



# bay restoration commission

STEWARDS OF SANTA MONICA BAY

santa monica bay restoration commission ✂ 320 west 4<sup>th</sup> street, ste 200; los angeles, california 90013  
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**June 11, 2014**

**Agenda Item #3f**

To: Governing Board, SMBRC  
From: Scott Valor, Director of Government Affairs  
Subject: Watershed Advisory Council Appointment

## **Actions Requested of the Governing Board:**

- Appointment the Santa Monica Bay Audubon Society to the Watershed Advisory Council (WAC)
- Add language to the Memorandum of Understanding (MOU) that states that future additions to the WAC do not constitute “amendments” to the MOU

## **Background**

The Watershed Advisory Council (WAC) is the broad stakeholder body of the SMBRC. The primary responsibility of the Watershed Advisory Council is to advise the Governing Board on Bay restoration priorities for funding, planning, project implementation, monitoring and further research.

The SMBRC Memorandum of Understanding (MOU, as amended February 20, 2014) authorizes the Governing Board to appoint additional, interested entities to the WAC if the entities meet the following criteria:

***Watershed Advisory Council Eligibility Criteria.** Existing and potential Watershed Advisory Council members shall be deemed “eligible to serve on the Watershed Advisory Council” if they meet one of the following criteria:*

- *A federal, state, or local agency active within the Santa Monica Bay watershed*
- *An incorporated city entirely or partially within the Santa Monica Bay watershed*
- *A county entirely or partially within the Santa Monica Bay watershed*
- *A for-profit business that operates entirely or partially within the Santa Monica Bay watershed*
- *A nonprofit organization that operates entirely or partially within the Santa Monica Bay watershed that is in good standing pursuant to Internal Revenue Code section 501 (c)(3)*

(MOU, as amended February 20, 2014, Section III. B., page 7)





The MOU requires a qualified organization to take the following steps toward being nominated and voted onto the WAC:

*Additional entities that would like to become a member of the Watershed Advisory Council and that meet the eligibility criteria shall forward a letter of interest to the Governing Board with a resolution from the interested entity's governing body (board of directors, etc.) authorizing the entity to seek membership and designating the entity's representative to the Watershed Advisory Council. The Governing Board may, by majority vote at its next regularly-scheduled meeting, consider election of the requesting entity to the Watershed Advisory Council.*

(MOU, as amended February 20, 2014, Section III. B., page 6)

The Santa Monica Bay Audubon Society has requested appointment to the WAC based on its qualifications and prior work within the Santa Monica Bay watershed. A non-profit organization in good standing pursuant to Section 501 (c) (3) of the Internal Revenue Code, the SMB Audubon Society has been working with the SMBRC on a variety of projects, including the Malibu Lagoon restoration.

The SMB Audubon Society meets the eligibility criteria for WAC membership. A board resolution/letter and non-profit eligibility information have been provided by Audubon and are attached to this memorandum.

#### **Amendment to the MOU Regarding Future WAC Appointments**

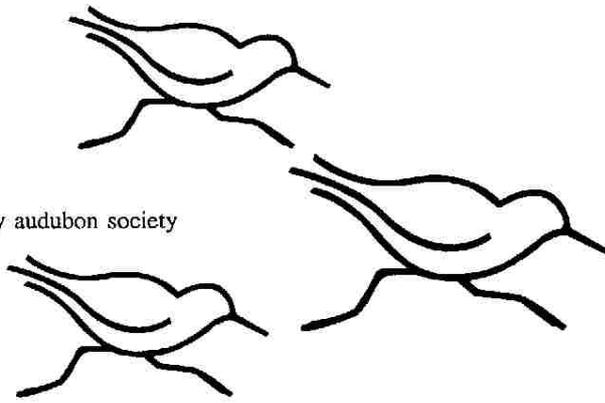
As the MOU is currently drafted, any time the Governing Board votes to add a new entity to the WAC it constitutes an "amendment" to the MOU, though it merely adds a name to the list of WAC members in Attachment B, and is not a substantive amendment affecting the processes otherwise established.

The following language is proposed to amend page **10, Section VII.4.** to clarify that adding a new entity to the WAC does not constitute an "amendment" to the MOU.:

**"Upon agreement from the Governing Board, other qualified agencies or organizations that meet the qualifying criteria in Section III.B. may be added to the Watershed Advisory Council without the need to amend this MOU."**

(Note: the **current** language is as follows: "*Upon agreement from the Governing Board, other qualified agencies or organizations may join the Watershed Advisory Council, subject to the eligibility provisions of Section III.B.*")

santa monica bay audubon society



TO: The Governing Board  
Santa Monica Bay Restoration Commission

18 March 2014

Resolved, by the Board of Santa Monica Bay Audubon Society, this March 18<sup>th</sup> 2014, that SMBAS seeks membership in the Watershed Advisory Council of the Santa Monica Bay Restoration Commission starting as soon as practicable.

We have been apprised of the MOU of the SMBRC as amended February 20, 2014 by the Governing Board resolution 14-02 (15 pages). We request membership in the WAC as described in part III B (pp. 7-8 of the resolution.)

A copy of the Santa Monica Bay Audubon Society's IRS letter of opinion is attached.  
At the pleasure of the Governing Board, we request prompt inclusion in the WAC.

Charles Bragg Jr.  
President

A handwritten signature in black ink, appearing to read 'Charles Bragg Jr.', written over a faint, illegible stamp.

**Internal Revenue Service**

Department of the Treasury

District  
Director

P.O. Box 2350 Los Angeles, Calif. 90053

Person to Contact:  
Barbara S. Cowans

Telephone Number:  
213-894-2336

Refer Reply to:  
EO-0217-93

Date:  
April 13, 1993

Santa Monica Bay Audubon Society  
P.O. Box 35  
Pacific Palisades, CA 90272-0035

RE: Santa Monica Audubon Society  
EIN: 95-3083785

Gentlemen:

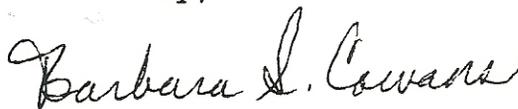
This is in response to your request for a determination letter of the above-named organization.

A review of our records indicates that the above-named organization was recognized to be exempt from Federal income tax in May 1977, as an organization described in Internal Revenue Code section 501(c)(3). It is further classified as an organization that is not a private foundation as defined in section 509(a) of the code, because it is an organization described in section 170(b)(1)(A)(vi).

This letter is to verify your exempt status and the fact that the determination letter issued in May 1977 continues to be in effect.

If you are in need of further assistance, please feel free to contact our office at the above address or telephone number.

Sincerely,



Barbara S. Cowans  
Disclosure Assistant