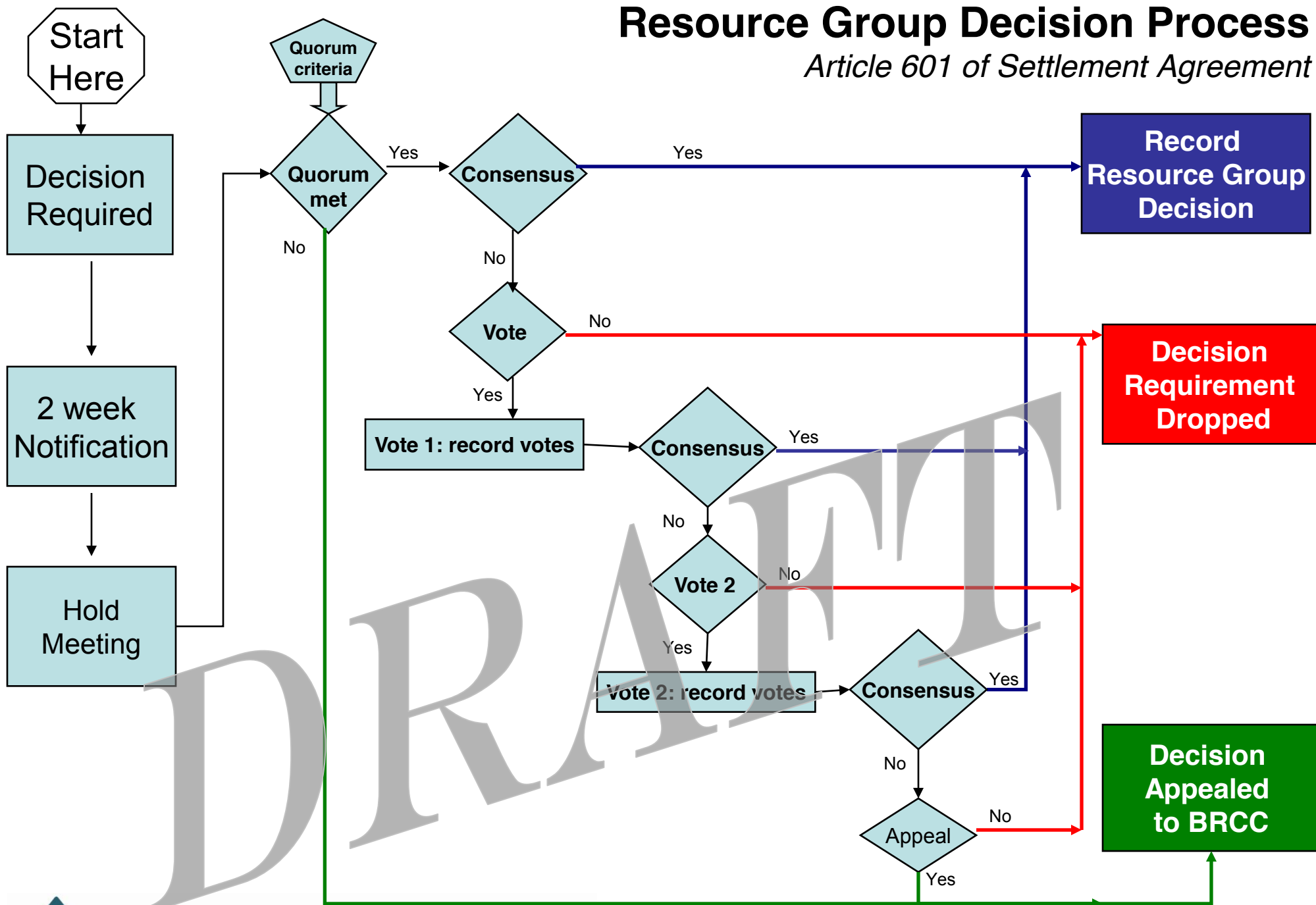


# Resource Group Decision Process

*Article 601 of Settlement Agreement*



**Article 601**

*Creation of Baker River Coordinating Committee*

Within six months of license issuance, licensee shall convene an initial meeting of the licensing implementation entity to be referred to as the "Baker River Coordinating Committee" (BRCC). Licensee shall provide each signatory to the "Baker River Hydroelectric Project Relicensing Comprehensive Settlement Agreement" (Settlement) a minimum of 30 days notice and invite each signatory to designate a representative, and an alternate representative. The purpose of the BRCC and Resource Groups is to implement the terms of the Settlement and participate on license implementation committees. In the event that an agency, tribe, non-governmental organization, or individual who was not a party to the Settlement seeks membership on the BRCC, licensee shall allow participation by a non-party only upon the unanimous approval of the BRCC, as defined in this article.

*Meeting Procedures of the BRCC and Resource Groups*

During the term of the license, licensee shall convene meetings of the BRCC, as necessary, to comply with the consultation requirements of the license. Licensee shall convene a meeting of the BRCC at least once annually. Licensee shall provide each representative on the BRCC with at least ten days notice of any meeting of the BRCC, and shall include a proposed agenda for each meeting.

At the first meeting of the BRCC, licensee shall establish individual resource technical groups that are anticipated to be involved in addressing ongoing license implementation issues as licensee carries out the terms and conditions of the license, including, without limitation: the Terrestrial Resources Implementation Group (TRIG); the Recreation Resources Group (RRG); the Aquatics Resources Group (ARG); and the Cultural Resources Advisory Group (CRAG) (Resource Group(s)). Other sub-groups may be established by the BRCC as needed to address license issues that arise during the term of the license. Each party to the Settlement can be a member in a Resource Group or Group(s) and the BRCC, upon notifying the licensee in writing of its designated representative(s). A party may designate its primary representative, and any alternate representatives. Licensee shall establish meeting notice requirements and protocols for meetings of the TRIG, RRG, ARG, and CRAG at the first annual meeting of the BRCC, following consultation with all members of the BRCC. In the event of any conflict between license articles and any meeting protocols established, the terms of the license shall control.

Licensee shall arrange for the services of a neutral, non-BRCC member to record and distribute minutes of BRCC and Resource Group meetings, if agreed to by the BRCC at any time.

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*License Implementation Framework*

For the term of the license, licensee shall consult with and schedule regular meetings of all Resource Groups, who will be invited to participate in all licensing implementation decisions pertaining to the resource area assigned to the Resource Group. The focus of license implementation decision-making will be within the Resource Groups. Meetings of the BRCC will be established to address issues affecting overall license implementation issues, annual updating, and other issues identified in this article or by the Resource Groups. The Resource Groups are intended to function as technical groups convened on an ongoing basis to address ongoing implementation issues throughout the term of the license. The BRCC is intended to function as a policy level group for decision-making issues that are not resolved in Resource Groups, as described in this article, and otherwise as a way of communicating with all signatories.

*Licensee Implementation and Decision-Making*

In carrying out licensee's obligations under the license, licensee shall work collaboratively with all members of the BRCC to comply with license articles and make informed decisions related to the operation of the Baker River Hydroelectric Project. Specifically, licensee shall:

- a) document the initial members of the BRCC and Resource Group representatives by compiling a list of all parties who have provided licensee of notice of their BRCC representatives and Resource Group representative(s);
- b) record any votes taken by the BRCC or Resource Groups by giving each BRCC member one vote on all matters to be decided by the BRCC, and each Resource Group member with one vote on all matters to be decided by the Resource Group;
- c) establish, and keep updated, a membership list of the BRCC as a whole and each of the Resource Groups established for the term of the license, including, without limitation, the TRIG, RRG, ARG, and CRAG. Each list shall contain the name of the party to the Settlement, the party's designated representative and alternates, and relevant contact information;
- d) chair the meetings of the BRCC, TRIG, RRG, ARG, and CRAG;
- e) submit decisions to the BRCC as follows:

Licensee shall only offer a vote to be taken on any license implementation issue at a regularly convened meeting of the BRCC, after the licensee has provided a minimum of two weeks written notice including an agenda and any issues on which a decision will be requested, made in accordance with the following decision-making protocol:

Decisions shall be made by consensus, defined as lack of objection. If consensus is not achieved at the Resource Group level, the BRCC may take a vote after

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licensee has complied with subsection (f) of this article and, for Articles 108, 109, 305, 502-505, 602, and 603 only, after affected resource agencies and tribes take an advisory vote.

For decisions related to implementation of plans for Articles 108, 109, 305, 502-505, 602, and 603 only, the BRCC may approve a proposal on a majority vote of the BRCC. If an advisory vote is not adopted by a majority vote at the BRCC, the meeting notes shall contain an explanation for not adopting the advisory vote.

For any decision related to a plan required by any article, consensus shall be required prior to filing the plan with the Commission, but licensee may timely file the proposed plan if consensus has not been achieved and licensee would risk noncompliance with a timing requirement. Licensee shall include in any plan submitted to FERC for which consensus was not achieved an explanation of any dispute relating to the proposed plan, along with the review and comments received in accordance with individual articles. If, following discussion at a BRCC meeting convened in accordance with the notice requirements of this article, a proposal does not achieve consensus, the proponent may request a vote. Each member of the BRCC will have one vote and only designated representatives will vote. Licensee shall record all votes, and any consensus achieved, in the minutes of the meeting during which a vote is taken.

After one vote, if consensus is not achieved, the proponent(s) may request a second vote. Any member voting against the proposal will explain the basis for the vote that specifically addresses the reason for the opposition and other relevant requirements of the license article(s) prompting the vote.

Licensee shall only offer a vote to be taken on any matter assigned for consultation with the BRCC, at a regularly convened meeting with a quorum present at the meeting. A quorum for a meeting of the BRCC, shall include at least one representative, or proxy, of each of the following to be present: licensee, the federal agencies (USDA-FS, USFWS, NPS, NOAA Fisheries), the state agencies (Ecology, WDFW, DNR), and the tribes (SSIT, SITC, USIT).

f) submit matters to the BRCC if the Resource Groups are unable to reach consensus decisions on a resource issue, or a quorum cannot be established as described in subsection (e) of this article, after complying with the following procedures:

1. Licensee shall provide at least two weeks notice of Resource Group meetings and the notice shall include a draft agenda and any issues on which a decision will be requested;

2. Only a member of the Resource Group may make a proposal for a decision, although this is not intended to preclude the source of the proposal coming from a person or entity other than a member as long as a Resource Group member sponsors the proposal;

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3. Resource Group decisions shall be made by consensus, defined as the lack of objection by members present at the meeting;

4. If consensus for a particular decision does not exist, the proponent of the proposal may request a vote, with each member having one vote per designated representative;

5. Licensee shall cause meeting minutes for each meeting where a vote is taken to contain a record of the votes and any consensus achieved;

6. After one vote, if consensus is not achieved, any member of the Resource Group may request a second vote; and

7. If consensus is not achieved after the second recorded vote, licensee, at the request of the proponent, shall refer the disputed proposal to the BRCC in accordance with subsection (e) of this article. The proponent may provide notice of the intent to refer at the time of second vote, or subsequently. Licensee shall not be required to include the decision on the agenda for a meeting of the BRCC to consider the proposal until the proponent(s); a) provides actual notice of the dispute at least three weeks prior to the date of the requested BRCC meeting at which the referred proposal is to be heard, and b) provides a written explanation of its vote at least two weeks prior to the requested meeting of the BRCC. Any member voting against the proposal will explain the basis for the vote that specifically addresses the reason for the opposition and other relevant requirements of the license article(s) prompting the vote.

g) for any articles requiring consultation with Resource Groups and/or specific parties, and for the purposes of the implementation of the license and Settlement only, licensee shall be deemed to have complied with the requirement to consult if licensee has communicated in writing with the party the licensee is required to consult with and provided information required by any specific article; and

h) only offer a vote to be taken on any matter assigned for consultation with the Resource Groups, at a regularly convened meeting with a quorum present at the meeting. A quorum for a meeting of the Resource Groups, or any of its resource groups, shall include at least one representative, or proxy, of each of the following to be present: licensee, the federal agencies (USDA-FS, USFWS, NPS, NOAA Fisheries), the state agencies (Ecology, WDFW, DNR), and the tribes (SSIT, SITC, USIT), or as otherwise defined by consensus of the BRCC.

Licensee may not rely on any decisions made by the BRCC, or Resource Groups, for any other purpose than complying with the requirements of the license. Licensee shall obtain any approvals required under applicable law related to any decision made by the BRCC for purposes of enabling licensee to comply with the requirements of the license.

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*Subject Matters for BRCC, Resource Group Communications and Meetings*

Licensee may convene meetings of the BRCC, TRIG, RRG, ARG, and CRAG, respectively, for the following purposes, or for any other purpose consistent with the license, or at the request of two or more members of the BRCC:

a) TRIG meetings may be convened to address one or more of the following issues or other issues identified by the TRIG: 1) licensee's implementation of Articles 501-517 (the Terrestrial Articles), 2) planning required by the Terrestrial Articles, 3) the scope, design, and conduct of any studies required to implement the Terrestrial Articles, 4) the discussion of study results pertaining to the implementation of the Terrestrial Articles, 5) land acquisition and selection criteria, required by any articles, 6) resource Project funding decisions, as described in Article 602 related to the Terrestrial Articles, 7) any issues identified during any required monitoring related to the Terrestrial Articles, and 8) any required annual reporting for the Terrestrial Articles;

b) RRG meetings may be convened to address one or more of the following issues or other issues identified by the RRG: 1) licensee's implementation of Articles 301-318 (the Recreation Articles), 2) planning required by the Recreation Articles, 3) the scope, design, and conduct of any studies required to implement the Recreation Articles, 4) the discussion of study results pertaining to the implementation of the Recreation Articles, 5) resource Project funding decisions, as described in Article 602 related to the Recreation Articles, 6) any issues identified during any required monitoring related to the Recreation Articles, and 7) any required annual reporting for the Recreation Articles;

c) ARG meetings may be convened to address one or more of the following issues or other issues identified by the ARG: 1) licensee's implementation of Articles 101-111, 401 and 505 (the Aquatics Articles), 2) planning and design review required by the Aquatics Articles, 3) the scope, design, and conduct of any studies required to implement the Aquatics Articles, 4) the discussion of study results pertaining to the implementation of the Aquatics Articles, 5) land acquisition and selection criteria, as described in any article, 6) resource Project funding decisions, as described in Article 602 related to the Aquatics Articles, 7) any issues identified during any required monitoring related to the Aquatics Articles, and 8) any required annual reporting for the Aquatics Articles;

d) CRAG meetings may be convened to address one or more of the following issues or other issues identified by the CRAG: 1) licensee's implementation of Article 201 (the Cultural Article), 2) planning required by the Cultural Article, 3) the scope, design, and conduct of any studies required to implement the Cultural Article or implement the HPMP, 4) the discussion of study results pertaining to the implementation of the Cultural Article, 5) the development of any needed information or reports for the completion of the Section 106 process, 6) any meetings required for pre-construction or land disturbance activities; 7) any issues identified during any required monitoring related to the Cultural Article, and 8) any required annual reporting for the Cultural Article; and

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e) BRCC meetings may be convened to address one or more of the following issues or other issues identified by the BRCC or Resource Groups: 1) any matter requiring a vote of the BRCC, as submitted by any of the Resource Groups in accordance with the requirements of this article, 2) overall Project implementation status and reporting, and 3) disputes arising from meetings of the Resource Groups not resolved by the Resource Group.

*Dispute Resolution*

In the event licensee is unable to document the consensus of a Resource Group related to the subject matter addressed by a Resource Group and required by a license article, licensee shall notify the BRCC of the nature of the issue, the efforts taken to resolve the issue, and any recommendation or agreed written statement of the issue developed by the Resource Group, as described in this article. In the event the BRCC resolves the issue, licensee shall communicate the results to the Resource Group members. In the event the BRCC does not resolve the issue, licensee shall notify all signatories of the Settlement of the failure of the BRCC to resolve the issue. Licensee shall stay the implementation of any decision reached by majority vote concerning Articles 108, 109, 305, 502-505, 602, and 603 at the request of any member of the minority who provides notice they are invoking the dispute resolution procedures authorized in Section 4 of the Settlement, unless licensee is required to proceed with implementation by the license or other applicable law.

Disputes submitted to the Commission for consideration shall be limited to alleging an inconsistency: 1) between a proposed plan and an article; 2) between a proposed implementation action and an approved plan; or 3) between proposed implementation action and the intent of an article, even if consistent with the approved plan.

*Reporting and Auditing*

Licensee shall provide an annual report generally summarizing the activities of the BRCC, TRIG, RRG, ARG, and CRAG during the preceding year as required by Articles 102, 201, 301, 501, 601, and 602 to each of the members of the BRCC, any of the Resource Group members who request a copy, and to the Commission.

Licensee shall allow a minimum of 30 days for BRCC members to comment and make recommendations before filing the annual report with the Commission no later than 90 days following the anniversary of the effective date of the license. Licensee shall include with the final report documentation of submission to all BRCC members for review and comment and descriptions of how any comments were addressed in the final report, or reasons for not addressing any comments, based on Project-specific information.