

EWEB Board Consent Calendar Request

For Contract Awards, Renewals, and Increases

The Board is being asked to approve a contract and additional funds for **Carmen-Smith Facilitation Consulting Services with Kearns & West, Inc.**

Board Meeting Date:	May 6, 2025
Project Name/Contract #:	Carmen-Smith Facilitation Consulting Services / 25-013-PSC
Manager:	Lisa Krentz Ext. 7450
Executive Officer:	Karen Kelley Ext. 7153

Contract Amount:

Original Contract Amount:	\$149,500 (Not previously approved by the Board)
Additional \$ Previously Approved:	\$0
Spend over last approval:	\$0
Amount this Request:	\$400,000 (Original \$149,500 plus an increase of \$250,000)
% Increase over last approval:	NA (Not previously approved by the Board)
Resulting Cumulative Total:	\$400,000

Contracting Method:

Method of Solicitation:	Direct Negotiation
If applicable, basis for exemption:	EWEB Rule 3-0275, Sole Source Findings SS-502
Term of Agreement:	January 17, 2025 – September 30, 2025
Option to Renew?	Yes, annually up to 5 years total
Approval for purchases “as needed”:	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
Proposals/Bids Received (Range):	NA
Selection Basis:	Sole Source Findings
Narrative:	

Operational Requirement and Alignment with Strategic Plan

Kearns & West Inc. has been selected to provide professional facilitation and mediation services in support of Carmen-Smith Fish Passage. Their role involves assisting EWEB in addressing complex regulatory and stakeholder engagement challenges associated with FERC License fish passage requirements. Kearns and West offers specialized expertise in Hydro licensing, fish passage, and the FERC regulatory processes. The Firm’s longstanding involvement in these issues, coupled with its established presence in the Pacific Northwest and physical office in Portland, enhances trust and consensus among key regulatory stakeholders (United States Fish and Wildlife Service and National Marine Fisheries Service). This work directly aligns with the Strategic Plan initiatives related to cost improvement and safe and reliable delivery of services, and Organization Goal #1 (Operational Efficiency and Effectiveness).

Contracted Goods or Services

The scope of work includes project management coordination, meeting facilitation, process design, and strategic support for a collaborative approach to fish passage at Carmen Smith. Deliverables include agendas, meeting documentation, annotated materials, action tracking, and development of operating principles. The initial contract scope was for a “kick off phase” to determine if this approach is likely to result in agreement amongst the parties. Continuation of this work beyond the “kick off phase” is fundamental to reaching agreement, advancing regulatory compliance, and fostering constructive stakeholder collaboration. By proactively addressing complex issues through facilitated dialogue, the services provided are expected to significantly reduce the risk of further conflict escalation.

Purchasing Process

EWEB initiated a sole source process.

Kearns & West is well suited for this work and has familiarity with all parties. Through a formal RFP process, they won the contract for the initial Carmen-Smith FERC License negotiations in 2006. They continue to have the requisite skills to assist EWEB with this complex task and can perform the work at a cost commensurate with their skill and consistent with market rates associated with other facilitation/mediation providers. More specifically, sole sourcing is justified for the following reasons:

- USFWS and NMFS requested that the mediator be mutually approved by all parties. EWEB agreed to accept Kearns & West, and Deb Nudelman specifically, for this role.
- Kearns & West has specific expertise around fish passage issues, as well as hydro project operations, FERC regulatory oversight and legal, technical, and policy expertise related to the issues at hand.
- Kearns & West has years of experience working on issues with these specific parties in the hydro licensing space. They have geographical proximity to Carmen-Smith with a presence in the Pacific Northwest and a physical office in Portland.

Prior Contract Activities

No recent contracts other than this contract. This contract in the amount of \$149,533.40 was direct negotiated in January 2025 according to established policies. The initial contract amount was based on the scope of work outlined in Contract No. 25-013-PSC. This amendment provides funds for continued meditation services beyond the initial “kick off phase”.

ACTION REQUESTED:

Management requests the Board approve the contract and additional funds with Kearns & West, Inc. for Carmen-Smith Facilitation Consulting Services. Approximately \$52,000 was planned for these services in the Generation Contracts Management Department 2025 budget of \$2.85 million. Variances will be managed within the budget process and Board policy.

BUDGET CATEGORY: Electric O&M, Generation Division, Consulting