

**POLICY TITLE:** Adoption/Amendment of Policies

**POLICY NUMBER:** 1010

**PURPOSE:** Procedure to create/amend/adopt Policy for the District.

**1010.1** Consideration by the Board of Directors to adopt a new policy or to amend an existing policy may be initiated by any Director or the General Manager. The proposed adoption or amendment shall be initiated by a Director or the General Manager submitting a written draft of the proposed new or amended policy to the Board Chairperson and the General Manager by way of the District office, and requesting that the item be included for consideration on the agenda of meeting of the Board of Directors.

**1010.2** Adoption of a new policy or amendment of an existing policy shall be accomplished at a properly noticed meeting of the Board of Directors by a majority vote.

**1010.3** Copies of the proposed new policy shall be included in the agenda information packet for any meeting in which they are scheduled for consideration (listed on the agenda). A copy of the proposed new or amended policy(ices) shall be made available to each Director and the public for review.

**POLICY TITLE: Conflict of Interest**

**POLICY NUMBER: 1020**

**1020.1** Political Reform Act of 1974, Government Code §87300, et seq., requires state and local government agencies to adopt and promulgate conflict of interest code. Reference Resolution no. 2012-16.

**POLICY TITLE: Public Documents**

**POLICY NUMBER: 1050**

**PURPOSE:**

Handling public requests for information to clarify the importance of Public Knowledge of District Activity.

**1050.1** All requests shall be provided in writing and filed accordingly. Staff shall date/time stamp requests as received. Emailed requests shall be printed and hard copy filed accordingly.

Individuals requesting copies of public documents shall be charged a reasonable fee based upon the cost to produce the copy (\$.15 per sheet) to defray expense associated with the copying process. The documents shall be submitted electronically when most convenient deterring the cost to the public and district. This is the preferred method of document transfer whenever possible.

**1050.2** Copies of the agendas and other writings (except for privileged documents) distributed to majority of the Board of Directors at open Board meeting shall be made available to the public. A limited quantity of such documents (based on normal audience attendance) shall be copied in advance of each meeting and made available to the public in attendance at no charge. Individuals requesting copies of such documents prior to the Board meeting will be charged \$.15 per sheet. The copy charge may be levied at board meeting for copies of documents if more are needed and/or requested in addition to those normally prepared for the public at Board meetings.

**1050.3** All public documents presented for any Board meetings shall be posted on the Districts Website within one (1) day of Boards receipt of documents.

**1050.4** All requests must be responded to within 10 days. In the event that the documents will not be within the District's ability to complete the request within the 10 days, a response to the requester with the time frame the documents will be made available.

**1050.5** District non-compliance with any public request for information will not be tolerated by the District. Any employee inhibiting in any way, the response of public information shall have formal action taken with a written letter placed in their employee file, documented as non-compliance with District Policies. The General Manager is ultimately responsible for all responses with Public request, delegated or not.

**POLICY TITLE:**            **Guidelines for Developing Board Position on Proposed Legislation**

**POLICY NUMBER:**    **3230**

**PURPOSE:**

The purpose of the policy is to guide District officials and staff in considering legislative or regulatory proposals and to allow for a timely response to legislative issues important to the District, including letters from the President to the Legislature and/or Congress consistent with this policy.

**Policy:**

The Board of Directors recognizes the need to protect Georgetown Divide Public Utility’s interests and local legislative authority and to identify various avenues to implement its strategic goals. It is the policy of the Georgetown Divide Public Utility District to proactively monitor and advocate for legislation as directed by the Guiding Principles and by the specific direction of the Board of Directors.

This Policy includes Board of Directors Guiding Principles and procedures for adopting and communicating official District positions on legislation, regulations, candidates for public office, or grant applications by or to other government bodies and for maintaining positive intergovernmental relations.

**Guiding Principles:**

**Preserve Local Control**

Preserve and protect the District’s powers, duties and prerogatives to enact legislation and policy direction concerning local affairs, and oppose legislation that preempts local authority. Local agencies should preserve and enhance authority and accountability for revenues raised and services provided.

**Promote Fiscal Stability**

Support measures that promote fiscal stability, predictability, and financial independence. Support measures that preserve the District’s revenue base and local control over local government budgeting, recognizing that economic cost is a determinate in considering the merits and/or impacts of any proposed legislation or regulation.

Oppose measures that make District’s more dependent on the County, State or Federal Governments for financial stability, such as mandated costs with no guarantee of local reimbursement or offsetting benefits. Oppose measures that shift local funds to the City, County, State or Federal Governments, without offsetting benefits.

**Support Funding Opportunities**

Support opportunities that allow the District to compete for its fair share of regional, state and federal funding, and that maintain funding streams. Opportunities may include competitive grant and funding programs. Opportunities could also include dedicated funding streams at the regional, state and federal

levels that allow the District to maximize local revenues, offset and leverage capital expenditures, and maintain District goals and standards.

## **Advocacy Process and Procedures:**

It is the policy of the Georgetown Divide Public Utility District to proactively monitor and advocate for legislation as directed by the Guiding Principles and by the specific direction of the Board of Directors.

This process involves interaction with federal, state and local government entities both in regard to specific items of legislation and to promote positive ongoing intergovernmental relationships. Such ongoing positive relationships are fostered by ongoing participation and involvement by the Board of Directors and District staff in national, state, and regional organizations and through ongoing communications and cooperation with local legislators. Therefore, to the extent practical, involvement in such organizations or efforts is encouraged and supported by the District.

Monitoring legislation is also a shared function of the Board of Directors and District staff. Board Members can request consideration of legislative positions to be placed on the Board Meeting Agenda. District staff is responsible to provide periodic updates on legislative proposals and recommendations for official District positions. In providing the necessary information to the Board of Directors, staff shall include the following:

- A basic summary of the legislation;
- How the legislation may impact the District, including potential fiscal impacts;
- Positions taken by other bodies including the California Special Districts Association (CSDA), Association of California Water Agencies (ACWA), Mountain Counties Water Resources Association (MCWRA), other districts or local agencies, and/or other relevant professional or non-profit organizations; and
- Current status of the legislation.

Whenever possible, the full Board of Directors should be given the opportunity to consider and adopt official positions formally before communication through letters or other means are prepared. The President is authorized to sign letters on behalf of the Board of Directors once an official position is taken. Such communication should be in the form of letters unless other forms have been requested by a legislator or a body to which the District is a member, such as the ACWA.

For legislation, positions will generally be communicated initially to the author, the representative(s) of the District to the legislative body, and advocacy organizations to which the District belongs, such as the ACWA. As legislation progresses, further correspondence may be sent to pertinent legislative committee members, other legislators or to the Governor or President without additional action by the Board of Directors. Staff is responsible to provide periodic updates relating to the item once a position has been adopted by the Board of Directors.

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In cases where urgent action is required, or when a Board of Directors meeting will not be held in time for the communication to be effective, communication on behalf of the District may still be sent if the following criteria is met:

- Timing does not allow for full Board of Directors consideration.
- The position is consistent with the Guiding Principles adopted as a part of this Policy.
- The position is consistent with that of organizations to which the District is a member, such as ACWA.
- The position and correspondence sent are communicated to the Board of Directors as soon as possible.
- The position and correspondence has been reviewed and approved by the General Manager and the Board designated legislative liaison.

In addition to official District positions on legislation, regulations or grant applications, individual District Board Members, the General Manager, and members of the District's Management Team (Department Directors) may take a position on such items and communicate regarding those positions so long as they clearly indicate that the letter reflects their individual position and is not the position of the Georgetown Divide Public Utility District.

In no case shall a member of District staff, in the course of their professional role, take or communicate a position which is contrary to an official position of the District. Copies of any communication from an individual Board Member or District staff member shall be provided to the full Board of Directors for information.

### **Board Designated Legislative Liaison**

Each year at the annual organization meeting, the Board shall appoint one Director to serve as their Board Legislative Liaison. As described above, the role of the Board Legislative Liaison shall be to review and approve District position and correspondence that is prepared by Staff in response to calls to action that require urgent response.

### **Candidates for Public Office**

It is the policy of the Georgetown Divide Public Utility District not to participate in, directly or indirectly, or to intervene in (including by means of the publishing or distributing of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.

Notwithstanding these limitations, Georgetown Divide Public Utility District recognizes that individual Board Members and staff may wish to participate in the political process. Therefore, individual Board Members and staff may take a position on behalf of, or in opposition to, any candidate for public office and communicate regarding those positions so long as they clearly indicate that the position reflects their individual position and is not the position of the Georgetown Divide Public Utility District.

**POLICY TITLE:**        **Attendance at Meetings**

**POLICY NUMBER:**    **4020**

**4020.1** Members of the Board of Directors shall attend all regular and special meetings of the Board unless there is good cause for absence. Board members shall respond to all meetings with acknowledgement of receipt of meeting notice and attendance availability.

**POLICY TITLE:** Expenditure Reimbursement

**POLICY NUMBER:** 4025

**4025.1 Purpose.** The purpose of this policy is to prescribe the manner in which District employees and directors may be reimbursed for expenditures related to District business.

**4025.2 Scope.** This policy applies to all employees and members of the Board of Directors and is intended to result in no personal gain or loss to an employee or director.

**4025.3 Implementation.** Whenever District employees or directors desire to be reimbursed for out-of-pocket expenses for item(s) or service(s) appropriately relating to District business, they shall submit their requests on a reimbursement form approved by the General Manager. Included on the reimbursement form will be an explanation of the District-related purpose for the expenditure(s), and receipts evidencing each expense shall be attached.

**4025.4.1** General Manager will review and approve reimbursement requests. .  
Reimbursement requests by the General Manager will be reviewed and approved by the Board.

**4025.4.2** All expenses must be reasonable and necessary, and employees and Directors are encouraged to exercise prudence in all expenditures.

**4025.4.3** The most economical mode and class of transportation reasonably consistent with scheduling requirements will be used. In the event a more expensive class of transportation is used, the reimbursable amount will be limited to the cost of the most economical class of transportation available. Reimbursement for use of personal vehicles will be at the applicable IRS-approved rate.

**4025.4.4** Expenditures for food and lodging will be the same as the current State of California employee per diem guidelines.



**POLICY TITLE:** Remuneration and Reimbursements

**POLICY NUMBER:** 4030

#### **4030.1 REMUNERATION**

Members of the Board of Directors shall receive a monthly "Director's Stipend," the amount of which shall be established annually by the Board at its regular meeting in July and be consistent with applicable state law. Reference Ordinance 2011-01.

**4030.1.1** Pursuant to Public Utilities Code § 16002(a), each Director shall receive a stipend in the amount of Four Hundred Dollars (\$400.00) per month. A Director must attend the regular meeting of the Board to receive the monthly stipend. The annual amount of the stipend shall not exceed four thousand eight hundred dollars (\$4,800.00)

#### **4030.2 REIMBURSEMENT**

Directors' shall be entitled to receive their actual and necessary expenses incurred while on official District business as provided below. Official District business shall include attendance at meetings described in the Public Utilities Code § 16002(b)(2), local or regional meetings of water purveyors, and training sessions and conferences of public officials. Reimbursement for such expenses is subject to the requirements of Government Code §§ 53232.2 and 53232.3. All expense reports shall document that expense meet the requirement of Ordinance 2011-01.

- A. **MILEAGE** - reimbursement for mileage incurred by Directors in their own vehicle shall be set at the rate of reimbursement allowed under Publication 535 of the Internal Revenue Service, Mileage shall not be reimbursed for attendance at regular or special board meeting of GDPUD held at the District office or to other similar locations in the District. Requests for mileage reimbursement shall state the distance traveled, the date, the meeting attended and the amount of reimbursement sought.
- B. **LODGING AND TRAVEL**- Reimbursement for lodging, travel and incidental expenses incurred for attendance at meetings or conferences outside of the County is subject to prior approval by the Board of Directors. However, the Board in its discretion may approve reimbursement after a Director has attended the meeting or conference in circumstances where the meeting schedule of the Board did not permit prior approval of the request. Request for reimbursement of lodging, travel, meals and incidental expenses shall include copies of all receipts for the expense with the request for reimbursement. The State per diem rate will be used for expense limitations.

- C. **IRS RATES** –Publication 463 shall be followed and the use of California per diem rates shall be used as stated in this publication for travel, meals, Lodging and other actual and necessary expenses.

**POLICY TITLE:**            **Directors' Insurance**

**POLICY NUMBER:**    **4035**

**4035.1** Members of the Board of Directors of the Georgetown Divide Public Utility District shall be covered under the District's Worker's Compensation Policy.

**4035.2** Members of the Board of Directors of the Georgetown Public Utility District shall be cover with errors and omissions liability insurance.

**POLICY TITLE:           Duties of Board President**

**POLICY NUMBER:       4040**

**4040.1** The President of the Board of Directors shall serve as chairperson at all Board meetings. He/she 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.

**4040.2** In the absence of the President, the Vice President of the Board of Directors shall serve as chairperson over all meetings of the Board. If the President and Vice President of the Board are both absent, the remaining members present shall select one of themselves to act as chairperson of the meeting.

**4040.3 DUTIES and RESPONSIBILITIES Regarding Meetings of the Board**

The president shall preside over and conduct all meetings of the Board of Directors, and shall carry out the resolution and orders of the Board of Directors and shall exercise such other powers and perform such other duties as the Board of Directors. The president shall have all the rights to discuss and vote on any issues before the Board, but not to move or second any motion. If the president wishes to move or second a motion he/she must pass the gavel to the Vice-President and step down as the presiding officer for that particular agenda item. Responsibilities of the President include:

1. Call the meeting to order at the appointed time;
2. Announce the business to come before the Board in its proper order;
3. Enforce the Board's policies in relation to the order of business and the conduct of meetings;
4. Recognize persons who desire to speak, and prevent any interruptions
5. Explain what the effect of a motion would be if it is not clear to every member;
6. Restrict discussion to the question when a motion is before the Board;
7. Rule on parliamentary procedure; and
8. Put motions to a vote, and state clearly the results of the vote.
9. Sign all instruments, act, and carry out stated requirements and the will of the Board;
10. Sign the minutes of the Board meeting following their approval;
11. Appoint and disband all committees, subject to Board ratification;
12. Call such meetings of the Board as he/she may deem necessary, giving notice as prescribed by law;
13. Coordinate the preparation of meeting agendas with the General Manager;
14. Confer with the General Manager or designee on crucial matters which may occur between Board of Directors meetings;
15. Be responsible for the orderly conduct of all Board meetings;
16. Be the Spokesperson for the Board; and
17. Perform other duties as authorized by the Board.
18. Be the primary keeper of the General Manager's personnel file.

**POLICY TITLE :** Treasurer/Board Secretary

**POLICY NUMBER:** 4045

**4045.1** The position of Secretary of the Board of Directors is required by state law. Among other things, the Secretary performs duties including recording of minutes and actions of the Board of Directors and certifying all actions and resolutions of the Board, in the absence of the Board Clerk.

**4045.2** If for any reason the President and Vice-President resign or are absent or disabled, the Secretary may perform the President's duties until the position of President is filled.

**4045.3** If for any reason the President and Vice-President disqualify themselves from participating in an agenda item or become partisan in the debate on any such item, the Secretary shall perform the duties of the presiding officer.

**4045.4 DUTIES** of the Treasurer/Board Secretary

The secretary of the Governing Board shall have the following duties:

1. Certify or attest to actions taken by the Board when required;
2. Sign the minutes of the Board meeting following their approval as needed;
3. Sign the documents as directed by the Board on behalf of the District, and sign all other items which require the signature of the Secretary; and
4. Perform any other duties assigned by the Board.
5. Shall be responsible for signing, reviewing approved accounts payable documents.

**4045.5 RESPONSIBILITIES** of the Treasurer/Board Secretary

It is the responsibility of the Secretary, when acting as Board Clerk, with assistance of the General Manager to ensure:

1. Minutes of the Board of Directors meetings are recorded. These recordings are generally for use by the Secretary for the purpose of preparing minutes for adoption at the next regularly scheduled meeting shall be posted on the District's website;
2. Minutes of each Board meeting are prepared and maintained;
3. Board records and other documents & reports are maintained, as required by law; and
4. Board officers receive the correspondence addressed to them

**POLICY TITLE:**           **Legal Counsel and Auditor**

**POLICY NUMBER:**    **4048**

**4048.1** The Board of Directors shall appoint a Legal Counsel to assist the Board and District in all applicable issues and activities.

**4048.2** Legal Counsel shall be the legal adviser of the District and shall perform such duties as may be prescribed by the Board of Directors. Legal Counsel is required to review and approve District legal documents, i.e. contracts, agreements, etc. The Legal Counsel shall present and report on all legal issues to the Board President and/or the Board, in both Open and Closed Session. The Legal Counsel shall serve at the pleasure of the Board, and shall be compensated for services as determined by the Board.

**4048.2.2** The Legal Counsel reports to the Board as a whole but is available to each director for consultation regarding legal matters affecting or concerning the District. No Board member may request a legal opinion of legal counsel without concurrence by the Board President except as such requests relate to questions regarding that member's participation. The Legal Counsel shall be available to the District General Manager for consultation on applicable issues and activities. All correspondence with legal counsel is to be copied to the Board President.

**4048.3** The Auditor shall be appointed by the Board by a majority vote in a public meeting. The Board shall determine the duties and compensation of the Auditor. Selection of the Auditor shall be done in a noticed public meeting and at least every five years.

**4048.3.1** The Board may appoint a committee to oversee the work of an independent auditor, which will report to the Board, to conduct an annual audit of the District's books, records, and financial affairs in accordance with state law and the Finance Committee Charter which is appointed by the Board for Audit Compliance.

**POLICY TITLE: Members of the Board of Directors**

**POLICY NUMBER: 4050**

**4050.1** Directors shall thoroughly prepare themselves to discuss agenda items at meetings of the Board of Directors. Information may be requested from staff or exchanged between Directors before meetings.

**4050.1.1** Information exchanged before meetings shall be distributed through the General Manager, and all Directors will receive all information being distributed.

**4050.1.2** Copies of information exchanged before meetings shall be available at the meeting for members of the public in attendance, and shall also be provided to anyone not present upon their request as stated in policy 1050.

**4050.2** Directors shall at all times conduct themselves with courtesy to all in attendance.

**4050.3** Directors shall defer to the president 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.

**4050.4** Directors may request for inclusion into 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).

**4050.5** Directors shall abstain from participating in consideration on any item involving a personal or financial conflict of interest. Unless such a conflict of interest exists, however, Directors should not abstain from the Board's decision-making responsibilities.

**4050.6** Requests by individual Directors for substantive information and/or research from District staff will be channeled through the General Manager.

**POLICY TITLE:**        **Basis of Authority**

**POLICY NUMBER:**    **4070**

**4070.1** The legal authority for the Georgetown Divide Public Utility District is derived from the California Government Code, Public Utility Code, Public Utility District Act and related laws.

**4070.2** The Board of Directors is the unit of authority within the District. Apart from his/her normal function as a part of this unit, Directors have no individual authority except as specifically authorized. As individuals, Directors may not commit the District to any policy, act, contract or expenditure.

**4070.3** Directors do not represent any fractional segment of the community, but are, rather, a part of the body that represents and acts for the community as a whole.



**POLICY TITLE:** Training, Education, and Conferences

**POLICY NUMBER:** 4090

**4090.1** Members of the Board of Directors are encouraged to attend educational conferences and professional meetings when the purposes of such activities are to improve District operation. Hence, there is no limit as to the number of Directors attending a particular conference or seminar when it is apparent that their attendance is beneficial to the District.

**4090.1.1** "Junkets" (a tour or journey for pleasure at public expense), however, will not be permitted except for personal reasons, and are not reimbursable expenses.

**4090.2** 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. Cash advances or use of District credit cards for these purposes is not permitted.

**4090.2.1** The Clerk of the Board is responsible for making arrangements for Directors for conference and registration expenses, and for per diem. Per diem, when appropriate, shall include reimbursement of expenses for meals, lodging, and travel. All expenses for which reimbursement is requested by Directors, or which are billed to the District by Directors, shall be submitted to the Clerk of the Board, together with validated receipts in accordance with State law.

**4090.2.2** Attendance by Directors of seminars, workshops, courses, professional organization meetings, and conferences shall be approved by the Board of Directors prior to incurring any reimbursable costs.

**4090.2.3** Expenses to the District for Board of Directors' training, education and conferences should be kept to a minimum by utilizing recommendations for transportation and housing accommodations put forth by the Clerk of the Board and by:

**4090.2.3.1** Utilizing hotel(s) recommended by the event sponsor in order to obtain discounted rates unless there are less expensive accommodations in close proximity available.

**4090.2.3.2** Directors traveling together whenever feasible and economically beneficial. Provided the quorum is not involved.

**4090.2.3.3** Requesting reservations sufficiently in advance, when possible, to obtain discounted air fares and hotel rates.

**4090.3** A Director shall not attend a conference or training event for which there is an expense to the District if it occurs after the District has announced his/her pending resignation, or if it

occurs after an election in which it has been determined that the Director will not retain his/her seat on the Board. A Director shall not attend a conference or training event when it is apparent that there is no significant benefit to the District.

**4090.4** Upon returning from seminars, workshops, conferences, etc., where expenses are reimbursed by the District, Directors will either prepare a written report for distribution to the Board, or make a verbal report during 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 Directors and staff.

**POLICY TITLE: Ethics Training**

**POLICY NUMBER: 4095**

**4095.1** All directors and designated executive staff of Georgetown Divide Public Utility District 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 directors and at least once every two years thereafter, pursuant to Government Code Sections 53234 through 53235.2. The GDPUD General Manager is a designated executive staff required to receive this training

**4095.2** This policy shall also apply to all staff members that the board of directors designates and to members of all commissions, committees and other bodies that are subject to the Ralph M. Brown Act.

**4095.3** All ethics training shall comply with Government Code Section 53235, and/or be provided by entities whose curricula have been approved by the California Attorney General and the Fair Political Practices Commission.

**4095.4** Directors shall obtain proof of participation after completing the ethics training. Applicable costs for attending the training will be reimbursed by the District.

**4095.4.1** District staff shall maintain records indicating both the dates that directors completed the ethics training and the name of the entity that provided the training. These records shall be maintained for at least five years after directors receive the training.

**4095.5** District staff shall provide the General Manager and board of directors with information on available training that meets the requirements of this policy at least once every year.

**4095.6** Ethics training may consist of either a training course or a set of self-study materials with tests, and may be taken at home, in person or online.

**4095.7** Any director of GDPUD that serves on the board of another agency is only required to take the training once every two years.

**POLICY TITLE:** Filling of Vacancy(s) on the Board of Directors

**POLICY NUMBER:** 4097

**4097.1** The District Board of Directors are elected (or appointed) in accordance with the Principal Act of the District. From time to time a vacancy may occur on the Board for a variety of reasons. This policy is established to provide general guidelines and procedures for filling a vacancy on the Board. The District has a total of sixty (60) days in which to take action.

**4097.2** The Board of Directors shall be informed immediately of the resignation or death of a member of the Board of Directors. The Board of Directors shall consider whether to act to fill the vacancy, either by appointment or by calling a special election.

**4097.3** The District shall notify the county elections official of the vacancy no later than fifteen (15) days after the District Board is notified of the vacancy or the effective date of the vacancy, whichever is later.

**4097.4** In cases where the Board determines to appoint a replacement to the Board, the District may publish a public notice of a vacancy and the process for considering candidates in a local newspaper of general circulation. The Board may establish an application and interview process including requiring a resume or application form detailing qualifications and experience of the candidates.

**4097.4.1** The District shall post a notice of vacancy in at least three conspicuous places in the District at least fifteen (15) days before the Board makes an appointment. If the Board makes an appointment, the District shall notify the county elections official within fifteen (15) days of making the appointment.

**4097.5** The Board may review and invite those candidates that a majority of the Board determine are the most qualified or all of the candidates for an interview before the Board at a public noticed meeting. The Board may then consider the interviewed candidates and vote to determine if a majority of the Board can agree on a selected replacement candidate. The resigning Director will be allowed to vote for a replacement candidate if that Director is available and in still in attendance at Board meeting.

**4097.6** If the Board of Directors chooses to call an election, the Board must do so within sixty (60) days of notification of the vacancy or the effective date of the vacancy, whichever is later.

**4097.7** All costs for any election shall be identified for consideration by the Board for the decision of appointment or election.

**4097.8** A selected replacement Director shall serve out the balance of the term of the position and be subject to reelection under the Principal Act of the District.

**4097.9** If the Board fails to take action in the sixty (60) day period, the Board of Supervisors may appoint a successor to fill the vacancy.

**POLICY TITLE: Brown Act Compliance – Open Meeting Requirements**

**POLICY NUMBER: 5000**

5000.1 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.

5000.2 Compliance with Brown Act. All meetings of the Board of Directors shall comply with the Brown Act.

5000.2.1 Meetings occur whenever the majority of the Board of Directors meets to discuss District business.

5000.2.2 Member of the Board includes newly elected and appointed officials prior to assuming office.

5000.2.3 All Board meetings shall be open and freely accessible to the public, including those with disabilities.

5000.2.4 Meetings through the use of intermediaries, serial communications, or emails are prohibited.

5000.2.5 The Board shall only take action during a properly noticed meeting.

5000.3 Committees. Committees created by formal action of the Board shall comply with the Brown Act

**POLICY TITLE:** Board Meetings

**POLICY NUMBER:** 5010

**5010.1** Unless otherwise specified, regular meetings of the Board of Directors shall be held on the second Tuesday of each calendar month at 9:00 a.m. in the District Office located at 6425 Main Street, Georgetown, CA. The date, time and place of regular Board meetings may be reconsidered from time to time at the annual organizational meeting of the Board. Meetings which involve budget actions may be held at 6 pm in order to allow for a majority of public attendance, as noticed by the District.

**5010.2** Special meetings of the Board of Directors may be called by the Board President or by a majority of the Board.

**5010.2.1** All Directors shall be notified of the special Board meeting and the purpose or purposes for which it is called. Said notification shall be delivered personally or by any other means, and shall received by them at least 24 hours prior to the meeting pursuant to Government Code Section 54956.

**5010.2.2** Newspapers of general circulation in the District, radio stations and television stations, organizations, and individuals who have requested notice of special meetings in accordance with the Ralph M. Brown Act (California Government Code §54950 through §54926) shall be notified by a mailing and/or email, unless the special meeting is called less than one week in advance, in which case notice, including business to be transacted, will be given by email and/or telephone during business hours as soon after the meeting is scheduled as practicable.

**5010.2.3** An agenda shall be prepared as specified for regular Board meetings in Policy #5020 and shall be delivered with the notice of the special meeting to those specified above.

**5010.2.4** Only those items of business listed in the call for the special meeting shall be considered by the Board at any special meeting.

**5010.3** Emergency Meetings. In the event of an emergency situation as defined in Government Code Section 54956.5, the Board of Directors may hold an emergency special meeting without complying with the 24-hour notice required in 5010.21, above.

**5010.3.1** Newspapers of general circulation in the District, radio stations and television stations which have requested notice of special meetings in accordance with the Ralph M. Brown Act (California Government Code §54950 through §54926) shall be notified by at least one hour prior to the emergency meeting. In the event that telephone services are not functioning, the notice requirement of one hour is waived, but the Board, or its designee, shall notify such newspapers, radio stations, or television stations of the fact of the holding of



the emergency special meeting, and of any action taken by the Board, as soon after the meeting as possible.

**5010.3.2** No closed session may be held during an emergency meeting, and all other rules governing special meetings shall be observed with the exception of the 24-hour notice. The minutes of the emergency meeting, a list of persons the Board or designee notified or attempted to notify, a copy of the roll call vote(s), and any actions taken at such meeting shall be posted for a minimum of ten days in the District office as soon after the meeting as possible.

**5010.4** Adjourned Meetings. A majority vote by the Board of Directors may terminate any Board meeting at any place in the agenda to any time and place specified in the order of adjournment, except that if no Directors are present at any regular or adjourned regular meeting, the General Manager may declare the meeting adjourned to a stated time and place, and he/she shall cause a written notice of adjournment to be given to those specified in 5010.2.2 above.

**5010.5** Annual Organizational Meeting. The Board of Directors shall hold an annual organizational meeting at its regular meeting in January. At this meeting the Board will elect a President, Vice President, and Treasury/Secretary from among its members to serve during the coming calendar year. The Board Clerk position may be appointed by the Board.

**5010.6** The President of the meetings described herein shall determine the order in which agenda items shall be considered for discussion and/or action by the Board.

**5010.7** The President and the General Manager shall ensure that appropriate information is available for the audience at meetings of the Board of Directors, and that physical facilities for said meetings are functional and appropriate.



**POLICY TITLE: Board Meeting Agenda**

**POLICY NUMBER: 5020**

**5020.1** The General Manager, in cooperation with the Board President, shall prepare an agenda for each regular and special meeting of the Board of Directors in accordance with the Ralph M. Brown Act (California Government Code Section 54950). Any Director may contact the General Manager and request any item to be placed on the agenda no later than Twelve (12) days prior to the next meeting date.

**5020.2** 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 Directors, subject to the following conditions:

**5020.2.1** 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;

**5020.2.2** The General Manager shall confer with the Board President on whether the public request is or is not a "matter directly related to District business." If the matter is determined by both not to be a matter directly related to District business, the public member requesting the agenda item may appeal the decision at the next regular meeting of the Board of Directors. Any Director may request that the item be placed on the agenda of the Board's next regular meeting.

**5020.2.3** The Board of Directors 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.

**5020.3** This policy does not prevent the Board from taking testimony at regular and special meetings of the Board on matters which are not on the agenda which a member of the public may wish to bring before the Board. However, the Board shall not discuss or take action on such matters at that meeting.

**5020.4** At least 72 hours prior to the time of all regular meetings, an agenda, which includes but is not limited to all matters on which there may be discussion and/or action by the Board, shall be posted in a place that is freely accessible to members of the public (California Government Code 54954.2 and emailed to those who have requested to receive the agenda via email.. If the District maintains a website, the agenda shall be posted on the website for public information at the same time. All information made available to the Board of Directors (except confidential information allowed by State law per legal counsel authority) shall be available for public review prior to the board meeting.

**5020.4.1** The agenda for a special meeting shall be posted at least 24 hours before the meeting in the same location as for Regular Meeting agendas (California Government Code Section 54956).

**POLICY TITLE: Board Meeting Conduct**

**POLICY NUMBER: 5030**

5030.1 Rules of order. Meetings of the Board of Directors shall be conducted by the President in a manner consistent with the policies of the District. Policy No. 5040, "Rules of Order for Board and Committee Meetings," shall be used as a general guideline for meeting protocol.

5030.2 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.

5030.3 Conduct of meetings. The following concepts shall be applied to Board meetings:

5030.3.1 The meetings shall be conducted in an open and fair manner.

5030.3.2 The public shall be given ample opportunity to participate in the meetings.

5030.3.3 Due process principles shall apply to quasi-judicial proceedings, or as otherwise required by law.

5030.3.4 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.

5030.3.5 The Board may receive, consider and take any needed action with respect to reports of accomplishment of District operations.

5030.3.6 Noticed public hearings shall be conducted in an orderly fashion, with the Board President establishing the order of the proceedings.

5030.3.7 The Board may weigh and determine the credibility of evidence and public comment.

5030.4 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 Directors, shall be as followed:

5030.4.1 Five minutes may be allotted to each speaker and a maximum of 20 minutes to each subject matter.

5030.4.2 The Board president may allow additional per speaker and per subject comment time when necessary for a full and fair proceeding.

5030.4.3 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.

5030.5 Disruption of meetings. Willful disruption of any of the meetings of the Board of Directors shall not be permitted. If the President finds that there is willful disruption of any meeting of the Board, he/she may do the following:

5030.5.1 Notify the disrupting parties to immediately stop the conduct and that they will be asked to leave the meeting if the behavior continues.

5030.5.2 If the behavior continues after notice, order the disrupting parties out of the room and conduct the Board's business without them present.

5030.5.3 In cases of extreme disruption, clear the room of all members of the public, and conduct the Board's business without them present.

5030.5.4 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.

**POLICY TITLE: Rules of Order for Conduct of Board and Committee Meetings**

**POLICY NUMBER: 5040**

5040.1 General:

5040.1.1 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 - Robert's Rules of Order.

5040.1.1.1 If a Director believes order is not being maintained or procedures are not adequate, then he/she should raise a point of order - not requiring a second - to the President. If the ruling of the President is not satisfactory to the Director, then it may be appealed to the Board. A majority of the Board will govern and determine the point of order.

5040.2 Obtaining the Floor:

5040.2.1 Any Director desiring to speak should address the President and, upon recognition by the President, may address the subject under discussion.

5040.3 Motions:

5040.3.1 Any Director, excluding the President, may make or second a motion. A motion shall be brought and considered as follows:

5040.3.1.1 The Board President opens discussion of the matter, the matter is then discussed and debated by the Board, the public is provided an opportunity to comment, then a Director makes a motion; another Director seconds the motion; and the President states the motion.

5040.3.2 Once the motion has been stated by the President, it is open to further clarification by the Board members,, the President will then call for the vote.

5040.3.2.1 If the public in attendance has had an opportunity to comment on the proposed action, any Director 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.

5040.4 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.

5040.4.1 Motion to Amend: A main motion may be amended before it is voted on, either by the consent of the Directors who moved and seconded, or by a new motion and second.

5040.4.2 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.

5040.4.3 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.

5040.4.4 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.

5040.4.5 Motion to Close Debate and Vote Immediately: As provided above, any Director may move to close debate and immediately vote on a main motion, which move to close is then seconded and approved by a majority vote of the Board..

5040.4.6 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.

5040.5 Decorum:

5040.5.1 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.

5040.5.2 The President may also declare a short recess during any meeting.

5040.6 Amendment of Rules of Order:

5040.6.1 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.

**POLICY TITLE:**            **Review of Administrative Decisions**

**POLICY NUMBER:**    **5050**

**5050.1** The provisions of §1094.6 of the Code of Civil Procedure of the State of California shall be applicable to judicial review of all administrative decisions of the Board of Directors pursuant to the provisions of §1094.5 of said code.

**5050.2** This policy affects those administrative decisions rendered by the Board of Directors governing acts of the District, in the conduct of the District's operations and those affecting personnel operating policies.

**5050.3** The purpose of this policy is to ensure efficient administration of the District, and the expeditious review of decisions rendered by the Board of Directors.

**POLICY TITLE: Minutes of Board Meetings**

**POLICY NUMBER: 5060**

**5060.1** The Board Clerk or Secretary of the Board of Directors shall keep minutes of all regular and special meetings of the Board.

**5060.1.1** Copies of a meeting's minutes shall be distributed to Directors 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. Once approved by the Board, the official minutes shall be kept in a in a fire-resistant, locked cabinet.

**5060.1.2** Unless directed otherwise, an audio tape recording of regular and special meetings of the Board of Directors will be made. The device upon which the recording is stored shall be kept in a in fire-resistant, locked cabinet. Members of the public may inspect recordings of Board meetings without charge on a playback machine that will be made available at the District or the District's website.

**5060.1.3** Motions, resolutions or ordinances shall be recorded in the minutes as having passed or failed and individual votes will be recorded unless the action was unanimous. All resolutions and ordinances adopted by the Board shall be numbered consecutively, starting new at the beginning of each year. 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 present and absent by name;
- Administrative staff present by name;
- Call to order;
- Time and name of late arriving Directors;
- Time and name of early departing Directors;
- Names of Directors absent during any agenda item upon which action was taken;
- Summary record of staff reports;
- 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; including month beginning balance and month ending balance;
- Record by number (a sequential range is acceptable) of all warrants approved for payment;
- Complete information as to each subject of the Board's deliberation;
- Record of the vote of each 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 polices, rules and/or regulations;  
Approval of all dispositions of District assets;  
Approval of all purchases of District assets; and,  
Time of any adjournment for break, start and finish;  
Time of adjournment to closed session  
Time of continuance to open session  
Time of meeting's adjournment.

**5060.1.4** All items requested by the Directors at a regular Board meeting to be added to the next regular meeting shall have:

- All supporting documentation addressed by the General Manager for full report on the item including all necessary documentation to address the requested item. Unless requested otherwise by Director.
- Item will be listed in accordance with the Ralph Brown Act.
- If the Director requests their name added to this item it shall be only upon request of the Director.
- Any item requested after the regular board meeting to be address at the next regular board meeting shall have documentation provided by Director making request unless the information is under the control of the General Manager.

**5060.1.5** Agenda Items need not be limited to 20 words and it is encouraged to give an accurate description of the item for public review and historical knowledge.