuary program partner relationships.
- It is a challenge for some estuary program partner representatives to sign official documents such as Guiding Principles on behalf of their respective organizations. As a result, NEIWPCC recommends that a governing committee certificate be included at the end of the document to support ratification. That certificate could look like this:

#### NAME COMMITTEE CERTIFICATE

The foregoing GUIDING PRINCIPLES were duly adopted by the NAME Committee at the meeting held on \_\_\_\_\_.

#### **EPA Guidance**

EPA from time-to-time produces guidance documents. These documents are appropriately titled as “guidance” and provide an understanding and insight into how the business of the estuary program can be conducted. However, these documents are not regulations and should not be referenced as such. They should be reviewed and taken into account in the regular operation of the estuary program as one of several guides. Estuary programs have the autonomy to adapt EPA guidance as appropriate to fit the needs of the respective management conference and other partners.

#### **Summary**

In conclusion, this memorandum is presented with the intent of explaining several common changes NEIWPCC expects to see in the draft Guiding Principles documents and hopes to allow for congruent language between the two Guiding Principles documents as it relates to the role of NEIWPCC as a host organization. Specific line edits will be provided to you for the draft documents currently under review and you should connect with your NEIWPCC project officer for further discussion and questions.