

Gowanus Canal Community Advisory Group (CAG) Charter

Section 1. Vision Statement

The clean-up of the canal presents a historic and remarkable opportunity to realize the hopes and dreams of the community for its future. We recognize that these aspirations are as diverse as our community. We are, however, united in our belief that open dialogue will ensure a remedy of the Gowanus Canal Superfund site that is protective of the environment and human health. Our vision for the Gowanus Canal Community Advisory Group (CAG) is to advance these hopes and dreams by working together in ways that build trust and utilize intensive transparency, collaboration, and leadership.

Section 2. CAG Mission

The mission of the CAG is to be a forum for dialogue between representatives of all segments of the community about the federal Superfund clean-up of the Gowanus Canal and other related issues of concern to the community. The CAG's roles may include, but not be limited to:

- Disseminating information to the community
- Gathering information from the community and various sources
- Discussing and assessing information
- Adopting and voicing positions
- Problem-solving issues relating to the clean-up and the community
- Providing input and guidance to EPA and others

Section 3. Structure and composition of the CAG

The CAG shall consist of no more than 60 members representing the full range of community interests and shall strive to maintain a proportional balance between organizational representatives and at-large members. Much of the work of the CAG shall be done in committees, each committee consisting of no less than three CAG members. Committees may invite guests to their meetings, but committee membership will be limited to CAG members. The CAG is assisted by a professional facilitator and will include an Administrative Committee, described in Section 11, to make recommendations to the full CAG on issues such as membership, attendance, committee structure, Charter amendments and other issues related to the operations of the CAG.

Section 4. Statement of Principles

The CAG's activities will be carried out in the following manner:

The CAG process will be conducted with impartiality.

CAG members, alternates, liaisons, and guests will treat each other with civility and respect for other participants' time.

The CAG will approach its work diligently and an aim to reach agreement.

The CAG members will commit to putting in time, attend meetings, responsible to the environment, health concerns, and community use; and acknowledging practical, budgetary, and temporal limitations, when and where they may exist.

The CAG's communications will be done openly, with all documents available on-line and at local repositories, open meetings and timely updates.

The CAG will utilize joint fact-finding methods wherever possible.

Section 5. CAG Membership

5.1 Criteria for membership

a. *Criteria for CAG organizational members.* CAG organizational members shall meet at least one of the following criteria:

- Represent one or more distinct neighborhoods in the vicinity of the site (i.e. Boerum Hill, Carroll Gardens, Cobble Hill, Gowanus, Park Slope and Red Hook) or segment of the community, or
- Focus their efforts on environmental issues and have members that reside in the neighborhoods in the vicinity of the site, or
- Provide specialized expertise relevant to the Superfund clean-up that will assist the CAG in its work, and have some connection to the Superfund site,

and should meet all of the following criteria:

- Be an established organization, and
- Maintain regular contact with their neighborhood or segment of the community

b. *Criteria for CAG members-at-large.* CAG members-at-large should meet at least one of the following criteria:

- Reside in one of the neighborhoods in the vicinity of the site, or
- Work in one of the neighborhoods in the vicinity of the site, or
- Operate a business in one of the neighborhoods in the vicinity of the site, or
- Provide specialized expertise relevant to the Superfund clean-up that will assist the CAG in its work, and have some connection to the Superfund site

c. *Criteria for Potentially Responsible Parties (PRPs).* Parties identified by USEPA as PRPs shall be eligible to join the CAG.

d. *Criteria for all CAG members.* All members of the CAG, including organizational representatives, members-at-large, and PRPs, should meet all the following criteria:

- Commitment to CAG and its Statement of Principles
- Willingness to put in time and effort

5.2 Responsibilities of CAG membership:

1) Attendance requirements: CAG members are expected to attend at least half of all CAG general meetings during a calendar year CAG members are also expected to attend at least half of all committee meetings for their appointed committee(s) during which time they are a committee member. The CAG facilitator will maintain records of attendance. In the event that an organizational member is unable to attend a meeting, he/she will make their best efforts to send an alternate, which shall be considered attendance. The Administrative Committee shall conduct regular assessments in addition to an annual review of attendance and issue a report with any recommendations to the full CAG.

2) Committee involvement: CAG members must participate in at least one committee, of their choosing.

3) Alternates (for organizations): Organizational members shall designate an alternate representative, who will participate in CAG general and committee meetings in the event that the organizational member is unavailable.

4) Dual representation: Organizational members shall be permitted to represent more than one organization, if acceptable to those organizations. In such cases, the CAG member shall carry out his/her responsibilities relative to both organizations and shall be specific when communicating to the CAG the different views of each organization.

5) Adherence to responsibilities: The CAG facilitator shall maintain records of attendance and shall notify any CAG member not in compliance with attendance requirements. The Administrative Committee will review CAG attendance issues and issue a report with any recommendations to the full CAG.

5.3 When and how people can join the CAG: Individuals and organizations can join the CAG, provided they meet the criteria for membership as described in Section 5.1 and upon a vote of approval by more than 4/5 of eligible members in attendance at a CAG general meeting, in one of the following ways:

1. Annually: By December 1 of each year, CAG members must inform the CAG facilitator whether they will continue serving on the CAG for the following year. By December 15, the CAG facilitator will provide the CAG members with the list of those intending to serve for the upcoming year and solicit input on filling any vacancies or adding new members. The Administrative Committee, with the assistance of the CAG facilitator, will then work with the Outreach Committee and/or other committees, as appropriate, to identify and contact potential new or replacement members, and to develop a list of proposed willing candidates. The list of candidates as a whole shall be voted on at the earliest possible CAG general meeting.
2. Petition to join at any time: Provided that the CAG membership does not exceed a maximum of 60 and that an appropriate balance is maintained between organizational

and at-large members, outside of the Annual process petitioners may join the CAG by contacting the CAG facilitator, who will inform the Administrative Committee, which shall make a recommendation to the full CAG regarding the prospective member(s) and a vote shall be taken at the earliest possible CAG general meeting.

5.4 Conflict of Interest

CAG members shall be transparent regarding ways that CAG activities or decisions about the clean-up will impact them (and/or their organization) personally, professionally, or otherwise, and must recuse themselves from any CAG decision-making on matters in which they or their organization have a direct financial interest, including, but not limited to, matters solely impacting specific properties in which they have a direct interest. These procedures shall be followed by CAG members for all CAG activities, including committee and general CAG activities.

Section 6. Committee Membership

6.1 Committee membership responsibilities: Committee members are expected to attend at least half of all committee meetings during their tenure.

6.2 When and how people can join committees: If a CAG member wishes to join a committee, he/she will be eligible to do so either after attending at least two consecutive meetings of the committee, or immediately following the CAG ratification of a new committee structure.

Section 7. Communications

7.1 The CAG Outreach Committee will develop a Communications and External Relations Plan which they shall review as necessary and that will include, but not be limited to, methods for 1) responding to press inquiries, 2) disseminating information, 3) responding to speaker/presenter requests, 4) developing and updating printed and on-line materials. The CAG Communications and External Relations Plan and any changes will be subject to approval by the full CAG in accordance with the procedures of Section 8.1.

7.2 When speaking with others outside the CAG, members and alternates will be clear that they are representing their views and concerns as an individual or as an organizational representative and will not speak for the CAG as a whole, except as otherwise described in the Communications and External Relations Plan.

Section 8. CAG Activities

8.1 Decision-making: In general, proposals, including the formation of new committees, will originate within committees and be submitted to the CAG for ratification at a general meeting, as described in Appendix 1, except for agenda-setting and similar logistical or procedural issues.

8.2 Agenda Development and Posting: CAG agendas shall be developed by the facilitator with input from the CAG members and shall be sent to CAG members at least 7 days in advance of meetings. Agendas shall describe any decisions, proposals and/or resolutions, to be acted on by the full CAG.

8.3. Meeting summaries and meeting notification: Meeting summaries of all CAG general meetings and committee meetings will be made available by the facilitator to CAG members

within 10 days of all meetings. Committee meetings will be announced at least two weeks in advance and CAG meetings will be announced at least three weeks in advance, except in the event that the facilitator determines that a meeting is necessary sooner than these procedures would allow.

8.4 Meeting ground-rules: During all CAG meetings, including committee meetings, members and meeting attendees shall observe the following ground-rules:

- a. Only one person will speak at a time and no interruptions will take place, including cross-talking or side conversations, when another person is speaking.
- b. During presentations in general, CAG members should hold all questions, except for clarifying questions, until the end.
- c. No one will make personal attacks.
- d. Each person will make every effort to move the agenda forward by avoiding repetition and verbosity.

8.5. Open meeting policy: In keeping with the spirit of promoting public access, all CAG meetings and committee meetings will be open to the public and the media. When possible, time will be allotted for public comment, but this is not guaranteed at any particular meeting. The CAG facilitator will announce at the start of each meeting that photography, video recording, or audio recording may be taking place.

8.6 News media:

The CAG notes the following regarding the media's participation in CAG meetings.

- a. The CAG encourages media participation to ensure public, transparent information sharing and deliberation.
- b. The CAG facilitator will designate a section of each meeting space, as needed, for television cameras, prominent recording devices, or other equipment.

The CAG asks media representatives to:

- c. Keep cameras, recording devices, and any other equipment within the designated area.
- d. Allow members of the public to make comments during any public comment period without interference.
- e. Withhold from asking questions or commenting during CAG meetings, including during any public comment time, except prior to the start of the meeting, during breaks, or after the adjournment of the meeting.

Section 9. Committee Activities

9.1. Committee mission statements: Each committee will have a mission statement describing the scope of its work. The mission statements will be re-examined annually and revised, as necessary. Committees will attempt to reach consensus on their mission statements.

9.2. Committee Information-gathering: Committees will utilize joint fact-finding methods wherever possible.

9.3. Proposals: Any proposal from a committee that requires or seeks funding shall acknowledge that the CAG's structure is typically not sufficient for managing and/or administering funds and must include measures and strategies to address those insufficiencies. Whenever a committee approves a proposal to be presented to the full CAG for ratification, the committee shall select one or more spokespeople to present the proposal to the full CAG.

9.4. Committee Agenda development and posting: Committee agendas will be developed by the facilitator in consultation with the committee members and will be posted or sent to all CAG members at least 7 days in advance of committee meetings.

Section 10. CAG Facilitator

10.1 The CAG facilitator will carry out all his or her responsibilities, as described in this Charter, including, but not limited to:

- a. Assisting in formulating meeting agendas
- b. Facilitating meetings
- c. Preparing meeting summaries and track action items and future agendas
- d. Assisting the CAG members in complying with ground rules, Statement of Principles, and membership responsibilities
- e. Identifying and synthesizing points of agreement and disagreement
- f. Assisting in building agreement among members when and as needed
- g. Helping build capacity of CAG members to perform CAG functions
- h. Serving as a point of contact between the CAG and local, state and federal agencies, elected officials, Potentially Responsible Parties, community organizations, and others
- i. Serving as a confidential communication channel for members or observers as needed. In the event that a member is unable to speak about a concern directly to another member, he or she can contact the facilitator by phone (or in person). The facilitator may serve as a channel for such concerns as well as work with parties between meetings, as necessary, to resolve conflict. Upon request, all information or views shared during conversations with the facilitator will be kept confidential.
- j. Advocating for a fair, effective, and credible process, but remain neutral with respect to the outcome of the CAG's deliberations.
- k. Distributing meeting agendas, meeting summaries, and other CAG materials
- l. Fulfilling any and all contractual obligations he or she may be subject to for the conduct of this work.

Section 11. Administrative Committee

The Administrative Committee is expected to meet at least quarterly. CAG members wishing to join the Administrative Committee must attend two meetings before being eligible for membership. The Administrative Committee will address:

- a. CAG membership, including attendance issues of existing CAG members, requests to join the CAG, and new member recruitment needs.
- b. Committee structure, including mission statements and number and types of committees.

- c. Administrative matters related to EPA and other agencies.
- d. Annual review of CAG charter.
- e. Meeting parliamentary procedures.

In all cases, the Administrative Committee's role is to review and assess issues, produce reports, and present recommendations to the full CAG for ratification. The Administrative Committee does not have any independent decision-making authority, except for its internal procedures in accordance with applicable sections of this Charter.

Section 12. Amendments to the Charter

Any member of the CAG may propose an amendment to the Charter by notifying the CAG facilitator. The Administrative Committee shall consider the proposed amendment and shall issue a report including its recommendations, if any, on the proposed amendment, which shall be placed on the agenda for the next possible general meeting for discussion, and placed on the agenda for the subsequent general meeting for ratification, which shall require a vote of more than 4/5 approval of the full CAG membership.

Section 13. U.S. Environmental Protection Agency

The CAG requests that the U.S. Environmental Protection Agency perform the following activities:

- a. Send appropriate staff to regularly scheduled general and committee meetings, as warranted by meeting agendas.
- b. Respond to action items and other requests of the CAG in a clear, direct, and timely fashion, including providing responses to questions and comments of CAG members by: 1) giving presentations to the CAG; or 2) responding to CAG members' questions and comments at CAG meetings; or 3) providing written responses.
- c. Participate in and conduct educational briefings to ensure a shared knowledge of key issues, technologies, and the Superfund process.
- d. Arrive at each meeting prepared to discuss the issues on the agenda. Preparation includes reviewing meeting summaries and materials sent out prior to each meeting.
- e. Prepare and provide presentations on relevant technical, legal, and other pertinent cleanup issues as requested by the CAG.
- f. Help the CAG coordinate its work with the Superfund technical program and schedule.
- g. Provide resource support to the CAG in terms of funds for facilitation.
- h. Engage in discussion with the Administrative Committee on administrative matters, should the need arise.

- i. Engage in a discussion with the full CAG membership at least once per year to evaluate the relationship between the CAG and EPA, discuss what aspects are working well and what aspects need improvement, and identify any potential changes to how EPA and the CAG will work together.

Section 14. CAG Liaisons

Representatives of New York City mayoral, state and federal agencies, elected officials, and other parties with involvement in or connection to the Superfund clean-up of the Gowanus Canal shall be encouraged and welcome to participate in the CAG.

Appendix 1. CAG Ratification Procedures

Standards for Committee proposals to be ratified by CAG				
	Inform CAG	>50% approval at general meeting	>2/3 approval at general meeting	>4/5 approval at general meeting
<i>Category 1: Inviting guests to committee and reviewing existing information</i>				
Committee majority required	X			
<i>Category 2: Minor in-kind services¹, creating new information, and performing tasks</i>				
Committee majority required	X	X		
<i>Category 3: Resolutions, Communications Plan, membership changes, changes to committee structure and/or mission statement.</i>				
> 2/3 Committee approval required	X			X
<i>Category 4: Seeking funding or utilizing major in-kind¹ or paid services²</i>				
> 4/5 Committee approval required	X			X

¹ In-kind services are defined as services provided by a CAG member or member's organization that would be clearly recognized by the public as a CAG activity, versus activity on behalf of the member or member's organization. Minor in-kind services are defined as 10 hours or less per month of staff time and/or less than \$1,000 per year of expenditures.

² If a proposal ratified by the full CAG to seek funding includes identification of who would provide services or the mechanism to select a provider, then no further approval is needed by the full CAG for the selection of the provider of the services.

Quorum: A quorum must be present at committee or CAG general meetings for a proposal to be ratified. A quorum is defined as more than 50% of the committee or CAG members.

Ratification venues: All proposals requiring full CAG approval must be taken up at a CAG general meeting and must be sent to CAG members at least 7 days in advance. For Category 2 and 3 proposals, if there is full consensus of the committee members present at a committee meeting in support of the proposal and full consensus that the proposal is time-sensitive because of a specific external deadline (such as a grant application or an upcoming event) and cannot wait until the next possible CAG general meeting, then the proposal will be sent by the facilitator to the full CAG for comments and a compilation of comments will be sent to all CAG members who will then vote via email on the proposal. In such an event, Category 2 proposals must receive more than 50% approval of all CAG members to be ratified and Category 3 proposals must receive more than 4/5 approval of all CAG members to be ratified.

Amendments to proposals: During discussion of a proposal at general meeting, “friendly amendments” that improve the proposal or address concerns, but that do not constitute substantive changes to the proposal, may be offered by CAG members and shall be accepted using the same procedures as for CAG ratification described above.

Resolutions: When a committee proposes a CAG Resolution, the proposed resolution must be discussed and voted on at the next possible CAG general meeting. It must be sent to all CAG members at least 7 days in advance of the next possible meeting. At the CAG meeting, organizational members may request that the vote be postponed until the following CAG meeting, in order to assess organizational/constituent support, opposition, or concerns. The ratification vote will be postponed, upon such request. If the resolution fails to receive more than 4/5 support, then the committee may subsequently revise it and re-submit to the full CAG. At the CAG facilitator’s discretion, if a proposed resolution has been revised by committee at least once and still fails to achieve ratification by the full CAG, he/she will prepare a report describing the various perspectives on the proposed resolution, which will be submitted to EPA and/or other relevant parties.

Procedural revisions: The facilitator or members of the CAG may propose revisions to the procedures outlined here during a CAG general meeting, including allowing for new proposals not put forward by any committee, and such revised procedures will be adopted if agreed to by more than 2/3 of the CAG members present for Category 2, or if agreed to by more than 4/5 of the CAG members present for Category 3 or Category 4 proposals. Such procedural revisions shall apply only to the proposal in question, not to any additional future proposals, and shall not constitute any change to this charter.

ADDENDUM – PASSED JANUARY 22, 2013

1. **No dual representation**: This means no two organizations sharing a CAG representative.
2. **No at-large members allowed to be alternates** for organizational members.
3. **No direct financial benefit** can be derived by an individual CAG member, nor their respective organization, from their membership on the CAG.
4. **No meetings of the CAG, or any of its committees, will take place in private homes.**
5. **All members will endeavor to schedule CAG Committee and General Meetings after 6PM on weekdays**
6. **For committees to remain active they must meet at least once each quarter.**
7. **Quorum**: A quorum for General Meetings is defined as more than 50% of the average attendance for general meetings over the past calendar year, (for the year, 2013, that would mean more than 50% of 19 or a total number of ten [10]). A quorum for committee meetings is defined as more than 50% of the committee members."
8. **Eliminate provision for email voting on time-sensitive decisions.**
9. **Facilitator's report**: Eliminate provision for the CAG facilitator, at his/her discretion, if a proposed resolution has been revised by committee at least once and still fails to achieve ratification by the full CAG, to prepare a report describing the various perspectives on the proposed resolution, which will be submitted to EPA and/or other relevant parties.
10. **Regularly reporting back** to their organizations is expected of CAG organizational members.
11. **New member process**:
 - 1) Application form is completed by applicant.
 - 2) Admin Committee issues opinion regarding impact of applicant on overall CAG balance
 - 3) Applicant meets with full CAG at general meeting
 - 4) Blind vote with simple majority (greater than 50%) required for approval.
12. **Amendments to the Charter**:
 - a. Any CAG member may propose an amendment.
 - b. Must be done at committee level and must be "supported by the committee"
 - c. Amendment would be presented at next General CAG meeting, and voted on at the following General CAG meeting (quorum required at both).
 - d. Two thirds (2/3) of the attending CAG members at the second meeting are required to approve the amendment.

13. Creation of a Facilitation Committee: The Facilitation Committee is NOT to function as an executive committee. The Facilitation Committee shall be comprised of one (1) member from each standing Committee plus members elected by the general CAG up to a maximum total of nine (9) members. The Facilitation Committee shall always be comprised of an odd number of members. NOTE: current active standing committees are: 1) Outreach; 2) Real Estate; 3) WQ/Tech; 4) Admin; 5) Archaeology.

Each current standing Committee will elect on its own, a Committee Facilitator. The Committee Facilitators' names are publicized to the General CAG.

The remaining Facilitating Committee members may self nominate or be nominated by the general CAG at a general CAG meeting. Once the names of the Candidates have been established, a ballot, with all of the candidates' names will be passed, at meeting of the general CAG membership. CAG members will be instructed to vote for their choices--the number of which will depend on the current maximum number of Nine (9) Facilitation Committee members permitted. The votes will be tallied by the Facilitator or Facilitation Committee CAG Designee and announced to the entire CAG.

The Facilitation Committee will function as described in the proposed Charter changes for six (6) month periods--at which time its function, efficacy, membership, role and composition will be reviewed. The number of members on the Facilitation Committee may change based upon the number of standing committees at the time of the review. The maximum number of permitted members may be reviewed and/or changed for the next six month period based on the composition of the standing committees at the time of the review. The Facilitation Committee shall have the following responsibilities:

- a) Oversee and assume responsibility for the coordination and facilitation of the CAG meetings.
- b) Oversee and assume the responsibility monitoring, tracking and reporting attendance to the Admin Comm. Each Committee Facilitator will be responsible for their committee 's membership records and attendance taking, by Roll Call, at all committee meetings. Membership changes and Attendance will be reported to the Admin Committee for record keeping and archiving and review. The Facilitating Committee Designee will be responsible for taking attendance, by Roll Call, at general meetings and reporting the attendance to the Administrative Committee. The Facilitation Committee must follow all other CAG standing committee guidelines as stated in the Charter. (see Section 8.5)
- c) Coordinate and direct the work of the CAG Facilitator on behalf of the CAG so long as the position is continued.
- d) Meet monthly or as needed.
- e) Handle attendance issues.
- f) Facilitate meetings, with assistance of CAG facilitator.

- g) Designate when the facilitator will serve as a point of contact between the CAG and local, state and federal agencies, elected officials, Potentially Responsible Parties, community organizations, and others
- h) Designate when the facilitator will serve as a confidential communication channel for members or observers as needed. In the event that a member is unable to speak about a concern directly to another member, he or she can contact the facilitator by phone (or in person). The facilitator may serve as a channel for such concerns as well as work with parties between meetings, as necessary, to resolve conflict. NOTE: the provision that “upon request all information or views shared during conversations with the facilitator will be kept confidential” is proposed to be eliminated.

The word, "Facilitator" will now read "Facilitator or Facilitating Committee CAG Designee" throughout the Charter