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TRUCKEE MEADOWS WATER AUTHORITY

TRUCKEE RIVER FUND ADVISORY COMMITTEE

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9:00 A.M., THURSDAY, DECEMBER 9, 2004

1155 CORPORATE BOULEVARD

RENO, NEVADA

Reported by: RANDI LEE WALKER, CSR #137, RPR, CP

**Computer-Aided Transcription**

ACCURATE REPORTING, 120 BURKS BLVD., 775-746-4188

1 THURSDAY, DECEMBER 9, 2004, 9:00 A.M.

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5 MS. WILLIAMS: We're going to kick this  
6 off. First of all, I am Lori Williams, and I'm the  
7 General Manager. I have the privilege of being the  
8 General Manager of the Truckee Meadows Water  
9 Authority, and I'm delighted to have you all here and  
10 all of you interested in participating in working with  
11 us on the Truckee River Fund.

12 A little bit of history, and a couple of  
13 introductions. First of all, back at Sierra Pacific,  
14 and I actually had the pleasure of working with Janet  
15 Carson at Sierra Pacific, we had a little more freedom  
16 as far as projects and where money went and things  
17 like that. And now that we have become a public  
18 agency, there hasn't been as much opportunity for us  
19 to really meet some of the needs that we used to meet  
20 on the Truckee River.

21 And some of our board members, in  
22 particular Dave Aiazzi, thought that there might be an  
23 opportunity, since the river is the backbone of the  
24 Truckee Meadows Water Authority, it's where 85 percent

1 of our water comes from on an annual basis, and we  
2 really have to be the stewards of the Truckee River,  
3 everything that touches the Truckee River has a  
4 potential to impact us.

5 So the Board, last spring, looked at the  
6 idea of setting aside some funds to basically look at  
7 projects on the river that could enhance the water  
8 quality in the river and protect the watershed in the  
9 Truckee River basin, and thereby having a positive  
10 impact for TMWA and for TMWA's customers.

11 So that's a little background. They set  
12 aside last year in the annual budget about \$340,000;  
13 they have worked through some issues related to what  
14 the agreement, where the funds might be; they have  
15 looked at options for setting up the fund, and came up  
16 with the conclusion that the best way right now, and  
17 the most expeditious way, would be to set up the fund  
18 through the Community Foundation, who already has an  
19 umbrella to do these things.

20 There would be opportunities to bring in  
21 other funds into that, that could also be used for  
22 Truckee River projects; and they have asked all of you  
23 wonderful people to help us decide how to prioritize,  
24 spend that money; and that's really what this kick-off

1 meeting is about today.

2           So in my mind, it's this committee, this  
3 advisory group, that is going to be recommending to  
4 the Board how we would spend that money.

5           Now the anticipation is that each year in  
6 the next couple years that that fund would be  
7 incremented up as we get our feet on the floor, and  
8 you guys figure out some real projects that we want to  
9 participate in that the Board has kind of, at least,  
10 blessed the concept that that fund would be increased  
11 over the next couple of years.

12           We have assigned Ron Penrose, and many of  
13 you have worked with Ron, as our Staff Facilitator, if  
14 you will. It's not really the intention of TMWA that  
15 we would intervene in your work, but we want to make  
16 sure that we provide you whatever staff support we  
17 can.

18           Ron, behind him, has the whole TMWA  
19 organization. So if there is information that needs  
20 to go out, TMWA can do all that kind of work for you,  
21 if there is information that needs copied, all of  
22 those kind of things. So we're kind of just here to  
23 serve you as advisers, and then your role is to  
24 recommend to our Board things that would be funded

1 with this money.

2 Sylvia Harrison is the other person I would  
3 like to introduce. Sylvia is our general counsel at  
4 TMWA. She's been involved in the development of this  
5 concept, and she's also been involved in some concerns  
6 that were raised by the County Commissioners that TMWA  
7 is forming a charitable foundation, and what that  
8 might mean, and whether that is within the purview of  
9 the TMWA Board. So I will leave it to her to discuss  
10 that.

11 And you don't want to sit here and listen  
12 to me babble. So with that, I want to thank you for  
13 being here.

14 I will probably have to step out after the  
15 meeting starts getting underway, and I will leave it  
16 to Ron's capable hands here.

17 Ron has done projects up and down the  
18 river, the State River Map, the Glendale Leer Project,  
19 projects associated with the watershed, so he's a  
20 river guy just like many of you are, so he will be a  
21 great hand at this.

22 Any questions for me? Well, thanks again;  
23 and thanks, Dave; and thanks to the UNR folks in the  
24 back who actually have their first idea for a proposal

1 on the table. Anyway, they are here, and I welcome  
2 them to participate in this process too. Thanks.

3 MR. RON PENROSE: Thanks, Lori. We've  
4 provided you with a copy of the agenda. The first  
5 item on there is the approval of the agenda, so I  
6 guess we will throw that out there to the committee.  
7 Does anybody have any comments about the agenda or  
8 any recommended changes or items they wanted to  
9 discuss at this first kick-off meeting?

10 MS. SUSAN LYNN: If I might suggest that  
11 the selection of the chairman be put towards the end  
12 of the meeting after we've all had a chance to get  
13 acquainted?

14 MS. SYLVIA HARRISON: That's fine.

15 MR. PENROSE: I think that's a good  
16 comment. Any other comments?

17 MR. MICHAEL CAMERON: On Item 7, you have  
18 as the second part there, discussion concerning  
19 activities of Committee pending outcome of the  
20 opinion. I think 7 and 8 kind of blend together a  
21 little bit, and I think it would be really helpful for  
22 us to have a discussion on the agreement and what the  
23 parameters of the group are, so we can understand a  
24 little bit. I'm not asking for a change in the

1 agenda, necessarily, but just that I think the  
2 discussion on 7 will be aided by the presentation in  
3 8.

4 MR. PENROSE: Okay. Sylvia will get into  
5 that.

6 MS. LORI WILLIAMS: The other thing I'd  
7 like to point out is we do have a Court Reporter here.  
8 When we have formed some other committees there have  
9 been questions, concerns, so it's kind of up to this  
10 group to decide whether or not you would like a Court  
11 Reporter taking minutes, or whether you would like  
12 some other form of minutes. So that's open for  
13 discussion.

14 This is the absolute most accurate minutes  
15 we're going to get, so we have started on that front,  
16 and the group is perfectly welcome to decide.

17 The advantage of the Court Reporter, I will  
18 point out, is that we have a complete record, and if  
19 the Board members or the public would like to look at  
20 the complete record, then it's obviously available for  
21 them. Thank you, Randi, for joining us.

22 MR. RON PENROSE: Approval of the minutes,  
23 of course there aren't any.

24 MS. SYLVIA HARRISON: We actually have an

1 action item on the approval of the agenda. We're  
2 going to make you guys do motions and seconds and all  
3 of that for even small things like approval of the  
4 agenda, so if we could we have a motion and a second  
5 on the approval of the agenda, so you get practice.

6 MR. BILL BRADLEY: I would move that we  
7 approve the agenda with the concluding comments made  
8 by the committee members.

9 MS. SUSAN LYNN: Second it.

10 MS. SYLVIA HARRISON: We don't have a  
11 Chairman to decide, so I'd just ask: All in favor?

12 (They all say aye.)

13 MR. RON PENROSE: I am a novice at this  
14 too, so I will be corrected as we move.

15 Item Number 2, Approval of the Minutes.  
16 And of course we have none, since this is our first  
17 meeting.

18 So we will move onto Item Number 3, Public  
19 Comment.

20 MS. SYLVIA HARRISON: May I make a  
21 suggestion on that one? I'd request we have latitude  
22 to defer that. I know that there are members of the  
23 public here that would like to speak and make  
24 presentation about some ideas, but maybe to frame that



1 we ought to go to some of the other items about the  
2 function of the Advisory Committee and so on first, if  
3 that's okay with you.

4 That would bring us to the introduction of  
5 the Committee Members.

6 MR. RON PENROSE: Yes, let's do an  
7 introduction of the Committee Members.

8 I'll start with myself, Ron Penrose. I  
9 have been with TMWA, and also the Water Division,  
10 Sierra Pacific Power Company, for probably approaching  
11 30 years, various positions, responsibilities within  
12 the engineering and operations groups.

13 I've been involved with water treatment,  
14 river issues; so I have done quite a few things. And  
15 my goal here with working with you is to help you, if  
16 you need support, some help in certain areas, I am  
17 here to find that for you.

18 This is your committee, you're going to  
19 make the recommendations to the Board, but we'll help  
20 you with that process, so that's how I see my role in  
21 working with you.

22 MS. SYLVIA HARRISON: As Lori mentioned, I  
23 am commonly called General Counsel for the Water  
24 Authority, Sylvia Harrison.

1 I actually am a partner of the McDonald,  
2 Carano law firm, and do have some other clients, but  
3 sometimes I wonder. TMWA provides me with very very  
4 interesting things to work on, most of which don't  
5 have solutions, but this is just one of them. So I am  
6 delighted to be here.

7 We can discuss later on in the meeting  
8 whether you feel the need to have legal counsel  
9 present at your meetings. We're happy to be here. We  
10 have a number of attorneys who assist TMWA in that  
11 regard. Of course we have Bill, so you can make up  
12 your mind whether you want to have counsel present or  
13 not.

14 Generally we serve only really in the  
15 function to make sure that whatever you are embarking  
16 on is consistent with the charter, I guess the  
17 requirements of the fund agreement, and also to make  
18 sure that you don't stray too far from the  
19 requirements of the Open Meeting Law.

20 And we can reserve a discussion of the Open  
21 Meeting Law for just a minute, and go the rest of the  
22 way around the table.

23 MR. CHRIS COBB: I am Chris Cobb, and I'm  
24 an engineer with the Public Works Department, City of

1 Sparks, and been there since 2000, working with Pete  
2 Etchart and Wayne Sayal, and capital improvement  
3 projects, and I look forward to being a part of this  
4 committee.

5 MR. CRAIG GODBOUT: Good morning. Craig  
6 Godbout. I've been doing civil engineering and  
7 land-use planning work about 25 years. I've been a  
8 Truckee Meadows resident for 12 years. I have worked  
9 for several engineering firms. I work for a small one  
10 now, about to go to a very large one.

11 I'm about to graduate from the Department  
12 of Resource Economics at UNR, with a degree in  
13 Environmental Policy Analysis.

14 I am a Board Member of the Nevada Wildlife  
15 Federation.

16 And my seat becomes active in January for  
17 the Board of Supervisors in the Washoe/Storey  
18 conservation district.

19 And I'm looking forward to this. I think  
20 this is going to be an interesting and rewarding  
21 experience.

22 MR. MICHAEL CAMERON: Craig, which  
23 jurisdiction are you representing?

24 MR. CRAIG GODBOUT: Washoe -- Well, no, I

1 am actually representing the City of Sparks.

2 MR. TOM SWAN: I'm Tom Swan, and I work for  
3 the City of Sparks; I work for the sewer plant,  
4 Truckee Meadows Water Reclamation Facility, I'm a lab  
5 person.

6 I've been working with the sewer plant for  
7 25 years. And along with analyzing poop water, I am  
8 intimately also involved with the river and monitoring  
9 and modeling of the river, so I have been involved  
10 with the program for a long time.

11 My boss, Wayne Fidell, asked, was looking  
12 for volunteers to be part of this, and I thought it  
13 would be right up my alley, and I am looking very  
14 forward to working with the group.

15 MS. JANET CARSON: Are you at Sparks, also?

16 MR. TOM SWAN: Yes.

17 MS. JANET CARSON: How many seats, and from  
18 what jurisdictions are there?

19 MS. SYLVIA HARRISON: Three from each.  
20 Three from Reno, three from Sparks, three from Washoe  
21 County.

22 MR. JERRY PURDY: My name's Jerry Purdy.  
23 I'm a retired Highway Engineer with the Federal  
24 Highways. Worked out of Carson in the '60s and the

1 '80s. It's pretty obsolete, but I was involved in  
2 environmental issues, pretty much air and water when  
3 it was the Federal Highways, they passed out the  
4 different functions, and in those days the laws just  
5 came about so you could carry the laws around in your  
6 pocket, if you had enough pockets, and you were a  
7 walking environmental authority.

8 But then I ended up getting involved in a  
9 committee down in Alpine County that lasted five years  
10 fighting L.A. Water & Power down in the Owens Valley  
11 in the groundwater pumping, and got kind of involved  
12 in that.

13 So I was interested in the groundwater  
14 issues up here in Washoe County, because water is  
15 pretty much repetitive, I've found. It's like  
16 watching an old movie: If you catch a couple of  
17 scenes, you know exactly how it's going to play out.

18 And then the Federal Highways used to  
19 supply manpower to FEMA to go out and do flood damage  
20 surveys and so forth, because in those days FEMA  
21 wasn't big enough to have a staff of people to go out  
22 and have it declared a disaster.

23 And I don't know how it worked out, but I  
24 ended up working most of the floods since the '60s up

1 to, I guess, '84, and most of that was in connection  
2 with doing damage surveys and trying to figure out  
3 what the hell went wrong with why areas were flooded  
4 two and three times, and that sort of thing.

5 And that's kind of it. I've got some real  
6 gaps, so I'm pretty obsolete between when I left in  
7 the '60s; and as we're sitting here today, the world  
8 has kind of passed by. So I don't know what I can  
9 contribute, exactly, but that's where it's at.

10 MS. LORI WILLIAMS: Jerry, do you represent  
11 the County or the City of Reno?

12 MR. JERRY PURDY: Well, I'm kind of a  
13 Senior Citizen, Retired Engineer. Just citizen.

14 MS. LORI WILLIAMS: The County? Ron, is  
15 that the County? Just so everybody knows.

16 MR. JERRY PURDY: I was appointed by  
17 somebody, and I'm not real sure if it was a County  
18 man.

19 MR. RON PENROSE: I have the list. Jerry  
20 is with the County, the County Designated Rep.

21 MR. MICHAEL CAMERON: I am Michael Cameron.  
22 I'm the Truckee River Project Director of Nature  
23 Conservatives of Nevada, located here in Reno, and  
24 have been working on the river for the past five

1 years. Most of that effort going into a restoration  
2 project downstream, which is a project that the City  
3 of Reno and Sparks and, to a lesser degree, Washoe  
4 County, have made possible.

5 We will have water quality benefits in  
6 terms of the kind of mission of this body. The nature  
7 conservatives also working on land acquisition in the  
8 upper watershed, which I also think will tie into and  
9 is in the same direction as the kind of projects that  
10 will be funded here.

11 And also I've been very active in the flood  
12 control project for the past 157 years -- I mean  
13 seven years. Well, I've been involved actually since  
14 the day I got here.

15 Anyway, that obviously is a project that I  
16 think will have a lot of relevance to the things we  
17 talk about here, because it can have so much impact on  
18 the whole watershed.

19 Lastly, I had the pleasure of taking Susan  
20 Lynn's seat on the Regional Water Planning Commission  
21 as of last July. So those are my activities on the  
22 river.

23 I think this fund is a great development.  
24 I want to thank TMWA, the TMWA Board Members for

1 making it possible. I think we can do some great  
2 things for the river.

3 So I am here representing the City of Reno.

4 MR. RON PENROSE: Michael is also very  
5 active with our working group; thus providing input  
6 and a lot of advice on our Glendale Water Treatment  
7 Plant, diversion/reconstruction project, and he's been  
8 very helpful with that process.

9 MS. JANET CARSON: I'm Janet Carson, and I  
10 have, I think, maybe three hats that I wear here. I  
11 was with the Water Department of Sierra Pacific for  
12 many years, negotiating the Truckee River Operating  
13 Agreement, so I have got a lot of familiarity with  
14 reservoir operations, river operations, stakeholders  
15 on the river, and some of the issues that drive the  
16 flow, regime that the river sees.

17 And my second hat is what I currently do,  
18 which is I head up a project to build a recreational  
19 trail along the entire length of the Truckee River.

20 I think that to the extent that the public  
21 sees the river, enjoys the river, they will take  
22 better care of the river. That will be something I  
23 will probably be trying to say a few times.

24 In connection with both of those things,



1 and you may want to do this in the spring, every year  
2 I offer a two-day field course on the Truckee River  
3 through the Nevada Water Resources Association. And  
4 it's designed as a continuing education credit, but we  
5 tour the river from Tahoe to Pyramid and talk about  
6 reservoir operations, environmental issues, legal  
7 issues, fish spawning.

8           It's a great trip, and may be something  
9 this Board wants to do. It's always in the spring,  
10 because then we get to see the fish spawning in a  
11 hand's-on way, so it's pretty fun.

12           Then the third hat that I wear, I bring to  
13 this, is having been on both the receiving end and the  
14 giving end of funding operations. I sit on a  
15 selection committee for the United Way, which we need  
16 to decide among many proposals who to fund, and I  
17 think that will be helpful in this process.

18           MS. SUSAN LYNN: I am Susan Lynn. My first  
19 hat is with Public Resource Associates here in Reno.

20           Second hat, which is kind of over and  
21 Michael has taken over, is the Regional Water Planning  
22 Commission.

23           The third hat is the Truckee River Yacht  
24 Club, which has been a river advocate for many years

1 in the community. Fifteen now, I can say.

2 The fourth is the Community Flood  
3 Coalition.

4 And my stint with the Nevada Commission on  
5 tourism, I was the grants coordinator, so I have some  
6 experience of budgeting and allocating funding.

7 So, anyway, I am looking forward to this  
8 effort, and I thank everybody who got it off the  
9 ground. Thanks.

10 MR. BILL BRADLEY: My name's Bill Bradley,  
11 I'm a life-long Nevada resident, born in Reno, and  
12 enjoyed the river ever since I was young.

13 I am an attorney with Bradley, Drendel &  
14 Jeanney, and I've been there for 23 years.

15 I was the Chairman of the Nevada Wildlife,  
16 Board of Wildlife Commissioners, overseeing the policy  
17 for the Division of Wildlife.

18 I am still a current member, winding down  
19 my tenth and final year, I believe. And in that role,  
20 I have been active in overseeing grant projects  
21 through an endowment that was created through the  
22 Nevada Department of Wildlife.

23 Also in the charitable arena, I'm one of  
24 the trustees of the Cord Foundation, and I believe I

1 was appointed by the City Council to serve as a  
2 representative for them on this committee.

3 MR. RON PENROSE: Very good.

4 MS. LORI WILLIAMS: Do you want to do  
5 introductions along the back?

6 MR. RON PENROSE: Dave?

7 MR. DAVE AIAZZI: Dave Aiazzi, Board Member  
8 of TMWA.

9 MS. LORI WILLIAMS: And champion of this  
10 project. He has really worked very closely with staff  
11 to help get this going, and we appreciate his efforts.

12 MS. JEAN CARNON: I'm Jean Carnon, and I'm  
13 Director Development of Public Relations for the  
14 College of Agriculture and Natural Resources at the  
15 University of Nevada, Reno.

16 MR. CALOPY: I'm Mike Calopy, I'm the  
17 Department head of the Department of Natural Resources  
18 and Environmental Science at UNR, and also the Interim  
19 Executive Director of UNR's new Academy for the  
20 Environment.

21 MS. RANDI WALKER: I'm Randi Lee Walker,  
22 and I'm your Court Reporter for today.

23 MR. RON PENROSE: Thanks, Randi.

24 We're going to move on with the agenda, and

1 we have Sylvia to provide a presentation on the  
2 general requirements of the Open Meeting Law.

3 MS. SYLVIA HARRISON: Well, the bad news is  
4 that since you are an Advisory Committee for the board  
5 of a public agency, you're subject to the Open Meeting  
6 Law; and we're getting pretty good at this.

7 MS. LORI WILLIAMS: Three years ago we were  
8 not good at this, believe me, but we've come a long  
9 way.

10 MS. SYLVIA HARRISON: Have any of you  
11 served on a committee or a group that's subject to the  
12 Open Meeting Law?

13 MS. LORI WILLIAMS: The Regional Water  
14 Planning Commission.

15 MS. SYLVIA HARRISON: The main thing that  
16 we need to be sure of, is make sure that you  
17 understand that these meetings need to be noticed to  
18 the public, and TMWA staff will continue to do that,  
19 run that function for you, unless you want some other  
20 arrangement.

21 The notice has to go out three working days  
22 prior to the actual meeting. An agenda has to be  
23 posted with that meeting indicating whatever action  
24 items you will be considering at that meeting. And

1 the tough part is that you cannot stray too far from  
2 the agenda, you cannot deliberate or take action on  
3 items that are not properly agendized.

4           As I said, we can take care of the  
5 postings. The tricky part is making sure that we can  
6 properly formulate the agenda so that you can take  
7 care of the business that you need to take care of,  
8 and are not too constrained by the agenda; but on the  
9 other hand, the general public is fairly noticed of  
10 what you're going to be talking about. That's always  
11 the tricky part of following these agendas.

12           The Open Meeting Law also requires that the  
13 meeting be recorded, or minutes be kept. You have  
14 your choice of taperecording, Court Reporting, and  
15 again it's up to you how you want to handle that.

16           The Court Reporter is a very thorough way  
17 to do it, and painless for you because you don't have  
18 to think about it very much.

19           Then we have to, of course, keep the  
20 minutes, preserve the minutes, and approve the minutes  
21 at subsequent meetings.

22           We also have to allow public comment. And  
23 there are requirements in the statute about how  
24 quorums are considered and so on. Since you are not

1 elected, then a quorum will consist of a majority,  
2 unless you decide to set up different rules for  
3 yourselves, which you're free to do, and a vote will  
4 consist of the majority of the members present for an  
5 action item.

6 I had my secretary copy Chapter 241 for  
7 you, which is only a few pages long, but I didn't tell  
8 her not to copy the annotations. So you have a very  
9 very thick packet at your disposal here, and if you  
10 want to read each of these little annotations about  
11 every single one of the 542 billion cases that have  
12 arisen under the Open Meeting Law, you're free to do  
13 that.

14 Otherwise, just ferret through this, look  
15 at the bold print, if you want to, but this is the  
16 document that will govern the conduct of the meetings  
17 as far as compliance with the Open Meeting Law.

18 And, again, TMWA is perfectly happy to have  
19 counsel with us, to make sure the agendas are properly  
20 noticed.

21 One of the other tricks about the agendas  
22 is that you do have to actually make the action item  
23 detailed enough so that members of the public can  
24 really figure out what you're doing.

1           It's probably not adequate to put down  
2 Discussion of Possible Projects, in the future.

3           MS. LORI WILLIAMS: Are there limits about  
4 this group convening in smaller quorums?

5           MS. SYLVIA HARRISON: Oh, thank you. Yes,  
6 that was the other thing I meant to mention.

7           The other thing that the Open Meeting Law  
8 requires, and this will also be a trick for those of  
9 you who have not served on a Board such as this, is  
10 that you cannot deliberate in small groups or pull  
11 each other outside of the open meeting.

12           So it is legal for you to meet and confer  
13 or have a subcommittee smaller than a quorum and  
14 discuss something, but then that group cannot turn  
15 around and go to another subset of you and deliberate  
16 in that fashion.

17           So it would be improper, for example, for  
18 your Chairman to call up all of you and say: Well,  
19 what do you think about this?

20           So that's one of the things that's a little  
21 tricky. So all of your deliberations have to actually  
22 occur in the open meeting, which may mean you have to  
23 meet a little more often than you want to, otherwise.

24           MS. LORI WILLIAMS: So you can provide

1 information to each other, but you cannot deliberate  
2 about the information?

3 MS. SYLVIA HARRISON: Yes.

4 MR. DAVE AIAZZI: You mentioned the word  
5 "subcommittee." As elected officials, we're told if  
6 we form a subcommittee, say of the City Council, that  
7 subcommittee also has to follow the Open Meeting Law.

8 You can meet informally, but if you  
9 actually call it a subcommittee, that subcommittee  
10 also follows the Open Meeting Law. Does that apply to  
11 non-elected officials also?

12 MS. SYLVIA HARRISON: Yes.

13 MS. JANET CARSON: Can we talk to each  
14 other individually outside of the meeting?

15 MS. SYLVIA HARRISON: Of course. The  
16 problem would be, or you might get into trouble if you  
17 talk to Mike about something that is within the  
18 purview of this group, and then Mike turns around and  
19 talks to Jerry about the same thing, and then Jerry  
20 turns around and talks to Tom about the same thing,  
21 and Tom talks to Craig.

22 MS. LORI WILLIAMS: Not merely the passage  
23 of information, though, not talking in an  
24 informational way; talking in a bodine-action,



1 deliberating way.

2 MS. SYLVIA HARRISON: In a way that leads  
3 you to a decision, ultimately. And you will see that  
4 the cases about what constitutes deliberating are very  
5 broad, so just about anything you talk about with  
6 respect to a possible action will be deliberating.

7 MR. DAVE AIAZZI: The way it was told to me  
8 is very easy: You have nine members, so five is a  
9 quorum, which means you can only talk to less than a  
10 quorum. So everybody has to keep track of their own,  
11 who they talk to, about any one issue; you can talk to  
12 three other people.

13 If you talk to Michael, then he can only  
14 talk to two other people. So you can't talk to more  
15 than a quorum about one thing. That's the safest way  
16 to do it.

17 So you sort of have to keep your own track  
18 of who you have talked to about each issue, and say:  
19 You know what? I can't talk to you about that,  
20 because I've already hit my quota of three.

21 There has been a lot of different  
22 interpretations, but that's a good way to keep track  
23 of it.

24 MR. CRAIG GODBOUT: So you have to know how

1 many people the other person has talked to?

2 MR. DAVE AIAZZI: No, that's their  
3 responsibility.

4 MR. CRAIG GODBOUT: There are only four  
5 people allowed to talk to each other; right?

6 MR. DAVE AIAZZI: No, because you could  
7 talk to these four here. And Jerry has only talked to  
8 you, so he can talk to two more people.

9 But you still can't poll each other and  
10 say: How are you going to vote? And pass that  
11 information on.

12 You're not supposed to say: This is how  
13 these other two people feel about it.

14 MS. SYLVIA HARRISON: As far as the actual  
15 conduct of the meeting and your own bylaws, you're  
16 free to create those. If you simply want to adhere to  
17 Robert's Rules, that's perfectly okay.

18 But you should probably have some sort of  
19 formal mechanism for conducting the meetings. Again,  
20 you're free to set some other quorum. With a group of  
21 this size, a simple majority is probably a good idea.

22 As I said, I apologize for all the extra  
23 stuff in the paper. We will start out by killing some  
24 extra trees. Let's get off on the right foot.

1           Again, any questions that arise with  
2           respect to the Open Meeting Law compliance, feel free  
3           to field those to me or to any of the other attorneys  
4           for TMWA. Or there are plenty of other specialists  
5           around town for the Open Meeting Law issues.

6           MR. RON PENROSE: Any other questions  
7           regarding the Open Meeting Law requirements?

8           We decided to move the Item 6, Selection of  
9           the Committee Chair, down to pretty much the last  
10          item.

11          And I think we have decided to interchange  
12          Items 7 and 8, so we'll start with Item 8, which is  
13          Presentation of the Terms of the Truckee River Fund  
14          Agreement, Responsibilities of the Committee and  
15          Limitations of the uses of the Fund Imposed by the  
16          Agreement, and Discussion Regarding Implementation of  
17          Committee Role.

18          MS. SYLVIA HARRISON: In your materials,  
19          you will see in the packet that's clipped at the top,  
20          the second item down is actually a copy of the Truckee  
21          River Fund Agreement, if you haven't seen that before.

22          Just to give you a little bit more  
23          background about how we decided to structure this:  
24          Actually Dave came to me initially some time ago and

1 said: Can we do this?

2 His idea initially was to set up a  
3 foundation. But the authority for us to set up a  
4 foundation, a stand-alone foundation, the 501(c)3  
5 Organization, was a little muddy. And as you know,  
6 trying to figure out how to -- or trying to get  
7 qualified 501(c)3 Organization takes some time,  
8 anyway.

9 However, one of the first actions that the  
10 TMWA Board took after the acquisition of the assets  
11 from Sierra Pacific, I think it was the second or  
12 third meeting following the consummation of the  
13 purchase agreement, was to approve a community  
14 out-reach policy.

15 The Board approved a policy for charitable  
16 contributions consistent with the requirements that  
17 are imposed upon cities and counties for charitable  
18 contributions. They have to be for a public purpose,  
19 they have to be for charitable organizations or other  
20 governments and so on.

21 Again, as a public agency, what TMWA is  
22 able to do, is only what at least one of its members  
23 can do as a city or county, it can't go beyond the  
24 authority that's granted to either a city or a county,

1 and what TMWA can actually do.

2           So what we tried to do, is figure out: How  
3 can we create a fairly large pot of money and make it  
4 adhere to the community contribution policy that was  
5 approved by the Board in 2001.

6           One of the things that some of the Board  
7 members were particularly interested in with the  
8 Truckee River Fund, was to try to attract private  
9 money to match the public money that TMWA would be  
10 contributing.

11           So I talked to some of my partners, and we  
12 talked around the community a little bit, and there  
13 exists in this community foundation of western Nevada  
14 -- some of you may already be familiar with the  
15 Community Foundation -- which exists to perform a  
16 couple of functions within the western Nevada  
17 community. One is to actually serve as an incubator  
18 for 501(c)3 Organizations, people who -- like if Janet  
19 had chosen to go this way with her bike path project,  
20 she could have asked the Community Foundation of  
21 western Nevada: Can I put a pot of money within your  
22 foundation for this specific dedicated purpose? And  
23 that would have been available.

24           The other thing they do is to provide

1 investment opportunities and fund management for  
2 earmarked funds that are put into the foundation for a  
3 specific purpose.

4           And we thought that if we took the amount  
5 of money that the TMWA Board had decided to allocate  
6 for this river fund, put it under the umbrella of the  
7 Community Foundation, and then have you all serve as  
8 fund advisers for that pot of money, then we could  
9 look at it that way.

10           In order to comply with the requirements  
11 imposed on TMWA by statute as to how monies are to be  
12 allocated, what you will have to do is once you decide  
13 you have got a project you want to fund, you will have  
14 to come back to the TMWA Board for their approval,  
15 they will approve the use of the money by resolution,  
16 which is what they have to do to comply with the  
17 statutory requirements for their charitable  
18 contributions.

19           At that point then what has to happen is  
20 the Community Foundation Board gets a say, the final  
21 say, just to make sure that whatever project you're  
22 undertaking doesn't jeopardize their tax exempt  
23 status.

24           Things that the TMWA Board would never

1 approve, for example, would be: We think a really  
2 worthy project would be to put Susan Lynn up for  
3 Washoe County Commissioner, and we're going to support  
4 that. Well, that would not be a proper use of the  
5 fund, and it would also jeopardize the tax exempt  
6 status of the Community Foundation.

7 So that the Community Foundation gets a  
8 final veto, only to make sure that whatever the use of  
9 the money is, doesn't jeopardize their tax exempt  
10 status.

11 So the actual mechanics of this are  
12 described in Article IV, page 3. Part B is where you  
13 come in with the Advisory Committee, starting on page  
14 3 of the agreement.

15 The Advisory Committee is comprised of nine  
16 members, three that are appointed by Washoe County,  
17 three from Reno, three from Sparks. And I don't know  
18 that any of the local governments have any sense that  
19 you're representing those governments in any way.  
20 That wasn't really the concept, just that each of the  
21 TMWA members would have a shot at appointing members  
22 of the Advisory Committee.

23 You do serve at the pleasure of the local  
24 governments who appointed you, however, and each of

1 the local governments decide how they appoint their  
2 members. We don't have anything to do with that.

3 MS. SUSAN LYNN: Sylvia, are there term  
4 times or years or months or anything like that  
5 prescribed?

6 MS. SYLVIA HARRISON: Not by the agreement.

7 We got the Board to approve an allocation  
8 of \$25,000 for administrative costs from the fund. So  
9 that if you, for example, want to hire your own Court  
10 Reporter, hire your own counsel, something like that,  
11 you may have administrative costs, you can do that up  
12 to the annual --

13 MR. BILL BRADLEY: Sylvia, let me ask you a  
14 question about that. At the current time out of that  
15 administrative fund is the cost of the Court Reporter  
16 and the General Counsel's time?

17 MS. SYLVIA HARRISON: No, I wouldn't be  
18 allocating my time to that.

19 MR. BILL BRADLEY: But the reporting time  
20 comes out of that \$25,000?

21 MS. SYLVIA HARRISON: We should probably  
22 allocate it that way, yes. That's cumulative each  
23 fiscal year; otherwise, you have to adhere to the  
24 project funding protocols that are described in Part



1 C. And here you can do whatever you want; make up  
2 your own rules about how you want to consider  
3 proposals, how you want to solicit proposals, how you  
4 want to solicit additional funding.

5 Probably at the next meeting, it would  
6 probably be a good idea for you to spend some time  
7 deciding whether you want formal bylaws, about how you  
8 do that, and so on. We can get into that a little bit  
9 today.

10 And otherwise it's fairly loose. You can  
11 bring small projects, large projects. The allocation  
12 of the funds for the next fiscal year is \$340,000 that  
13 TMWA has put into this, it will be put into the  
14 Community Foundation, January --

15 MS. LORI WILLIAMS: January 1st, 2005, is  
16 what the Board has authorized.

17 MS. SYLVIA HARRISON: So it's up to you  
18 from that point forward to make the fund work. If you  
19 don't have enough money for a project within that  
20 budget, then go out and find some more.

21 Or if you have a worthy project you think  
22 is going to pass muster, spend it in small increments.  
23 It's totally up to you. The only constraints on the  
24 use of the funds, as far as the purpose of the fund,

1 is, again, that's in the agreement, and on page 2 in  
2 the preamble to Part 3: The fund shall be used  
3 exclusively for projects that protect and enhance  
4 water quality or water resources of the Truckee River  
5 or its watershed. That's about halfway down on page  
6 2. That's what you need to underscore and write in  
7 bold, because it's a fairly broad charter, but that's  
8 the purpose.

9 As far as who can be beneficiaries of the  
10 fund, then you have to flip over to page 5 and look at  
11 the fund distribution requirements. The charitable  
12 beneficiaries will be the people who are actually  
13 undertaking these projects.

14 It's our idea that what you will probably  
15 want to do is find somebody else that's actually --  
16 once you have the money available, figure out what  
17 project is worth funding, then the concept wouldn't be  
18 that you actually the put shovels in the ground and  
19 start moving dirt yourself, for lots of reasons. One  
20 is that you don't want to be an entity or a group that  
21 has to go get permits, for example, to dig in the  
22 river. I don't think you want to do that, anyway.

23 What you want to do is you want to say:  
24 Hey, this is something that Sparks could do, or this