

Mendocino County Russian River Flood Control & Water Conservation Improvement District
Policies

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4000 Board of Trustees

4100 Officers

~~4100.1~~ The President, ~~of the Board shall be elected annually at the last regular meeting of each calendar year.~~

~~4100.2~~ The Vice-President, ~~and of the Board shall be elected annually at the last regular meeting of each calendar year, to act in the Chairman's absence, or inability to act.~~

~~4100.3~~ The Treasurer of the Board shall be ~~elected~~ appointed annually at the last regular meeting of each calendar year.

~~4100.4~~ The terms of officers of the Board shall commence on January 1st of the year immediately following their ~~election~~ officer appointment.

4103 Attendance at Meetings

~~4103.1~~ Members of the Board of Trustees are expected to and shall attend all regular and special meetings of the Board unless there is good cause for absence. ~~4103.2~~ To be counted as present for any meeting, ~~Board Members~~ Trustees must be present for the duration of the meeting unless the President or General Manager has been notified in advance. ~~4103.3~~ A vacancy shall occur if a ~~Board Member~~ Trustee is absent from three (3) consecutive regular meetings without good cause, except as otherwise provided for by law or as authorized by the Board.

4105 Committees of the Board of Trustees

~~4105.1~~ Ad Hoc Committees

An Ad Hoc Committee is a temporary advisory committee appointed by the Board President as may be deemed necessary or advisable by the President or the Board. The purpose of an Ad Hoc Committee and the time allowed to accomplish that purpose shall be outlined at the time of appointment. An Ad Hoc Committee shall be considered dissolved when its purpose has been accomplished or when the timeframe for its existence has expired, whichever occurs first, but its existence may be extended for an added term or added assignment by action of the Board. Unless otherwise specified, members of an Ad-hoc committee shall be nominated by the President and approved by the Board.

~~4105.1.1~~ An Ad Hoc Committee shall consist of less than a majority of ~~Board Members~~ Trustees.

~~4105.1.2~~ An Ad Hoc Committee may make recommendations to the Board, ~~and~~ ~~The Board~~ may not delegate any decision-making power to a temporary advisory committee.

~~4105.1.3~~ An Ad Hoc Committee It shall meet on an as needed basis and shall not have a meeting schedule fixed by charter, ordinance, resolution, or formal action of the Board.

~~4105.2~~ Standing Committees

The Board does not have any standing committees.

~~4105.3~~ Advisory Committees Trustee Advisory Positions

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~~4105.3.1 — Advisory committees composed solely of the members of the legislative body that are less than a quorum of the legislative body are not legislative bodies and therefore not subject to the Brown Act. (Govt. Code § 54952(b))~~

~~4105.3.2 — Members of Advisory Committees are nominated by the President and approved by the Board.~~

~~4105.3.3 — Board Members may not serve on more than three (3) Advisory Committees.~~

~~4105.3.4 — No Advisory Committee shall have more than two (2) Board members.~~

~~4105.3.5 — All meetings of Advisory Committees shall be held on an as-needed basis and at a time called by the members of the Committee.~~

At the December meeting of each year, Trustees are assigned by the Board to serve in an Advisory Position to the General Manager on a designated topic for the following calendar year. Meetings between the General Manager and a Trustee Advisor shall be held on an as-needed basis and at a time called by either. Advisors are not a committee, are less than a quorum of the Board, and are therefore not subject to the Brown Act.

The following shall be Trustee ~~advisory committees~~Advisory Positions:

- (a) Operations ~~Committee~~
- (b) Finance and Audit ~~Committee~~;
- (c) Personnel and Organization ~~Committee~~
- (d) Public Information and Intergovernmental Affairs ~~Committee~~
- (e) Policy ~~Committee~~

~~Advisory committees~~Advisors may be ~~asked~~ assigned to review District functions, activities, and operations pertaining to their designated concerns, as specified below. Said assignment may be made by the Board President ~~, or~~ a majority vote of the Board, or as requested by the General Manager.

~~4105.3.6.1 — Operations~~ Advisory Committee~~Advisor~~ Duties and Functions: To study, advise, and make recommendations with regard to:

- a) Uniform Water Sale and Purchase Agreement
- b) Sales of surplus water
- c) New customer applications for water purchase
- d) Uniform and Surplus Water Rates
- e) Employment of engineering and geological consultants.
- f) Guidelines for modifying Uniform Agreement due to customer requested changes in amount of water and irrigable acres.
- g) Policies and rules regarding operational or engineering matters, in accordance with ~~Policy 13-2~~ “Regarding Formalities of approved Board Policy.”
- h) Recommend contracts.
- i) Make inspection trips of District facilities as needed.
- j) Address any legal matters affecting the District within the ~~Committee’s~~ Advisor’s area of interest.

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~~h) Other matters related to the above.~~

~~4105.3.6.2 Finance and Audit Advisory Committee Duties and Functions: To study, advise, and make recommendations with regard to:~~

- a) Preparation of annual budget.
- b) Sale of bonds and borrowing and repayment of money.
- c) Disposition and investment of reserve funds.
- d) Authorization of appropriations.
- e) Levying of taxes.
- f) Insurance to be carried.
- g) Reports of Auditors and financial statements.
- h) Employment of financial or insurance consultants.
- i) Form and contents of accounts, financial reports, and financial statements.
- j) Employment of auditors at any time and for general or special audits.
- k) Contents of auditors' periodic and annual reports.
- l) Audit of monthly expenditures.
- m) Policies and rules relating to budget, financing, audits or insurance in accordance with ~~Policy 13-2 "Regarding Formalities of Board Policy"~~ approved Board Policy.
- ~~n) Any legal matters affecting the District within the committee's Advisor's area of interest.~~
- ~~o) Other matters related to the above.~~

~~4105.3.6.3 Personnel and Organization Advisory Committee Advisor Duties and Functions: To study, advise, and make recommendations with regard to:~~

- a) The form of the District's organization and the flow of authority and responsibility.
- b) Periodic reviews and studies of the organization, the classification of positions, job duties, salaries and salary ranges; and prepare and submit annual recommendations for employee salaries and benefits to the Finance ~~Committee Advisor~~ for consideration in budget preparation.
- c) Relations between the District and its employees including all matters affecting wages, hours, pension plans and other employee benefits, and other terms and conditions of employment matters included within the employee relations resolution.
- d) Areas of special concern to the District and its employees, including, but not limited to, equal employment opportunity, affirmative action, and the health and safety of employees.
- e) Policies and rules regarding the employment, discipline and discharge of District officers and employees in accordance with ~~approved District Policy 13-2 "Regarding Formalities of Board Policy"~~.
- f) Individuals to serve in positions requiring Board approval, i.e. General Manager; Assistant General Manager, General Counsel; Controller and Treasurer.

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- g) Any legal matters affecting the District within the ~~Committee's~~ Advisor's area of interest.
- h) Other matters related to the above.

Public and Government Activities Advisory

- a) Policies and practices and means of disseminating District information in accordance with approved District Policy 13-2 "Regarding Formalities of Board Policy"
- b) Copy or content of District public information projects.
- c) Selection and compensation of public information consultants.
- d) Budget allocations for public information.
- e) Proposed legislation to be introduced by District.
- f) District position regarding support or opposition of legislation.
- g) District relationships with other governmental agencies or bodies.
- h) Annexations, reorganizations, and other matters for consideration by LAFCO.
- i) Other matters related to or involving other governmental and/or regulatory agencies.
- j) Any legal matters affecting the District within the ~~Committee's~~ Advisor's area of interest.
- k) Other matters related to the above.

~~4105.3.6.5~~ Policy Advisory Committee Duties and Functions: To study, advise, and make recommendations with regard to:

- a) Consistency and relevance of existing policies.
- b) Alignment of District practices with District policies.
- c) Identifying need for new or revised policies and referring these to the appropriate committee.
- d) Any legal matters affecting the District within the Advisor's area of interest.
- d)e) Other matters related to the above.

~~4105.4~~ Committee Reports: The reports and/or recommendations of ad hoc committees and Trustee Advisors may be in written or oral form and shall be addressed to the Board of Trustees.

~~4105.5~~ Obligations of Staff: All references and assignments to Board ad hoc committees and Trustee Advisors include, without the necessity of specific instruction, the request to District's staff to render assistance and perform such functions and services to the committees as may be required.

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4110 Duties of the Board President

~~4110.1 Presiding Officer:~~

~~4110.1.1~~ — The President of the Board of Trustees shall serve as the presiding officer at all Board meetings.

~~4110.1.2~~ — In the absence or disability of the President, the Vice President of the Board of Trustees shall serve as the presiding officer over all meetings of the Board. If the President and Vice President of the Board are both absent or disabled, the remaining members present shall select one of themselves to act as temporary presiding officer of the meeting.

~~4110.1.3~~ — The presiding officer shall have the same rights as the other members of the Board in voting, introducing motions, resolutions and ordinances, and any discussion of questions that follow said actions. The presiding officer may move, second, debate, and vote from the chair.

~~4110.2 Duties Regarding Meetings:~~

~~4110.2.1~~ — The President shall preside over and conduct all meetings of the Board of Trustees, shall carry out the resolutions and orders of the Board of Trustees, and shall exercise such other powers and perform such other duties as the Board of Trustees shall prescribe including, but not limited to, the following:

- a) Call the meeting to order at the appointed time;
- b) Announce the business to come before the Board in its proper order;
- c) Enforce the Board's policies in relation to the order of business and the conduct of meetings;
- d) Recognize persons who desire to speak, and protect the speaker who has the floor from disturbance or interference;
- e) Explain what the effect of a motion would be if it is not clear to every member;
- f) Restrict discussion to the question when a motion is before the Board;
- g) Rule on parliamentary procedure;
- h) Put motions to a vote, and state clearly the results of the vote; and
- i) Preserve order and decorum.

~~4110.3.1~~ — Responsibilities of the President include, but are not limited to, the following:

- a) Sign all instruments, act, and carry out stated requirements and the will of the Board;
- b) Sign the minutes of the Board meeting following their approval;
- c) Appoint and disband all committees, subject to Board ratification;
- d) Call such meetings of the Board as they may deem necessary, giving notice as prescribed by law;
- e) Coordinate the preparation of meeting agendas with the General Manager;

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- f) Confer with the General Manager or designee on crucial matters which may occur between Board of Trustees meetings;
- g) Be responsible for the orderly conduct of all Board meetings;
- h) -Be the spokesperson for the Board; and
- i) Perform other duties as authorized by the Board.

~~4110.3~~ In the absence or disability of the President, the alternate presiding officer may temporarily carry out these responsibilities until such time as the President is able to resume ~~his or her~~ their responsibilities.

4115 Ethics Training

~~4115.1~~ All Trustees, designated staff, and members of all commissions, committees, and other bodies that are subject to the Brown Act shall receive two hours of training in general ethics principles and ethics laws relevant to public service within one year of election or appointment to the Board of Trustees and at least once every two years thereafter, pursuant to Government Code Sections 53234 et seq. as may be amended from time to time.

~~4115.1.1~~ All ethics training shall be provided by providers whose curricula have been approved by the California Attorney General and the Fair Political Practices Commission.

~~4115.1.2~~ Ethics training may consist of a training course provided by either an affiliated attorney or an online course through the California Special District Association.

~~4115.1.3~~ Attendees shall obtain proof of participation after completing the ethics training. Trustees are responsible for completing the training and providing District staff with records which indicate both the dates that the Trustee completed the ethics training and the name of the training provider. These records shall be maintained for at least five years after the date of training and may be public records subject to disclosure under the California Public Records Act.

~~4115.1.4~~ District staff shall provide the prospective attendees with information on available training that meets the requirements of this policy at least once every year.

~~4115.1.5~~ A single training course may be used to satisfy the obligation to receive training for multiple agencies or positions. Applicable costs for attending the training shall be reimbursed by the District per Trustee Compensation Policy.

4116 Conflict of Interest and Incompatible Activities

Trustees and the General Manager shall be subject and adhere to the requirements of the California Political Reform Act (Government Code §§ 81000 et seq.), the Regulations of the Fair Political Practices Commission (Title 2, Division 6, Section 18730 of the California Code of Regulations), and other applicable state and local conflict of interest codes. Government Code Section 1909, et seq. prohibit a public official from being financially interested in a contract or sale in both public and private capacities This includes disqualification from making or participating in a decision, or using official position to influence or attempt to influence a decision in which there

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is a conflict of interest as defined by law. Form 700 Statement of Economic Interests will be completed annually by Trustees and General Manager, which requires disclosure of reportable economic interests.

4120 Members of the Board of Trustees

~~4120.1 Meeting Preparation:~~ Trustees shall thoroughly prepare themselves to discuss agenda items at meetings of the Board of Trustees. Trustees may request information from staff before meetings.

~~4120.1.1~~ Requests by individual Trustees for substantive information and/or research from District staff will be channeled through the General Manager.

~~4120.1.2~~ The General Manager shall be responsible for providing the requested ~~Information~~ information and shall make all information equally available to all Trustees.

~~4120.1.3~~ If writings are distributed to a majority of the Board in connection with an agenda item, those writings shall be made available to the public in the manner required by law.

~~4120.2 Meeting Decorum:~~

~~4120.2.1~~ Trustees shall at all times conduct themselves with courtesy to each other, to staff, and to members of the audience present at Board meetings.

~~4120.2.2~~ Trustees shall defer to the presiding officer for conduct of meetings of the Board, but shall be free to question and discuss items on the agenda. All comments should be brief and confined to the matter being discussed by the Board.

~~4120.2.3~~ Trustees may request for inclusion ~~into~~ in the meeting minutes brief comments pertinent to an agenda item only at the meeting that item is discussed (including, if desired, a position on abstention or dissenting vote).

~~4120.3~~ Abstentions and Failure to Vote: ~~Directors-Trustees~~ should not abstain from the Board's decision-making responsibilities unless a personal or financial conflict of interest exists. ~~Directors-Trustees~~ abstaining due to a disqualifying conflict of interest will not be counted as part of a quorum and will be considered absent for the purposes of determining the outcome of a vote on the matter. Trustees who fail to vote in the absence of a declared conflict of interest will be counted as part of a quorum and in effect consent that a majority of the quorum will determine the outcome of a vote on the matter.

Trustees may identify themselves as members of the Board at meetings and public or private gatherings. Members of the Board must exercise extreme caution when so identifying themselves, not to represent that they have the power or authority to speak for the Board unless that power or authority has been specifically granted by the Board to the Trustee for the specific purpose or event in which the Trustee is engaged.

4125 Training, Education, and Conferences

The Board recognizes that the specific Board responsibilities include setting the direction for the district, establishing and supporting the structure of the district, holding the district accountable on behalf of the community, and serving as community leaders. Trustees are encouraged to attend educational conferences,

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seminars, trainings, and professional meetings when the purpose of any such activity is to improve District operation or enhance leadership skills. Trustees shall not attend a conference or training event when it is apparent that there is no significant benefit to the District. Trustees shall not attend or engage in any tour or journey for pleasure at public expense (e.g. “junkets” or other such events) that are not beneficial to the District. There is no limit to the number of Trustees attending a particular activity when it is apparent that attendance is beneficial to the District, as long as a majority of the members of a body do not discuss issues related to their local agency’s business. Each Trustee shall take eight (8) hours of training, per elected trustee term, in governance and personnel relations beyond the legally required minimums.

~~4125.1 Members of the Board of Trustees are encouraged to attend educational conferences, seminars, trainings, and professional meetings when the purpose of any such activity is to improve District operation. There is no limit as to the number of Trustees attending a particular activity when it is apparent that attendance is beneficial to the District, as long as a majority of the members of a body do not discuss issues related to their local agency’s business. Trustees shall not attend conference or training event when it is apparent that there is no significant benefit to the District. Trustees shall not attend or engage in any tour or journey for pleasure at public expense (e.g. “junkets” or other such events that are not beneficial to the District.~~

~~4125.2~~It is the policy of the District to encourage Board development and excellence of performance by reimbursing actual expenses incurred for tuition, travel, lodging and meals as a result of training, educational courses, participation with professional organizations, and attendance at local, state and national conferences associated with the interests of the District.

~~4125.2.1~~ —The General Manager shall process reimbursements for Trustees for conference tuition and registration expenses, and for per diem expenses. Per Diem expenses, when appropriate, shall include meals, lodging, and travel. All expenses for which reimbursement is requested by Trustees, or which are billed to the District by Trustees, shall be submitted to the General Manager, together with validated receipts. All reimbursements shall be made in accordance with applicable State and federal law, including but not limited to Internal Revenue Service Guidelines.

~~4125.2.2~~ —Attendance by Trustees at seminars, workshops, courses, professional organization meetings, and conferences shall be approved by the Board ~~of Trustees~~ prior to the District incurring any reimbursable costs.

~~4125.2.3~~ Expenses to the District for ~~Board of Trustees’~~ training, education, and conferences should be kept to a minimum by reserving early, utilizing discounted rates and other economically beneficial practices. ~~recommendations for transportation and housing accommodations recommended by the General Manager, and by:~~

~~4125.2.3.1~~ — Utilizing hotel(s) recommended by the event sponsor in order to obtain discounted rates.

~~4125.2.3.2~~ — Trustees traveling together whenever feasible and economically beneficial.

~~4125.2.3.3~~ — Requesting reservations sufficiently in advance, when possible, to obtain discounted air fares and hotel rates.

~~4125.3~~A Trustee shall not be reimbursed for expenses incurred at any educational conference, seminar, training, or professional meeting event if such event occurs after the District has announced that Trustee’s pending

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resignation, or if such event occurs after an election in which it has been determined that the Trustee will not retain ~~his or her~~their seat on the Board.

~~4125.4~~ Upon returning from educational conferences, seminars, trainings, and professional meetings where expenses are reimbursed by the District, Trustees will either prepare a written or verbal report for presentation at the next regular meeting of the Board. Said report shall detail what was learned at the session(s) that will be of benefit to the District. Materials from the session(s) may be delivered to the District office to be included in the District library for the future use of other Trustees and staff.

4126 Trustee Compensation

Trustees are eligible for compensation for the performance of official duties. Trustee compensation shall be \$100 per day for four (4) or more hours and \$50 for less than four (4) hours of services rendered on behalf of the District. Services provided include attendance at:

- Any Regular, Special, Emergency, or Committee meeting of the District Board;
- Any Regular, Special, Emergency, or Committee meeting of a Joint Powers Agency of which the District is a member, and the Trustee has been appointed to represent the District;
- Any Regular, Special, Emergency, or Standing Committee meeting of an organization to which the Trustee has been liaised by the Board;
- Trainings, conferences, and educational activities that are related to the business of the District and/or service as a Trustee.
- Meetings, field visits, tours, or other events representing the District as requested by the Board or the General Manager and/or acting as an Officer of the Board or Trustee Advisor to the General Manager as assigned by the Board.

The maximum number of days for which a Trustee may receive compensation shall not exceed ten (10) days in a calendar month, irrespective of the number of days which the Trustee attends meetings of the Board, other meetings as appointed by the Board, or otherwise provides service as a Trustee at the request of the Board or the General Manager, as designated by the Board. In addition to the amount a Trustee may receive as daily compensation, Trustees shall also be reimbursed in accordance with the District's expense reimbursement policy, as amended from time to time.

On December 2nd of each year the per diem compensation shall increase by five percent (5%) consistent with Water Code Section 20202. The Board shall make a determination annually during the Fiscal Year Budget approval if it wishes to accept the annual increase in per diem compensation.

4200 Board Meetings

~~4200.1~~—All meetings of the Board shall be held in the room known and designated at the “Board Room” located in the District Offices, provided, that if, by reason of fire, flood, earthquake, or other emergency, it shall be unsafe to meet in said Board Room, the meetings shall be held at such place as is designated by the President,

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either within the boundaries of the District, in which event notice of such place of meeting shall be given in the manner required for giving notice of special meetings.

~~4200.2~~—Notices and Agendas of all meetings of the Board will be posted in accordance ~~to~~with the rules and regulations set forth in the Ralph M. Brown Act.

~~4200.3~~—Meetings must have a quorum of the Board or there will be no meeting.

~~4200.4~~Regular meetings: At the December meeting of each year, the Board will approve the holiday and Board meeting calendar for the following year which will be posted on the District website. Regular meetings of the Board ~~shall be~~re held on the ~~second~~first Monday of each month, at ~~the hour of~~ 5:30 p.m. with exceptions such as for holidays. If said Monday falls upon a holiday designated in Section 6700 of the Government Code of the State of California, such regular meetings shall be held at 5:30 p.m. on the next Monday as a Special Meeting. ~~T~~The date, time and /or place of regular Board meetings may be reconsidered annually at the annual organizational meeting of the Board, or such other at any time as the Board may determine due to a change in District needs and circumstances.

~~4200.5~~—Special meetings: Special meetings of the Board ~~of Trustees~~ may be called by the Board President or by a majority of the Board, subject to the rules and regulations set forth in the Ralph M. Brown Act.

~~4200.5.1~~ —All ~~Directors~~Trustees shall be notified of the special Board meeting and the purpose or purposes for which it is called. Notice of the meeting shall be in writing, received by them at least 24 hours prior to the meeting.

~~4200.5.2~~ —An agenda shall be prepared and posted at least 24 hours before the meeting and shall be delivered with the notice of the special meeting to the Board of Trustees.

~~4200.5.3~~ —Notice of the meeting shall be posted on the District website and distributed to any provided to the local newspaper and any other media outlet or person who has requested to receive meeting notices ~~of meetings~~ by serving a copy of the agenda at least 24 hours before the meeting.

~~4200.5.4~~ —Only those items of business listed in the call for the special meeting shall be considered by the Board at any special meeting.

~~4200.6~~Emergency Meetings: In the event of an emergency situation involving matters upon which prompt action is necessary, the Board ~~of Trustees~~ may hold an emergency meeting without complying with the 24-hour notice requirement. An emergency situation means either, as determined by a majority of the Board: (1) a work stoppage, crippling activity, or other activity that severely impairs public health or safety; or (2) a crippling disaster, mass destruction, terrorist act, or threatened terrorist activity that poses immediate and significant peril (a dire emergency).

~~4200.6.1~~ —When possible, notice shall be posted to the District website, distributed to any person who has requested to receive meeting notices, and provided to the media outlets, if deemed necessary by telephone at least one hour before the meeting. Actions taken during an emergency meeting shall be by roll call vote. The Board may meet in closed session if agreed to by 2/3 vote of the members present, or if less than 2/3 present, by unanimous vote.

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~~4200.6.2~~~~4200.6.3~~~~4200.6.4~~ Following an emergency meeting, the minutes of the meeting, a list of persons notified or attempted to be notified of the meeting, and actions taken must be posted for ten (10) days in the District office.

~~4200.7~~ Adjourned Meetings: A majority vote of the quorum of the Board ~~of Trustees~~ may adjourn any Board meeting at any place in the agenda to a time and place specified in the order of adjournment, except that if no quorum is present or no Trustees are present at any regular or adjourned regular meeting, the Board president or General Manager may declare the meeting adjourned to a stated time and place. Notice of the adjourned meeting shall be posted on or near the door of the meeting within 24 hours after the adjournment and the adjourned meeting shall be noticed in the same manner as a special meeting.

~~Annually at the December Board meeting, the Board will elect a President, Vice President, and Clerk from among its members to serve during the coming calendar year~~

~~4200.8 At this meeting the Board will elect a President, Vice President and Clerk from among its members to serve during the coming calendar year, and will appoint the General Manager [or other responsible managing employee] as the Board's Secretary and the Finance Division Manager as the District's Treasurer.~~

4203 Board Actions and Decisions

~~4203.1~~ Actions by the Board of Trustees include but are not limited to the following:

- ~~a) 4203.1.1~~ Adoption or rejection of regulations or policies;
- ~~b) 4203.1.2~~ Adoption or rejection of a resolution;
- ~~c) 4203.1.3~~ Adoption or rejection of an ordinance;
- ~~d) 4203.1.4~~ Approval or rejection of any contract or expenditure;
- ~~e) 4203.1.5~~ Approval or rejection of any proposal which commits District funds or facilities, including employment and dismissal of personnel; and,
- ~~f) 4203.1.6~~ Approval or disapproval of matters that require or may require the District or its employees to take action and/or provide services.

~~4203.2~~ Action can only be taken by the vote of the majority of the Board. Three (3) ~~Directors~~ Trustees represent a quorum for the conduct of business.

~~4203.2.1~~ A member abstaining in a vote is considered as absent for that vote. A member abstaining due to a conflict of interest does not count towards a quorum.

~~4203.~~ The Board may give directions that are not formal action. Such directions do not require formal procedural process. Such directions include the Board's directives and instructions to the General Manager.

~~4203.3.1~~ The President shall determine by consensus a Board directive and shall state it for clarification. Should any two (2) ~~Directors~~ Trustees challenge the statement of the President, a voice vote may be requested.

~~4203.3.2~~ A formal motion may be made to place a disputed directive on a future agenda for Board consideration, or to take some other action (such as refer the matter to the General Manager for review and recommendation, etc.).

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~~4203.3.3~~ Informal action by the Board is still Board action and shall only occur regarding matters that appear on the agenda for the Board meeting during which said informal action is taken.

~~4203.3.4~~ Nothing in this policy prevents the Board from providing direction to the General Manager in response to public comments or under ~~Board member~~ Trustee or General Manager comments, as allowed under the Brown Act. No vote or action shall be taken.

4205 Board Meeting Agenda and Materials

~~4205.1~~ Agenda preparation: The General Manager, in cooperation with the Board President, shall prepare an agenda for each regular and special meetings of the Board of Trustees in accordance with the Brown Act. Any ~~Director~~ Trustee may contact the General Manager and request an item to be placed on the agenda no later one week prior to the meeting.

~~4205.2~~ Public requests: Any member of the public may request that a matter directly related to District business be placed on the agenda of a regularly scheduled meeting of the Board ~~of Trustees~~, subject to the following conditions:

- a) ~~4205.2.1~~ The request must be in writing and be submitted to the General Manager together with supporting documents and information, if any, at least seven business days prior to the date of the meeting.
- b) ~~4205.2.2~~ The General Manager shall be the sole judge of whether the public request is or is not a "matter directly related to District business."
- c) ~~4205.2.3~~ The General Manager shall determine the timing of when the item will be placed on the agenda.
- d) ~~4205.2.4~~ The public member requesting the agenda item may appeal the General Manager's decision at the next regular meeting of the Board ~~of Trustees~~. Any ~~Director~~ Trustee may request that the item be placed on the agenda of the Board's next regular meeting.
- e) ~~4205.2.5~~ No matter which is legally a proper subject for consideration by the Board in closed session will be accepted under this policy.
- f) ~~4205.2.6~~ The Board ~~of Trustees~~ may place limitations on the total time to be devoted to a public request issue at any meeting; and may limit the time allowed for any one person to speak on the issue at the meeting.

~~4205.3~~ Agenda descriptions: All Board agendas shall include a description of each item on the agenda to be discussed, including closed session items. The General Manager shall ensure that the description gives notice to the public of the essential nature of business to be considered.

~~4205.4~~ Agenda posting: Agendas for regular meetings shall be posted 72 hours in advance of the meeting and agendas for special meetings shall be posted 24 hours in advance of the meeting. The posting must occur in a place that is freely accessible to the public and on the District's website. A touch screen electronic kiosk may

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take the place of ~~the paper~~ posting. The internet posting shall occur on the District's primary website homepage through a prominent, direct link to the current agenda. The agenda shall also be accessible in an open format.

~~4205.5~~—Agenda packages: Staff reports and supporting materials shall be provided in advance of the Board meeting in the form of an agenda packet. When distributing agenda packages and other materials to members of the Board ~~of Trustees~~, those materials should be provided to all members at the same time. Agenda packages, except for closed session materials, should also be made available to the public once distributed to the Board. Additionally, staff reports are to be orally summarized at the Board meeting mentioning only significant items or changes from previous reports.

~~4205.6~~—Public Participation:—"Public Expression" on the Agenda is intended for public comment and participation will be normally limited to items to items not on the agenda. All other comments should be given when the agenda item is addressed by the Board. Comments may be limited to no more than 3 minutes.

~~4205.6.1~~—For regular meetings, the Board shall provide the public with an opportunity to address not only any item on the agenda but any item within the subject matter jurisdiction of the District.

~~4205.6.2~~—For special meetings, the Board shall provide the public with an opportunity to address any item on the agenda.

~~4205.6.3~~—The Board may not prohibit public criticism, but shall control the order of the proceedings, including placing reasonable time limits on public comment.

~~4205.6.4~~—The Board may not require members of the public to give names or sign a register as a condition of attendance or speaking.

~~4205.7~~—Closed sessions: The Board may conduct a closed session during a noticed meeting for certain matters, as identified on the agenda, where it is necessary to conduct business in private. Major reasons for permissible closed sessions, as authorized by the Brown Act, include real property transactions, labor negotiations, and pending litigation. The Board shall allow public comment on any closed session item before going into closed session.

~~4205.8~~—Items not on the agenda: The Board shall not discuss or take action on any item that does not appear on the posted agenda except that the Board may act on items not on the agenda to address emergency situations, subsequent need items, and hold-over items from a continued previous meeting held within the prior five days. The Board may also respond to public comments and make announcements.

4210 Board Meeting Conduct

~~4210.1~~—Rules of order:—Meetings of the Board ~~of Trustees~~ shall be conducted by the President in a manner consistent with the policies of the District. ~~Policy No. 4230, "Rules of Order for Board and Committee Meetings," shall be used as a general guideline for meeting protocol.~~

~~4210.2~~—Agenda timing: ~~All Board meetings shall commence at the time stated on the agenda and shall be guided by same.~~ The placement of an item on the agenda shall not be deemed a requirement that the items proceed in any particular order. The Board President, with concurrence of a majority of the Board, may alter the order in which agenda items shall be considered for discussion and/or action by the Board.

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~~4210.3~~—Conduct of meetings: The following concepts shall be applied to Board meetings:

- a) ~~4210.3.1~~—The meetings shall be conducted in an open and fair manner.
- b) ~~4210.3.2~~—The public shall be given ample opportunity to participate in the meetings.
- c) ~~4210.3.3~~—Due process principles shall apply to quasi-judicial proceedings, or as otherwise required by law.
- d) ~~4210.3.4~~—The meetings shall proceed in a manner that enables the Board to consider problems to be solved and make wise decisions intended to solve the problems.
- e) ~~4210.3.5~~—The Board may receive, consider and take any needed action with respect to reports of accomplishment of District operations.
- f) ~~4210.3.6~~—Noticed public hearings shall be conducted in an orderly fashion, with the Board President establishing the order of the proceedings.
- g) ~~4210.3.7~~—The Board may weigh and determine the credibility of evidence and public comment.

~~4210.4~~—Public comment: Public comment on items on the agenda, and general public comment at a regular Board meeting for matters within the jurisdiction of the Board ~~of Trustees~~, shall be as followed:

- a) ~~4210.4.1~~—Five minutes may be allotted to each speaker and a maximum of 20 minutes to each subject matter.
- b) ~~4210.4.2~~—The Board president may allow additional per speaker and per subject comment time when necessary for a full and fair proceeding.
- c) ~~4210.4.3~~—No disruptive conduct shall be permitted at any Board meeting. Persistence in disruptive conduct shall be grounds for summary termination, by the Board President, of that person's privilege of address.

~~4210.5~~—Disruption of meetings: Willful disruption of any of the meetings of the Board ~~of Trustees~~ shall not be permitted. If the President finds that there is willful disruption of any meeting of the Board, he/she the President may do the following:

- a) ~~4210.5.1~~—Notify the disrupting parties to immediately stop the conduct and that they will be asked to leave the meeting if the behavior continues.
- b) ~~4210.5.2~~—If the behavior continues after notice, order the disrupting parties out of the room and conduct the Board's business without them present.
- c) ~~4210.5.3~~—In cases of extreme disruption, clear the room of all members of the public, and conduct the Board's business without them present.
- d) ~~4210.5.4~~—Duly accredited representatives of the news media, whom the President finds not to have participated in the disruption, shall be permitted to remain in the meeting.

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~~4215.1 The Brown Act.~~ The Legislature adopted the Brown Act, commonly referred to as California's "Open Meetings Laws" in 1964. The Brown Act is contained in Government Code section 54950 et seq. The Brown Act is broadly construed, and compliance is constitutionally mandated.

~~4215.2 Compliance with Brown Act.~~ All meetings of the Board ~~of Directors~~ shall comply with the Brown Act.

~~4215.2.1~~ Meetings occur whenever the majority of the Board ~~of Directors~~ meets to discuss District business.

~~4215.2.2~~ Members of the Board includes newly elected and appointed officials prior to assuming office.

Meetings through the use of intermediaries, serial communications, or emails are prohibited. The Board shall only take action during a properly noticed meeting.

~~4215.2.3~~ All Board meetings shall be open and freely accessible to the public, including those with disabilities.

~~4215.2.4~~ Meetings through the use of intermediaries, serial communications, or emails are prohibited.

~~4215.2.5~~ The Board shall only take action during a properly noticed meeting.

~~4215.3~~ Committees. Committees created by formal action of the Board shall comply with the Brown Act

4220 Minutes of Board Meetings

~~4220.1 Duty to keep minutes.~~ The ~~Secretary or Deputy Secretary of the Board of Trustees~~ General Manager shall keep minutes of all regular and special meetings of the Board.

~~4220.1.1~~ Copies of a meeting's minutes shall be distributed to Trustees as part of the information packet for the next regular meeting of the Board, at which time the Board will consider approving the minutes as presented or with modifications.

~~4220.1.2~~ ~~Unless directed otherwise, a~~ An audio tape or video recording of regular and special meetings of the Board ~~of Directors will~~ may be made and preserved according to the Brown Act. Members of the public may inspect recordings of Board meetings without charge.

~~4220.1.3~~ Motions, resolutions or ordinances shall be recorded in the minutes as having passed or failed. The motion makers, and individual votes will be recorded. A unanimous vote shall be recorded as a vote in favor by each member.

~~4220.1.4~~ All resolutions and ordinances adopted by the Board shall be numbered consecutively, starting new at the beginning of each year. Minutes shall not include the text of ordinances and resolutions adopted, which shall be recorded in separate volumes by the Secretary.

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~~4220.1.5~~ — In addition to other information that the Board may deem to be of importance, the following information (if relevant) shall be included in each meeting's minutes:

- Date, place and type of each meeting;
- ~~Directors~~ Trustees present and absent by name;
- Administrative staff present by name;
- Call to order;
- Time and name of late arriving Trustees ~~Directors~~;
- Time and name of early departing Trustees ~~Directors~~;
- Names of Trustees ~~Directors~~ absent during any agenda item upon which action was taken;
- Summary record of public comment regarding matters not on the agenda, including names of commentators;
- Approval of the minutes or modified minutes of preceding meetings;
- Approval of financial reports;
- Record of the vote of each Trustees ~~Director~~ on every action item for which the vote was not unanimous;
- Resolutions and ordinances described as to their substantive content and sequential numbering;
- Record of all contracts and agreements, and their amendment, approved by the Board;
- Approval of the annual budget;
- Approval of all policies, rules and/or regulations;
- Approval of all dispositions of District assets;
- Approval of all purchases of District assets; and,
- Time of meeting's adjournment.

4225 Review of Administrative Decisions

~~4225.1 Code of Civil Procedure § 1094.6.~~ The provisions of California Code of Civil Procedure §1094.6 shall be applicable to judicial review of all administrative decisions of the Board ~~of Trustees~~ pursuant to the provisions of §1094.5 of said code. The provisions of §1094.6 shall prevail over any conflicting provision and any otherwise applicable law, rule, policy or regulation of the District, affecting the subject matter of an appeal.

~~4225.1.1~~ — In accordance with §1094.6, the time to seek judicial relief shall be 90 days following the date in which the Board's decision becomes final.

~~4225.1.2~~ — No person aggrieved by a Board decision shall be allowed to seek judicial relief unless they shall have first raised that issue before the Board and provided the Board with an opportunity to address the issue.

~~4225.1.3~~ — No person aggrieved by a Board decision shall be allowed to seek judicial relief unless they shall have first exhausted all available administrative remedies made available by the District.

~~4225.2 Applicability.~~ This policy affects those administrative decisions rendered by the Board ~~of Trustees~~ following a proceeding at which notice and an opportunity to be heard has been provided.

~~4225.3 Purpose.~~ The purpose of this policy is to ensure efficient administration of the District, and the expeditious review of decisions rendered by the Board ~~of Trustees~~.

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~~4225.4 Claims:~~ Nothing in this policy shall be deemed to waive the claims filing requirements of the District when damages are being sought.

4230 Rules of Order for Conduct of Board and Committee Meetings

~~4230.1 General:~~

~~4230.1.1~~ — Action items shall be brought before and considered by the Board by motion in accordance with this policy. These rules of order are intended to be informal and applied flexibly. The Board prefers a flexible form of meeting and, therefore, does not conduct its meetings under formalized rules such as ~~Robert's Rules of Order.~~

~~4230.1.2~~ — If a Trustee believes order is not being maintained or procedures are not adequate, then he/she/the Trustee should raise a point of order - not requiring a second - to the President. If the ruling of the President is not satisfactory to the Trustee, then it may be appealed to the Board. A majority of the Board will govern and determine the point of order.

~~4230.2 Obtaining the Floor:~~

~~4230.2.1~~ — Any Trustee desiring to speak should address the President and, upon recognition by the President, may address the subject under discussion.

~~4230.3 Motions:~~

~~4230.3.1~~ — Any Trustee, including the President, may make or second a motion. ~~A motion shall be brought and considered as follows:~~

~~4230.3.1.1~~ — ~~A Direct Trustee or makes a motion; another Trustee seconds the motion; and the President states the motion:~~

~~4230.3.2~~ — Once the motion has been ~~stated by the President~~ made and seconded, it is open to discussion and debate. After the matter has been fully debated, and after ~~the public in attendance has had an opportunity to~~ comment, the President will call for the vote.

~~4230.3.2.1~~ — If the public in attendance has had an opportunity to comment on the proposed action, any Trustee may move to immediately bring the question being debated to a vote, suspending any further debate. The motion must be made, seconded, and approved by a majority vote of the Board.

~~4230.4~~ Secondary Motions: Ordinarily, only one motion can be considered at a time and a motion must be disposed of before any other motions or business are considered. There are a few exceptions to this general rule, though, where a secondary motion concerning the main motion may be made and considered before voting on the main motion:;

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- ~~4230.4.1~~—Motion to Amend: A main motion may be amended before it is voted on, either by the consent of the Trustee who moved and seconded, or by a new motion and second.
- ~~4230.4.2~~—Motion to Table: A main motion may be indefinitely tabled before it is voted on by motion made to table, which is then seconded and approved by a majority vote of the Board.
- ~~4230.4.3~~—Motion to Postpone: A main motion may be postponed to a certain time by a motion to postpone, which is then seconded and approved by a majority vote of the Board.
- ~~4230.4.4~~—Motion to Refer to Committee: A main motion may be referred to a Board committee for further study and recommendation by a motion to refer to committee, which is then seconded and approved by a majority vote of the Board.
- ~~4230.4.5~~—Motion to Close Debate and Vote Immediately: As provided above, any Trustee may move to close debate and immediately vote on a main motion.
- ~~4230.4.6~~—Motion to Adjourn: A meeting may be adjourned by motion made, seconded, and approved by a majority vote of the Board before voting on a main motion.

~~4230.5—Decorum:~~

~~4230.5.1—The President shall take whatever actions are necessary and appropriate to preserve order and decorum during Board meetings, including public hearings. The President may eject any person or persons making personal, impertinent or slanderous remarks, refusing to abide by a request from the President, or otherwise disrupting the meeting or hearing.~~

~~4230.5.2—The President may also declare a short recess during any meeting.~~

~~4230.6—Amendment of Rules of O~~

~~4230.6.1~~—By motion made, seconded and approved by a majority vote, the Board may, at its discretion and at any meeting:

- a) temporarily suspend these rules in whole or in part;
- b) amend these rules in whole or in part; or,
- c) both.