



NOTICE OF ADMINISTRATION COMMITTEE MEETING APRIL 17, 2024

NOTICE IS HEREBY GIVEN that the San Lorenzo Valley Water District has called a regular meeting of the Administration Committee to be held on **Wednesday, April 17, 2024, 3:00 p.m.**, SLVWD Conference Room, 12788 Highway 9, Boulder Creek, and via video/teleconference.

Any person in need of any reasonable modification or accommodation in order to participate in the meeting may contact the District Secretary's Office at (831) 430-4636 a minimum of 72 hours prior to the scheduled meeting.

This meeting is being conducted as an in-person meeting under the Brown Act, Government Code section 54953, and a quorum of the Committee must participate from the location(s) within the District that are identified above. Members of the public may attend the meeting at the identified location(s). Teleconferencing/videoconferencing access as set forth below is being provided as a convenience only and is not guaranteed. The meeting may continue in person even if teleconferencing/videoconferencing capability is disrupted or unavailable.

The meeting access information is as follows:

<https://us02web.zoom.us/j/83238496494?pwd=eHRnVE10MDBzRnhHY0k2UmlySTduQT09>

Passcode: 434104

Or One tap mobile :

+16694449171,,83238496494#,,,,*434104# US

+16699006833,,83238496494#,,,,*434104# US (San Jose)

Or Telephone:

Dial(for higher quality, dial a number based on your current location):

+1 669 444 9171 US

+1 669 900 6833 US (San Jose)

AGENDA

1. Convene Meeting/Roll Call
2. Oral Communications

This portion of the agenda is reserved for Oral Communications by the public for items which are not on the Agenda. Please understand that California law (The Brown Act) limits what the Board can do regarding issues raised during Oral Communication. No action or discussion may occur on issues outside of those already listed on today's agenda. Any person may address the Committee at this time, on any subject that lies within the jurisdiction of the District. Normally, presentations must not exceed three (3) minutes in length, and individuals may only speak once during Oral Communications. Any Director may request that the matter be placed on a future agenda or staff may be directed to provide a brief response.

3. New Business: None

Members of the public will be given the opportunity to address each scheduled item prior to Committee action. The Chairperson of the Committee may establish a time limit for members of the public to address the Committee on agenda items.

4. Unfinished Business:

Members of the public will be given the opportunity to address each scheduled item prior to Committee action. The Chairperson of the Committee may establish a time limit for members of the public to address the Committee on agenda items.

a. BOARD POLICY MANUAL 2024

Review and discuss the possible changes to the Board Policy Manual.

5. Informational Material

Here is a link to previous Engineering/Environmental Committee meeting minutes:

[All Engineering/Environmental Committee Meeting Minutes | San Lorenzo Valley Water District \(slvwd.com\)](#)

6. Adjournment

Agenda documents, including materials related to an item on this agenda submitted to the Committee after distribution of the agenda packet, are available for public inspection and may be reviewed at the office of the District Secretary, 13060 Highway 9, Boulder Creek, CA 95006 during normal business hours. Such documents may also be available on the District website at www.slvwd.com subject to staff's ability to post the documents before the meeting.

Certification of Posting

I hereby certify that on April 12, 2024, I posted a copy of the foregoing agenda in the outside display case at the District Office, 13060 Highway 9, Boulder Creek and the Board Conference Room, 12788 Highway 9, Boulder Creek, , California, said time being at least 72 hours in advance of the regular meeting of the Administration Committee of the San Lorenzo Valley Water District in compliance with California Government Code Section 54956.

Executed at Boulder Creek, California, on April 12, 2024.

Holly B. Hossack, District Secretary

MEMO

DATE: April 17, 2024
TO: Administration Committee, San Lorenzo Valley Water District
FROM: Brian Frus, Interim General Manager
SUBJECT: Board Policy Manual Updates 2024

WRITTEN BY: Brian Frus, Interim General Manager
PRESENTED BY: Brian Frus, Interim General Manager

STAFF RECOMMENDATION

The Committee considers the suggested revisions by staff to the Board Policy Manual 2022 and recommend their approval to the Board of Directors.

RECOMMENDED MOTION

The Administration Committee recommends to the Board of Directors to approve the changes suggested by staff to the Board Policy Manual.

BACKGROUND

Section 27 of the Board Policy Manual provides that the Policy Manual “shall be reviewed at least annually and ratified by Resolution of the Board of Directors at a Board of Directors meeting, at least in January of each calendar year or as soon thereafter as reasonable”.

The Administration Committee considered this item at their last meeting on March 27. At that meeting staff presented suggested changes in a relined

version of the Board Policy Manual. Following some discussion of the changes, staff agreed to combine comments received from the committee members and staff into one document (Attachment A). After further review of all changes, staff has compiled a revised version with its suggested changes.

PRIOR COMMITTEE ACTION

The Administration Committee considered this item at their March 27 meeting though no action was taken.

FISCAL IMPACT

There is no fiscal impact to the District other than staff time.

ENVIRONMENTAL IMPACT

None

ATTACHMENT

- Attachment A - Board Policy Manual 2022 with conceptual edits by the Committee and staff - redline
- Attachment B - Board Policy Manual 2022 with staff suggested changes

~~SAN LORENZO VALLEY WATER DISTRICT~~



San
Lorenzo Valley
WATER DISTRICT

57974940.v4

BOARD OF DIRECTORS POLICY MANUAL 2022

ADOPTED

January 20, 2022

RESOLUTION NO. 11 (21-22)

57974940.v4

MODIFICATIONS TO POLICY MANUAL SINCE LAST FULL BOARD APPROVAL

Reinstate policy of holding regular Board meetings on the first (1st) and third (3rd) Thursday of every month including July, November, and December. (Section 9.A.)

Commented [CB1]: July 4th is the first Thursday.

Commented [BF2R1]: Change not necessary

Update the Order of Business to reflect current practice. (Section 9.J.)

Update Technological Conferencing procedures to reflect the District's plans to transition to hybrid meetings. (Section 10.)

Update the section on Minutes to reflect current practice. (Section 13.)

Combine the District's Engineering and Environmental Committees into a single committee. (Section 14.)

Update the section on start and end date for terms of Committee Members. (Section 14.)

Policy to reflect that typically the policy should be reviewed close to the end of each Fiscal Year. (Section 23.)

Policy to reflect change to once per month meetings of the Board of Directors on the first Thursday of each month and to correct the location of in person Board meetings. (Section 9.)

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1. MISSION STATEMENT

“Our mission is to provide our customers and all future generations with reliable, safe and high quality water at an equitable price; to create and maintain outstanding customer service; to manage and protect the environmental health of the aquifers and watersheds; and to ensure the fiscal vitality of the San Lorenzo Valley Water District”.

Adopted by the Board of Directors of the San Lorenzo Valley Water District on June 2, 2000.

2. GOVERNING LAWS

The Board of Directors shall comply with and shall be guided by applicable provisions of Federal laws and State laws, including the [Water Code](#), [Government Code](#), Section [1090](#) of the Government Code, [Elections Code](#) and [Public Resources Code](#). It shall also be guided by this Policy Manual, other policies of the District, and the rules and regulations of the District as established by the motions, resolutions and ordinances enacted by the Board of Directors. Motions, resolutions and ordinances may be enacted by the Board in accordance with the Government Code, Water Code section [30523](#) and/or the [County Water District Law](#) as amended.

3. GOVERNMENTAL ETHICS AND AVOIDANCE OF CONFLICTS OF INTEREST

A) ETHICS TRAINING

Pursuant to California Government Code section [53234 et seq.](#) or as amended, all Directors shall receive two (2) hours of training in general ethics principles and ethics laws relevant to public service within one (1) year of election or appointment to the Board of Directors, and at least once every two (2) years thereafter. All ethics training shall be provided by entities whose curriculum has been approved by the California Attorney General and the Fair Political Practices Commission. The ~~“Interim” General District~~ Manager and any other employee(s) of the District designated by the Board of Directors shall also receive the ethics training specified herein. The District shall maintain records indicating the name of the entity that provided the training and the dates ethics training was completed. Records shall be maintained for a period of at least five (5) years after the date on which the training was received. These records are public records subject to disclosure under the California Public Records Act.

B) CONFLICT OF INTEREST CODE

Pursuant to provision of California Government Code section [81.000 et seq.](#), commonly known as the Political Reform Act, the District shall adopt and maintain a Conflict of Interest Code. The Conflict of Interest Code and any amendments thereto shall be adopted by resolution of the Board of Directors. The Board of Directors shall review the adopted Conflict of Interest Code on a bi-annual basis. At a regularly scheduled Board of Directors meeting in September of each even-numbered year, the Board of Directors shall review its Conflict of Interest Code and, if amendments are needed, shall submit said amendments to the Santa Cruz County Board of Supervisors in accordance with applicable

deadlines. If no amendments are needed, the Board of Directors shall submit a written statement saying that its Conflict of Interest Code is still accurate.

4. AUTHORITY OF BOARD

- A) The Board of Directors shall act only at properly noticed meetings, as provided by State Law.
- B) Individual Directors shall have no power to act for the San Lorenzo Valley Water District, or the Board of Directors, or to direct District staff, except as authorized by the Board of Directors.
- C) Until a quorum is present there can be no meeting of the Board of Directors. The presence of a minimum of 3 Directors is required to constitute a quorum of the Board of Directors.

5. CODE OF CONDUCT

The Board of Directors of the San Lorenzo Valley Water District is committed to providing excellence in legislative leadership that results in providing the highest quality services to its constituents. The Board of Directors is expected to maintain the highest ethical standards, to follow District policies and regulation, and to abide by all applicable local, state and federal laws. Board of Directors conduct should enhance the integrity and goals of the District. In order to assist in the governing of behavior between and among members of the Board of Directors, the following rules shall be observed:

- A) Directors are obligated to uphold the Constitution of the United States and the Constitution of the State of California. Directors will comply with applicable laws regulating their conduct, including without limitation conflict of interest, financial disclosure and open government laws.
- B) Directors will not use or permit the use of District-owned vehicles, equipment, telephones, materials or any other property or resources for personal benefit or profit. Directors will not ask or require District personnel to perform services for the personal benefit or profit of a Director or District personnel.
- C) Directors will not solicit political funds or contributions at District facilities. Directors will not solicit political contributions from District employees, officers, consultants or contractors. Directors will not use the District's logo, stationary or other indicia of the District's identity in any solicitations for political contributions contrary to state or federal law.
- D) Directors will not, without prior approval of the Board of Directors, disclose any confidential information of the District to anyone that is not authorized to receive it or make any unauthorized use of such information.
- E) A Director's interaction with public, press or other entities must recognize the limitation of the Director to speak for the Board of Directors or the District except to repeat explicitly stated Board decisions, while respecting the right of Directors to express individual opinions.

F) The primary responsibility of the Board of Directors is the formulation and evaluation of policy. Routine matters concerning the operational aspects of the District are to be delegated to the ~~District~~ Interim General Manager and staff. Directors shall not be involved in the day-to-day operations of the District.

Commented [BF3]: Since we could have Acting, Interim and regular GM, it makes more sense to not have a specific reference throughout the document.

~~G)~~ A Director shall not seek to discipline any employee of the District. Any concerns regarding an employee's performance shall be communicated to the ~~District~~ Interim-General Manager.

~~H)~~ G) If approached by District personnel concerning specific District policy, Directors should direct inquiries to the ~~District~~ Interim-General Manager.

~~H)~~ H) Directors will not engage in personal attacks on other Directors or District personnel.

I) Directors will not engage in personal attacks on other Directors or District personnel.

J) In the performance of their official duties, Directors will strive to treat individuals fairly and avoid granting special consideration, treatment, or advantage to any person or group beyond what is available to other persons or groups in similar circumstances. Directors shall comply with anti-discrimination laws and policies.

K) Directors should practice the following procedures:

1. Directors should function as a part of the whole. Issues should be brought to the attention of the Board of Directors as a whole, rather than to individual members selectively.
2. Directors should commit themselves to focusing on issues and not personalities. The presentation of the opinions of others should be encouraged.
3. Differing viewpoints are healthy in the decision-making process. Individual Directors have the right to disagree with ideas and opinions, but without being disagreeable.

Directors shall not relitigate issues that have been resolved; they shall not restate arguments that have been previously made nor shall they seek to publicly overturn or undermine a previous Board decision. (Such actions are detrimental to the Board's core responsibility which is to make decisions and move on.)

Formatted: 15 Body Text,15bt

~~3-4.~~ 4. Directors should develop a working relationship with the ~~District~~ Interim-General Manager wherein current issues, concerns and District projects can be discussed comfortably and openly.

~~4-5.~~ 5. In seeking clarification on ~~informational any District matter items~~, Directors may directly approach the ~~District~~ Interim-General Manager to obtain information needed to supplement, upgrade, or enhance their knowledge to improve legislative decision-making.

Commented [BF4]: Recommended change

~~5-6.~~ In seeking clarification for policy-related concerns, especially those involving personnel, legal action, land acquisition, sale or development, finance, and programming, ~~said concerns should be referred directly to Directors should consult with~~ the ~~District~~ Interim-General Manager.

Commented [BF5]: Recommended change

~~6-7.~~ In handling complaints or inquiries from residents and property owners of the District, said complaints should be referred to the ~~District~~ Interim-General Manager and may be followed up by the Board of Directors.

~~7-8.~~ When responding to constituent requests and concerns at Board meetings, the Board President's discretion determines the amount of time for comments. Specific questions or concerns will be directed to the ~~District~~ Interim-General Manager for future action by the Board or staff. Directors should be courteous, responding to individuals in a positive manner and routing their questions through appropriate channels and to responsible management personnel.

~~8-9.~~ In handling items related to safety concerns, hazards should be reported to the ~~District~~ Interim-General Manager. Emergency situations should be dealt with immediately by seeking appropriate assistance.

L) Sanctions for violations of this Code of Conduct shall be determined by the Board of Directors. The sanctions imposed shall depend upon the severity of the violation or violations.

6. ELECTION OF OFFICERS

There shall be two (2) officers: a President and a Vice-President, who shall be members of the District Board of Directors. Election of officers shall be held at a Board of Directors meeting in December of each calendar year. Officers will serve for a one (1) year term. Elections will conform to the applicable provisions of this Policy Manual.

7. BOARD POWERS, DUTIES AND FUNCTIONS

A) POWERS

The Board of Directors is responsible for the establishment of policy and general control of the District. This broad authority shall be exercised in accordance with all applicable federal, state and local laws and regulations. The Board of Directors may exercise any powers delegated by law to the District. Powers are exercised by the Board of Directors acting collectively as a legislative body, not by individual directors.

B) DUTIES

The primary duties of the Board of Directors are as follows:

1. Take action at properly noticed meetings of the Board.
2. Establish and periodically review written policies for District operation and administration.

Commented [BF6]: Add: Establish Board Policy manual

3. Be responsible for all District finances.
 - a. Approve the fiscal budget.
 - b. Monitor budget spending and adjust the budget as necessary.
 - c. Approve or reject contracts or expenditures, to the extent decisions have not been delegated to staff.
 - d. Approve or reject matters that commit the District to funds or facilities or expand the District's services, to the extent not delegated to staff.
 - e. Approve the annual financial report.
4. Set rates, fees and charges for District services subject to Proposition 218.
5. Personnel Human Resources
 - a. Hire and discharge "Interim" General Manager ("~~District General Manager~~") and General Legal Counsel ("District Counsel").
 - b. Annually Establish objectives and annually evaluate the ~~District~~ "Interim"-General Manager and District Counsel.
 - c. Direct the ~~District~~ "Interim"-General Manager regarding when to put the District Counsel contract out to bid, which typically should occur at least every five (5) years.
6. Establish written policy on how Board of Director's meetings are conducted.
7. Review and revise the Master-Strategic Plan for the District.
8. Make committee appointments.
9. Establish Director compensation limits.

Commented [BF7]: Recommended change

Commented [BF8]: Recommended change

Commented [BF9]: Recommended change

Commented [BF10]: Recommended change

C) FUNCTIONS

The powers and duties of the Board of Directors include governance, executive and quasi-judicial functions of the District.

1. GOVERNANCE FUNCTIONS

To fulfill its responsibility, the Board of Directors is committed to establishing policies to govern District activities. The Board of Directors shall consider and approve or disapprove matters submitted to it by a Director, Staff or the public. The Board of Directors shall prescribe rules for its own governance which are consistent with its enabling code and other applicable laws and regulations.

2. EXECUTIVE FUNCTIONS

The Board of Directors is authorized to delegate any of its powers and duties to an officer or employee of the District. The Board of Directors; however, retains ultimate responsibility over the performance of those powers or duties so delegated.

Commented [BF11]: Any seems overly broad and depending on the attempted delegation, may not be legal.

3. QUASI-JUDICIAL FUNCTIONS

The Board of Directors desires that public complaints be resolved at the lowest possible administrative level as quickly as possible. The method of resolving public complaints shall be as follows:

Commented [BF12]: I take this to be complaints pertaining to service. Complaints at a policy level may not be able to be handled by staff.

- a. The individual with a complaint shall first discuss the matter with the District "Interim"-General Manager. If the individual registering the complaint is not satisfied with the disposition of the complaint by the District "Interim"-General Manager, said complaint may be filed with the Board of Directors.
- b. The Board of Directors may consider the matter at a subsequent regular meeting or call a special meeting. The Board of Directors will expeditiously resolve the matter.
- c. This policy in no way prohibits or intends to deter a member of the public from contacting any member of the Board of Directors and/or appearing before the Board of Directors to present a verbal complaint or statement in regards to regarding actions of the Board of Directors, District programs or services, or impending considerations of the Board of Directors.

Commented [BF13]: Recommended change

8. ROLE OF INDIVIDUAL DIRECTORS

The Board of Directors is the unit of authority for the District. Apart from their normal function as a part of this unit, individual Directors may not commit the District to any policy, act or expenditure unless duly authorized by the Board of Directors. Directors do not represent any factional segment of the constituency, but are, rather, a part of the body which represents and acts for the constituency as a whole.

- A) Each Director has the right to place items on a subsequent Board of Directors Meeting agenda, subject to scheduling by the District "Interim"-General Manager in consultation with the Board President. The deadline for submittal of an agenda item by a Director, including any written backup material, by a Director shall be the same as for District staff: currently the one week before the Friday preceding the scheduled Board of Directors meeting Wednesday which is 13 days prior to the meeting date at 5:00 p.m. before the scheduled Board of Directors meeting date at the office of the District Secretary. Agenda item requests received after the submittal deadline for a specific agenda will be added to the next following regularly scheduled agenda, subject to scheduling by the Board President.

Commented [BF14]: Recommended change

- B) Directors will make every effort to attend assigned Board of Directors and Committee meetings:
1. To prepare adequately for each such meeting;
 2. To observe the rules of decorum as set forth herein; and
 3. Whenever any individual Directors will be absent or late for a Board of Directors or Committee meeting said Director shall notify the General Manager, District Secretary or Board President at the earliest opportunity.
- C) When requesting information from staff, Directors shall contact the District "Interim"-General Manager. When responding to constituent requests and concerns, Directors should reroute such inquiries to the District "Interim"-General Manager.
- D) From time to time, an individual director may need to contact District Counsel directly regarding potentially sensitive legal matters; however, such individual contacts should be infrequent and limited to no more than a half hour in any month unless the District "Interim"-General Manager approves additional time for a particular matter.
- E) Each Director shall decide individually on what contact information will be released by District staff to the general public. In order to accomplish this in an orderly and consistent manner, each Director shall provide the District Secretary with a completed and signed Director Contact Authorization Form. Directors shall be responsible for any and all updates and amendments to said Director Contact Authorization Form.
- F) Each Director will be provided with a "@slvwd.com" email address and shall use this email address for District business to help ensure compliance with the California Public Records Act. If a Director (or any other personnel affiliated with the District) uses other email accounts or electronic communications for District business, those accounts and/or electronic communications will be subject to document retention requirements, and possible collection and search in accordance with the California Public Records Act.

Commented [BF15]: Recommended change

Commented [BF16]: Recommended change

9. BOARD OF DIRECTORS MEETINGS

A) TIME AND PLACE OF BOARD OF DIRECTORS MEETINGS

Regularly scheduled meetings of the Board of Directors shall be held on the first _____ (1st) ~~and third (3rd)~~ Thursday of each month, ~~including July, November and December.~~ For regular meetings, any Closed Session will start no earlier than _____ 5:30 p.m. and Open Session will start at 6:30 p.m.; however, nothing herein _____ precludes the Board of Directors from adjourning to Closed Session after the _____ Open Session. In consideration of all attendees, including

members of the _____ public, staff, and Directors, the Chairperson is encouraged to conduct all regular _____ meetings so that they are concluded by 8:30 p.m. or 9:00 p.m. at the latest, i.e. _____ no more than 2-2.5 hours of Open Session meeting time. In-person meetings will _____ be held at the District ~~Conference Operations Building, 13057 Conference Room, 12278~~ Highway 9, Boulder Creek, CA, _____ unless otherwise specified by action of the Board of Directors. Special meetings _____ of the Board of Directors, as that term or its successor terms are defined within _____ the meaning of the Ralph M. Brown Act (California Government Code section _____ 54950 et seq., the "Brown Act"), may be duly authorized and held as deemed _____ necessary by the President or a majority of the Board of Directors or the ~~District~~ "Interim" General Manager. Notice and location of special meetings shall be as prescribed by law. _____ Emergency meetings of the Board of Directors, as that term or its successor _____ terms are defined within the meaning of the Brown Act, may be duly authorized _____ and held as deemed necessary by the ~~District~~ "Interim"-General Manager or the Board President. _____ Notice and location of emergency meetings shall be as prescribed by law.

Commented [BF17]: Formalize hybrid

B) PUBLIC NATURE OF MEETINGS

All meetings of the Board of Directors shall be open to the public, except when the Board is convened in Closed Session as authorized under provisions of the Brown Act. Nevertheless, Board discussions shall not be targeted at the public; meetings are for the exclusive purpose of conducting District business, and Director comments and questions are for the exclusive purpose of ensuring that the Board has all the relevant information that it needs to make its decisions. (Treating the Board as a platform from which to address the public runs counter to, and substantially distracts from, the Board's singular mission.)

C) QUORUM AND VOTING REQUIREMENTS

The presence of three (3) or more Directors shall constitute a quorum for the transaction of District business. No ordinance, resolution or motion shall be passed by the Board of Directors without a majority vote of the Board, unless otherwise required or prescribed by State law. (See for example, Government Code section 54954.2.)

Commented [BF18]: In the case that the Board is operating with a quorum of 3, unanimous votes are required.

A Director abstaining in a vote is considered absent for that vote. A Director abstaining due to a conflict of interest does not count toward a quorum.

D) BOARD ACTION

The Board of Directors may take action to exercise its powers formally by adopting or rejecting a resolution, ordinance, or motion. The Board of Directors may give directions that are not formal action. Such directions include the Board of Directors' directives and instructions to the ~~District~~ "Interim"-General Manager, which shall be determined by a consensus of the Board of Directors at a properly noticed meeting and shall be stated by the Chairperson for clarification.

Except where action is taken by the unanimous vote of all Directors present and voting, the ayes and noes shall be taken upon the passage of all ordinances, resolutions or motions and shall be entered in the minutes. An ordinance does not require two readings at separate meetings unless otherwise prescribed by law. Unless otherwise provided by its own terms, all ordinances, resolutions and motions shall become effective upon adoption.

Any member of the Board of Directors, including the President, can make a motion. Motions require seconds. The President or Chairperson may vote on all motions unless disqualified or abstaining. The Chairperson shall not call for a vote on any motion until sufficient time has been allowed to permit all members of the Board of Directors to speak. Complex motions should generally be prepared in writing and read aloud to the members of the Board of Directors at the time the motion is made. If a motion is not in writing, and if it is necessary for full understanding of the matter before the Board of Directors, the Chairperson shall restate the question prior to the vote. Common motions may be stated in abbreviated form, and will be put into complete form in the minutes. Until the Chairperson states the question, the maker may modify their motion or withdraw it completely. However, after the Chairperson has stated the question, the motion may be changed only by a motion to amend which is passed by a majority vote of the Board of Directors.

Commented [BF19]: Are roll call votes required for hybrid meetings?

Commented [BF20]: Are we using these terms interchangeably? Should we settle on one?

E) PARLIAMENTARY PROCEDURES

Unless otherwise inconsistent with any provision stated herein, Parliamentary Procedure for Board of Directors meetings shall be based upon the current edition of Robert's Rules of Order Newly Revised. No action of the Board of Directors shall be deemed invalid for the reason that said action was not in conformance with Robert's Rules of Order Newly Revised.

The Chairperson may at any time, during debate or otherwise, declare a recess. Any Director may, at any time, request that the Chairperson exercise his or her discretion to call a recess. Declaration of a recess by the Chairperson shall not be subject to any motions or debate.

F) ORDERLY DISCUSSION

In order to promote orderly discussion of the issues before the Board of Directors, for each item of business, the Chairperson shall typically conduct discussion in the following order: staff presentation, if any; followed by ~~one an~~ opportunity for ~~comment-questions~~ by each Director; public comments; an ~~additional~~ opportunity for comment by each Director; then a request by the

Chairperson for a motion, if appropriate. A motion requires a second. A seconded motion ~~will~~ may be followed by an additional opportunity for comment ~~by if requested by one of the Board of Directors~~ before the Chairperson calls for a vote. Each Director shall be recognized by the Chairperson before speaking. Notwithstanding any provision of this Policy, however, each Director shall have a right to be heard within reason on any issue before the Board of Directors. Each Director may seek information or comment by the staff on any question. However, the right of any Director to be heard is limited to the particular topic or item of business at issue. The Chairperson shall endeavor to confine debate to the question under discussion, and shall rule out of order any irrelevant or repetitive comments by Directors or members of the public to the extent permitted under the Brown Act.

G) CLOSED SESSION

Except as otherwise provided by law, all proceedings in Closed Sessions shall remain confidential.

H) MEETING AGENDAS

The ~~District~~ Interim-General Manager, in consultation with the Board President, shall be responsible for the preparation of a written agenda for each regular meeting and/or special meeting of the Board of Directors as those terms or its successor terms are defined by the Brown Act. ~~The District~~ Interim-General Manager and the Board President shall meet, annually, in January of each calendar year to identify recurring items of business that should be placed on written agendas at appropriate times during the coming year. ~~The District~~ Interim-General Manager, in consultation with the President, shall be responsible for the preparation of a written agenda for each regular meeting and/or special meeting of "other legislative bodies," of the San Lorenzo Valley Water District, as those terms or its successor terms are defined by the Brown Act. The District Secretary shall be responsible for the posting of the appropriate notice and agenda for all meetings of the Board of Directors and/or "other legislative bodies."

Commented [BF21]: Do we follow? If not, shall we? Or shall we delete? I think it is a good practice.

A copy of the agenda for each regular meeting of the Board of Directors shall be posted and forwarded to each Director, at least three (3) days in advance of each regular meeting, together with copies of all applicable supporting documentation; minutes to be approved; staff report; and other available documents pertinent to the meeting. Directors shall review agenda materials before each meeting. Individual directors may confer directly with the ~~District~~ Interim-General Manager to request additional information on the agenda items.

Commented [BF22]: 72 hours is the standard.

I) ADDITIONAL REQUIREMENTS FOR MEETING MATERIALS

In the usual course of business, most meeting materials should be available when the agenda is posted and should be included in the agenda packet. If staff or consultant supporting materials are not available for inclusion in the agenda packet when the agenda is posted, the corresponding agenda item may be deleted from the agenda and placed on a subsequent meeting agenda at the discretion of the ~~District~~ Interim-General Manager, in consultation with the

President. Any public comment letters designated as such that miss the deadline will be included as Written Communications in a subsequent agenda packet.

In rare instances where staff or consultant supporting materials cannot be made available for inclusion in the agenda packet when the agenda is posted, any such materials to be presented at a regular meeting shall be provided to the District Secretary (or other designated staff member) by 5 p.m. two days before the meeting. Staff will arrange to have the materials posted to the District's website before the meeting. Any staff or consultant materials that miss this deadline will be posted to the District's website before the meeting if feasible, or will be posted following the meeting.

Commented [BF23]: 48 hours

For other meetings of any "legislative body" of the District including Committee meetings, any staff or consultant materials that miss the applicable agenda packet deadline may be posted to the District's website before the meeting if feasible, or will be posted following the meeting.

This policy is intended to promote transparency and compliance with Government Code section [54957.5](#) by ensuring that Directors and the public have access to meeting materials. This policy does not apply to confidential Closed-Session materials.

J) ORDER OF BUSINESS

The following is a list of the normal order of business at regular meetings. The Board President or Chairperson may rearrange this order at any time. Introductory language for each agenda section may be modified by action of the Board of Directors from time to time.

1. Convene Meeting, Roll Call.
2. Additions and Deletions to Closed Session Agenda.
3. Public Comment related to items on the Closed Session Agenda.
4. Adjournment to Closed Session.
5. Reconvene to Open Session at 6:30 PM.
6. Report of Actions Taken in Closed Session.
7. Additions and Deletions to Open Session Agenda.
8. Public Comment on any topic within the jurisdiction of the District that is not on the Open Session Agenda.
9. President's Report
10. Unfinished Business.
11. New Business.

12. Consent Agenda.
13. District Reports.
 - a. ~~District~~"Interim"-General Manager Report.
 - b. Department Status Reports.
 - c. Committee Reports.
 - d. Director Reports.
14. Written Communications.
15. Informational Material.
16. (If applicable) Adjournment to Closed Session.
17. (If applicable) Reconvene to Open Session to Report Actions Taken in Closed Session.
18. Adjournment.

K) ADDITIONS AND DELETIONS TO AGENDA

Additions to the Agenda, if any, shall be made in accordance with California Government Code section [54954.2](#) or as amended (the Brown Act), which includes, but is not limited to, additions for which the need to take action is declared to have arisen after the agenda was posted, as determined by a two-thirds vote of the Board of Directors. If less than two-thirds of the members are present a unanimous vote of those members present is required. Deletions may be made at the discretion of the ~~District~~"Interim"-General Manager or the Chairperson, and do not require a vote unless a Director objects.

Commented [BF24]: Can also be proposed by the Board, subject to a vote.

L) PUBLIC COMMENT

The Board of Directors encourages public participation in the governance of the District through public comment periods. In order to present, members of the public must first be recognized by the Chairperson.

1. If the Board meeting has a Closed Session agenda, members of the public may comment on or ask questions about the items which are on the Closed Session portion of each agenda. Comments or questions may be submitted in writing or orally. If in writing, the entire written communications will be placed in the minutes. If orally, members of the public may have to up to three (3) minutes (unless time is shortened by the President due to circumstances—e.g., in the event of a large number of people wishing to comment orally) to present to the Board of Directors. The President may extend this time at his or her discretion—e.g., in order to allow for a wrap up of the presentation. Oral comments will be

summarized and included in the minutes if the member of the public provides his or her name at the beginning of their comment time.

2. Prior to the start of the Open Session agenda, members of the public may comment on or ask questions about topics which are within the jurisdiction of the District but are not on the Open Session portion of the agenda. It is the objective of the Board to have as close to a normal conversation with members of the public as possible while still conforming to the requirements of the Brown Act. This means that the Board cannot take action or discuss a topic or question in depth during this meeting (Brown Act, Gov. Code section [54954.3](#) or as amended). However, the Board can ask clarifying questions in order to make sure that it understands questions or comments, and a brief discussion of how to best handle them may be allowed. All questions will be answered either in real-time (by the Board or staff) or at a later time, unless the questions relate to confidential topics. If a question is answered in real-time, the Board President will ask if the question was answered and, if not, allow a short follow-up request for clarification. If a question cannot be answered in real-time, it will be answered and included in the minutes for that meeting, which will be published at a later time. In addition, the Board may agendaize a public comment item for a future Board meeting, or the Board may send the item to Committee for follow-up and possible action. Comments and/or questions may be submitted in writing or orally. If in writing, the entire written communications will be placed in the minutes. If orally, members of the public may have to up to three (3) minutes (unless time is shortened by the Chairperson at his or her discretion due to circumstances—e.g., in the event of a large number of people wishing to comment orally) to present to the Board of Directors. The Chairperson may extend this time at his or her discretion—e.g., in order to allow for a wrap up of the presentation. Oral comments will be summarized and included in the minutes if the member of the public provides his or her name at the beginning of their comment time. In the interests of respecting everyone’s time, members of the public are encouraged to (i) avoid repeating someone else’s point—just indicate agreement—and add new content and (ii) to avoid repetition during their comments.
3. In addition, members of the public may address each agenda item prior to ~~Board~~the Board’s disposition decision or vote on that item, ~~including items on the Consent Agenda.~~ Members of the public may have to up to three (3) minutes (unless time is shortened or extended by the Chairperson in his or her discretion) to present to the Board of Directors. The Chairperson may allow a second round of public comment at his or her discretion, ~~but the same member of the public may not speak for a second time.~~ In order to present, members of the public must first be recognized by the Chairperson. If an item is pulled from the Consent Agenda the public will be given an opportunity to comment on that item.
4. No member of the public shall approach the Board of Directors table while the Board is in session unless granted permission by the President or Chairperson. Proper decorum must be observed by Directors, staff, speakers and the audience at all times. The Chairperson shall preserve

order and decorum, discourage personal attacks, and confine debate to the question under discussion. The President shall rule out of order any irrelevant, repetitive or disruptive comments. Please mute or turn off your electronic devices while the Board is in session.

Commented [BF25]: Potentially repetitive

- 5. It is the policy of the Board of Directors to invite all members of the public to participate in the governance of the District and to provide wide latitude for the free expression of all points of view. However, the Chairperson, or a majority of the board, may eject from a meeting any person who becomes disorderly, abusive, or disruptive, or who fails or refuses to obey a ruling of the Chairperson regarding a matter of order or procedure. In addition, as a last resort, per California Government code [54957.9](#): *In the event that any meeting is willfully interrupted by a group or groups of persons so as to render the orderly conduct of such meeting unfeasible and order cannot be restored by the removal of individuals who are willfully interrupting the meeting, the members of the legislative body conducting the meeting may order the meeting room cleared and continue in session. Representatives of the press or other new media, except those participating in the disturbance, shall be allowed to attend any session held pursuant to this section. Nothing in this section shall prohibit the legislative body from establishing a procedure for readmitting an individual or individuals not responsible for willfully disturbing the orderly conduct of the meeting.*

M) CONSENT AGENDA

The purpose of a Consent Agenda is to minimize the time required for the handling of any routine and non-controversial matters, where documentation provided to the Board of Directors is adequate and sufficient for approval without inquiry or discussion. Typical matters for the Consent Agenda include approval of the minutes and other minor matters. Any item on the Consent Agenda will be moved to the regular agenda upon request from an individual Director ~~or a member of the public~~. Items remaining on the Consent Agenda may be expedited by assuming unanimous consent of the ~~members of the Board of Directors~~ with a request by the Chairperson for a motion seconded by one of the Directors, followed by a call for a vote by the Chairperson and a majority vote by the Board, and having the Chairperson state that without objection the matter will stand approved.

Commented [BF26]: In general, I don't view change orders as minor matters.

Commented [BF27]: Clarify if motion is required

N) STUDY SESSIONS WORKSHOP MEETINGS

Study sessions or workshop meetings are for the purpose of discussing items that may come before the Board at a later time for official action. Study sessions provide a more informal forum for the Board of Directors, staff and the public to engage in open-ended discussion and share information on a particular subject. No formal action can be taken at a study session; direction can be given to staff regarding preparation of an agenda item for discussion and possible action at a subsequent meeting. From time to time, study sessions may be duly authorized as deemed necessary by the President or a majority of the Board.

O) WRITTEN COMMUNICATIONS

The Written Communications portion of the agenda is established to act as a report of written materials received by the Board as a whole, but may also include items requested for inclusion by individual Directors or members of the public. Written Communications will always be presented in their entirety.

10. TECHNOLOGICAL CONFERENCING

Teleconferencing may be used for all purposes in connection with any meeting within the subject matter jurisdiction of any legislative body of the District, and its use is encouraged to the extent permitted by law, including its use for public participation. Teleconferencing is defined as a meeting of a legislative body of the District, the members of which are in different locations, connected by electronic means, through either audio or video, or both. If a legislative body of the District elects to use teleconferencing, it shall comply with all applicable requirements of the Brown Act (Gov. Code section [54953](#), or as amended.) For telephonic and other remote or virtual regular Board meetings, meeting materials that are not posted to the District’s website before the meeting should not be shown to the Board of Directors during the meeting.

The District currently conducts all meetings of the Board and Standing Committees remotely pursuant to AB 361. After the COVID-19 emergency, the District intends to transition to conducting hybrid meetings, i.e., meetings held in-person to the extent required by Gov. Code section [54953](#), while allowing for remote/virtual public participation as permitted by law.

For telephonic and other remote or virtual regular Board meetings, meeting materials that are not posted to the District’s website before the meeting should not be shown to the Board of Directors during the meeting.

11. PRESIDENT

The President shall sit as presiding officer (or “Chairperson”) and conduct all meetings of the Board of Directors. The President shall have all the rights to discuss and vote on any issues before the Board of Directors. The President 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 shall prescribe; including the following:

1. Call the meeting to order at the appointed time.
2. Announce the business to come before the Board of Directors in its proper order.
3. Enforce the Board of Directors policies and rules with respect to the order of business and the conduct of meetings.

Actively try to facilitate Board discussions by intervening to clarify what questions are currently open and by proactively seeking to move the ensuing discussion to a productive resolution. (Board discussions far too frequently devolve into sequences of relatively disjointed comments whereas a well-managed discussion integrates across individual inputs to build toward a coherent perspective that illuminates both points of agreement and points of disagreement.)

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Commented [BF28]: Formalize hybrid meetings here or elsewhere

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Commented [BF29]: Discussion about the role of the President.

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- ~~3.4.~~ Recognize persons who desire to speak, and protect the speaker who has the floor from disturbance or interference.
- ~~4.5.~~ Explain what the effect of a motion would be if it is not clear to every member of the Board of Directors.
- ~~5.6.~~ Restrict discussion to the question when a motion is before the Board of Directors.
- ~~6.7.~~ Rule on parliamentary procedure.
- ~~7.8.~~ Put motions to a vote, and state clearly the results of the vote.
- ~~8.9.~~ Sign all instruments or acts of the Board of Directors (unless signature authority is properly delegated to staff), and carry out stated requirements and the will of the Board of Directors.
- ~~9.10.~~ Consult with the ~~District~~ "Interim"-General Manager on the preparation of the Board of Directors agendas. In addition, any Director shall have the right to place any matter on the agenda for any meeting in accordance with the provisions of this policy.
- ~~10.11.~~ Make recommendations to the Board of Directors, as necessary, to establish or disband committees, or to appoint committee members, all subject to Board of Directors approval.
- ~~11.12.~~ Call such meetings of the Board of Directors as deemed necessary, upon giving of notice as prescribed by the Brown Act.
- ~~12.13.~~ Confer with the ~~District~~ "Interim"-General Manager and/or District Counsel on matters that may occur between Board of Directors meetings.
- ~~13.14.~~ Be responsible for the orderly conduct of all Board of Directors meetings.
- ~~14.15.~~ Act as spokesperson for the Board of Directors.
- ~~15.16.~~ Coordinate and prepare the Board of Directors annual evaluation of the ~~District~~ "Interim"-General Manager and District Counsel.
- ~~16.17.~~ Other duties as authorized by the Board of Directors.

Commented [BF30]: Delete as repetitive

12. VICE-PRESIDENT

When the President resigns or is absent or otherwise unable to carry out the duties of the President, the Vice President shall perform the President's duties. When the President disqualifies himself/herself from participating in an agenda item, the Vice-President shall perform the duties of the Chairperson.

13. MINUTES

All Board of Directors meetings and Committee meetings will be recorded by audiovisual and/or audio means and made available through the District's website. Said audiovisual

and/or audio recordings shall be subject to inspection in accordance with State law, including the California Public Records Act. In addition, the District Secretary shall record the minutes for Board of Directors meetings and Committee meetings, which shall also be posted on the District's website.

The minutes shall be of the form of summary minutes and will include the following information: the time the meeting was called to order, the names of the Directors (or, as appropriate, the Committee members) attending the meeting, the vote (roll call or voice) on each matter considered at the meeting, the time the Board of Directors began and ended any Closed Session, the names of the Directors and the names, and titles where applicable, of any other persons attending any Closed Session, a list of those members of the public who spoke on each matter if the speakers identified themselves, whether such speakers supported or opposed the matter, a brief summary of each Director's and public member's statement during the public comment period for each agenda item (if they identified themselves), and the time the meeting was adjourned. Any person speaking during a public comment period may supply written comments which shall be included in the minutes.

The officially adopted minutes shall be available for inspection and copying upon request no later than ten working days after the meeting at which the minutes are adopted, unless circumstances prevent meeting that goal in which case the minutes shall be available as soon as possible.

14. COMMITTEES

The Board shall organize committees that are advisory to the Board with regard to matters within their respective areas of responsibility.

The ~~three~~^{four}~~three~~ District Standing Committees (or "Committees") are as follows: Administrative, Budget & Finance, and Engineering & Environmental, ~~and Lompico Oversight~~. Each ~~standing~~ committee shall have no power or authority to commit the District or to take any ~~action~~ on behalf of the Board of Directors. Standing Committees shall hold meetings at ~~such~~ times, frequency and locations as deemed necessary by consensus of the ~~committee~~ members. Committees are encouraged to meet at least ~~monthly~~^{six times per} ~~year~~.

Committee appointments will be reviewed by the full Board at a Board of Director's meeting in December of each Calendar Year, or as soon thereafter as practical. Applications to serve as a Public Member will be available at the District's Office or on-line at the District's website (www.slwvd.com). The deadline for Public Member applications typically will be on or about November 26 of any given calendar year. Public Member applications will be reviewed by the full Board. Each committee member shall be appointed by a simple majority vote of the Board.

The terms of Public Member(s) of the Administrative, Budget & Finance, Engineering & Environmental Committees shall start on January 1 and end on December 31st of each year unless otherwise specified. ~~The terms of Public Members of the Lompico Oversight Committee are established by the Committee's Charter.~~ If a vacancy occurs at other

times of the year, the Board of Directors may make an appointment to fill the vacancy after the District advertises the vacancy and makes applications available to the public.

Members of the public shall serve on no more than one Standing Committee at a time.

Administrative, Budget & Finance, Engineering, Environmental Committees may have no more than two (2) Directors and at least one (1) Public Member but no more than three (3) Public Members. If more than one public member applies to serve on an individual Committee, the full Board shall vote to determine which public member shall be seated on that Committee for the year or may choose to appoint more than one public member to a Committee by adjusting the size of the Committee appropriately. At any time, the Board may also choose to appoint additional Public Members (up to 3 total) to any Standing Committee.

~~The Lompico Oversight Committee may have no more than five Public Members. Public Members serving on the Lompico Oversight Committee shall have a residential mailing address within Assessment District 2016-1.~~

Members of all committees serve at the pleasure of the Board of Directors. Each committee shall designate its own chairperson. For the Administrative, Budget & Finance, Engineering and Environmental Committees the chairperson shall be a member of the Board of Directors. ~~(The preceding sentence does not apply to the Lompico Oversight Committee, and a Public Member shall serve as its chairperson, because no Directors serve on that Committee).~~ Each Committee may elect a vice-chairperson. The chairperson of a committee is its presiding officer and shall be responsible for communicating the recommendation of the committee to the Board of Directors. In the absence of the chairperson, the vice-chairperson shall perform the duties of the chairperson. The chairperson and vice-chairperson are not deprived of any of the rights and privileges of a committee member by reason of being the presiding officer.

Committees shall establish their own meeting schedules in consultation with the ~~District~~ Interim-General Manager and District Secretary. Regular Committee meetings shall start no earlier than 8 a.m., and the chairperson shall make every effort to conclude meetings by 8:30 p.m., with an outside end time of 9 p.m.

All Committee meetings shall be held in accordance with the provisions of the Brown Act. In order to promote attendance by Directors at Committee meetings without inadvertently creating a violation of the Brown Act, Directors that are not members of a Committee are discouraged from attending but may attend as observers, and, if attending, shall not participate at the Committee's meeting. ~~(The preceding sentence does not apply to the Lompico Oversight Committee because no Directors serve on that Committee, and to avoid Brown Act violations no more than two Directors may attend any Lompico Oversight Committee meeting.)~~

A majority of the members of each committee shall constitute a quorum for the transaction of business. Only members of the committee are entitled to make, second or vote on any motion or other action of the committee. Each committee member shall be entitled to one vote on all matters considered by the committee. A simple majority vote of the members of the committee shall designate approval of a motion.

During the first regular meeting after January 1st of each year, each Committee ~~(except Lompico Oversight) shall review the District's current Strategic Plan and identify Strategic Plan Elements pertaining to said Committee. The Committee's findings regarding such Strategic Plan review shall be reported back to the Board at the next available regular Board Meeting for discussion and to allow the Board to provide direction back to the committees regarding completion of identified Strategic Plan will discuss with the General Manager the major challenges facing the District for the upcoming year that are under the Committee's purview, and identify any Elements~~elements of the current Strategic Plan that pertain to the Committee. (This is a more general practice that can be adhered to even in the absence of a current Strategic Plan.) Elements.

All committee member absences will be considered by the majority of the committee members to determine whether or not the absence is without cause. Sickness, jury duty, vacation and/or bereavement will be considered excused absences. When three meetings in a row or a total of six meetings in one calendar year are missed the remaining committee members will consider removal of the individual from the committee. The removal must be voted upon and approved by the majority of the committee members with the exception of the committee member in question.

Vacancies shall be reported to the full Board as soon as practically possible.

A Committee has jurisdiction to consider and make ~~a~~ recommendations to staff, other committees and to the Board of Directors regarding any item of business within the responsibility of the Committee. Committee recommendations shall be communicated to the Board of Directors. A committee may consider other matters referred to it by the Board of Directors.

Each Standing Committee shall, as a minimum, be responsible for the following:

Administrative Committee

The Committee shall be responsible for matters of internal and external administrative matters including: communications, staffing and staff support; District's data gap grant programs; interagency relations; codes and policies, pending State and federal legislation; and other administrative programs.

Budget and Finance Committee

The Committee shall be responsible for the review of District finances including: rates, fees, charges and other sources of revenue; budget and reserves; audit; investments; insurance; and other financial matters.

Engineering and Environmental Committee

The Committee shall be responsible for the review matters of design, construction, replace and repair of the District facilities and property including: The Capital Improvement Program; Master Plans and other engineering, operational and planning related matters.

In addition, the Committee shall be responsible for matters of stewardship of the

District's property including: Urban Water Management Plans; Water Conservation Programs; [Classis Watershed Education Grants](#); Watershed Management; Resource Management and other environmental related matter.

~~Lompico Assessment District Oversight Committee~~

~~The Committee shall be responsible to fulfill its Charter as it relates to Assessment District 2016-1 projects. The Charter sets forth the purpose and mission of the Lompico Oversight Committee, its procedures for establishing a meeting schedule, and the term of service of Committee members, among other things.~~

15. MEETING STIPENDS

Each Director may receive compensation as established by resolution of the Board of Directors. Pursuant to California Water Code section [30507](#), each Director may receive compensation in an amount not to exceed one hundred dollars (\$100.00) per day for each day's attendance at meetings of the Board, or for each day's service rendered as a Director by request or approval of the Board of Directors, not to exceed six hundred dollars (\$600.00) in any calendar month.

Consistent with California Water Code section [30507](#), by resolution of the Board of Directors, the District has established the following per day (daily meeting stipend) for each day's attendance at meetings, as defined herein. Such compensation is in addition to any approved reimbursement for meals, lodging, travel and other expenses consistent with the policies stated herein.

- A) To be entitled to a daily meeting stipend of one hundred dollars (\$100.00), the event in question must constitute one of the following:
 - 1. A regular meeting of the San Lorenzo Valley Water District Board of Directors within the meaning of California Government Code sections [54952.2\(a\)](#) and [54954\(a\)](#) as established by the Board of Directors in Section 9.A herein; or
 - 2. Any meeting attended or service provided on a given day at the formal request or approval of the Board of Directors, and for which the Board at a public meeting has approved payment of a daily meeting stipend.
- B) To be entitled to a daily meeting stipend of twenty five dollars (\$25.00), the event in question must constitute one of the following:
 - 1. A meeting, within meaning of California Government Code section [54952.2\(a\)](#), of a District standing committee within the meaning of Government Code section [54952\(b\)](#) and established herein. Only Directors appointed to the District's Standing Committees shall be entitled to said daily meeting stipend.
 - 2. A special or emergency meeting of the San Lorenzo Valley Water District Board of Directors within the meaning of California Government Code sections [54956](#) (special meeting) or [54956.5](#) (emergency meeting) that is not a regular meeting as defined in Section 15.A.1 above.

16. TRAINING, EDUCATIONAL PROGRAMS, CONFERENCES AND MEETINGS

The Board of Directors has determined that the following provisions shall be applicable to Director training, educational programs, conferences and meetings:

- A) Directors are encouraged to attend educational conferences and professional meetings when the purposes of such activities are to improve District operation. Directors may attend, on behalf of the District, such training, educational programs, conferences and meetings as have been approved by the Board of Directors.
- B) It is the policy of the District to encourage Board development and excellence of performance by reimbursing necessary and reasonable 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. All reimbursement of actual and necessary expenses shall be pursuant to District policy on expenditure reimbursement as stated herein.
- C) Attendance by Directors at seminars, workshops, courses, professional organization meetings, and conferences etc. shall be approved by the Board of Directors at a public meeting prior to incurring any authorized reimbursable costs.
- D) The ~~District~~ "Interim"-General Manager or designee 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 ~~District~~ "Interim"-General Manager, together with validated receipts.
- E) To conserve District resources and keep Directors' reimbursement expenses for training, educational programs, conferences and meetings within community standards for public officials, reimbursement expenditures should adhere to the following guidelines. Expenses to the District for Board of Directors' training, education programs, conferences and meetings should be kept to a minimum by:
 - 1. Utilizing hotel(s) recommended by the event sponsor in order to obtain discounted rates.
 - 2. Traveling together whenever feasible and economically beneficial.
 - 3. Requesting reservations sufficiently in advance, when possible, to obtain discounted air fares and hotel rates.
- F) A Director shall not attend a conference or training event for which there is an expense to the District if it occurs after the Director has announced a pending resignation, or if it occurs after an election in which it has been determined that a Director will not retain a seat on the Board of Directors. A Director shall not attend a conference or training event when it is apparent that there is no significant benefit to the District.

Commented [BF31]: What if a Director wants to attend at their own expense?

- G) Whenever a Director who has not previously attended a particular conference or educational program is available to attend same, that Director shall have preference for attendance over a Director who has previously attended the same program.
- H) 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 of Directors, or make a verbal report during the next regular meeting of the Board of Directors. The 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.
- I) Nothing in this policy shall permit the conduct of business in violation of the Brown Act when more than three (3) Directors attend the same event.

17. EXPENDITURE REIMBURSEMENT

The purpose of this policy is to prescribe the manner in which members of the San Lorenzo Valley Water District Board of Directors may be reimbursed for expenditures related to approved District business. The District shall adhere to California Government Code sections [53232 through 53232.4](#) or as amended when dealing with issues of expenditure reimbursements for Directors. This policy shall apply to all members of the Board of Directors, and is intended to result in no personal gain or loss to a Director.

Directors may be reimbursed for out-of-pocket expenditure(s) relative to reasonable and necessary costs associated with appropriate District business. The Board of Directors must provide approval for said District business at a public meeting prior to incurring any authorized reimbursement costs.

Directors are eligible to receive reimbursements for travel, meals, lodging, and other reasonable and necessary expenses associated with approved District business. Reimbursement rates shall coincide with guidelines established herein, or rates set by Internal Revenue Service ("IRS") Publication 1542 or its successor publication(s), whichever are greater.

If lodging is in connection with a prior approved event, such lodging costs shall not exceed the maximum group rate published by the conference or activity sponsor. If the published group rate is unavailable, Directors shall be reimbursed for comparable lodging at government or IRS rates.

If travel is in connection with a prior approved event, the most economical mode and class of transportation reasonably consistent with scheduling needs must be used, using the most direct and time-efficient route. Directors shall use government or group rates offered by the event provider of transportation when available. If the group rate is unavailable, Directors shall be reimbursed for comparable travel at government or IRS rates.

Directors shall submit their requests for reimbursement on a form approved by the ~~District~~ Interim-General Manager. The reimbursement form shall include an explanation of the District-related purpose for the expenditure(s). Receipts documenting all

expenditure are required to be submitted in conjunction with the expense report form. Failure to submit necessary receipts will result in denial of the reimbursement claim. Expense reports shall be submitted within a reasonable time, and at no time more than fourteen (14) calendar days after incurring the expense. The ~~District~~ "Interim"-General Manager will review and approve reimbursement requests.

Any and all expenses that do not fall within the adopted travel reimbursement policy or the IRS reimbursable rates are required to be approved by the Board of Directors in a public meeting prior to the expense(s) being incurred. Expenses that do not adhere to the adopted travel reimbursement policy or the IRS reimbursable rates, and that do not receive prior approval from the Board of Directors in a public meeting prior to the expense being incurred, shall not be eligible for reimbursement.

State law provides criminal penalties for misuse of public resources, which includes falsification of expense reports. Penalties include fines, imprisonment, and restitution.

18. PERSONNEL POLICIES

A) PERSONNEL SYSTEM RULES AND REGULATIONS

San Lorenzo Valley Water District is committed to the provision of an orderly, equitable and uniform personnel system. The Board of Directors by resolution shall establish written rules and regulations for the administration of the personnel system. Personnel system rules and regulations shall be reviewed at a Board of Directors meeting in June of each calendar year or as soon thereafter as reasonable.

B) DISCRIMINATION, HARASSMENT, AND RETALIATION PREVENTION POLICY

The San Lorenzo Valley Water District is an equal opportunity employer. The District is committed to providing a professional work environment free from discrimination, harassment, and retaliation and disrespectful or other unprofessional conduct based on a protected category such as: race, color, sex/gender (including pregnancy, childbirth, breastfeeding or related medical conditions), sex stereotype, gender identity/gender expression/transgender (including whether or not you are transitioning or have transitioned) and sexual orientation; religion or religious creed (including religious dress and grooming practices); national origin; ancestry; physical or mental disability; medical condition (including cancer); genetic information/characteristics; marital status/registered domestic partner status; age (40 years and older); veteran and/or military status; political affiliation; any other status protected by state or federal law. The District prohibits discrimination, harassment, disrespectful or unprofessional conduct whether based on those protected categories/characteristics, or based on a perception that anyone has any of those characteristics or is associated with a person who has or is perceived as having any of those characteristics. In addition, the District prohibits retaliation against a person who raises complaints of discrimination or harassment or who participate in workplace investigations.

The Board of Directors by resolution shall establish a written discrimination, harassment, and retaliation prevention policy. The policy shall apply broadly to all persons involved in the operation of the District including but not limited to all employees, supervisors, managers, officers, Directors, and committee members of the District. The policy applies to Directors, and Directors should familiarize themselves with it. The policy shall be reviewed at a Board of Directors meeting in December of each calendar year or as soon thereafter as practicable.

If an allegation made against a Director under the policy is found to be supported, the Board of Directors reserves the right to take such remedial action as is appropriate under all of the circumstances, including, if warranted, initiating an action for recall of such Director.

19. DIRECTOR RESIGNATIONS

Resignations by Directors shall be in writing, state the effective date and be submitted to the President of the Board of Directors and District Secretary. In the event the President of the Board of Directors resigns, the resignation shall be submitted to the Vice-President of the Board of Directors and the District Secretary.

Commented [BF32]: Can the President resign the presidency without resigning from office?

20. DIRECTOR VACANCIES

Directors are expected to carry out their responsibilities to the best of their abilities. In order to accomplish this goal, Directors should be present for scheduled meetings or events whenever possible. California Government Code section 1770 specifies the events that result in a vacancy, including, without limitation, death, resignation, removal from office, ceasing to be an inhabitant of the District, ceasing "to discharge the duties of his or her office for the period of three consecutive months, except when prevented by sickness", or conviction of a felony or of any offense involving a violation of his or her official duties.

If such vacancy occurs, the Board of Directors will take action in accordance with California Government Code section 1780, which allows the Board of Directors to fill the vacancy within sixty (60) days by making an appointment or by calling an election. After 60 days, the County Board of Supervisors may make an appointment to fill the vacancy or order the District to call an election. If the number of Directors falls below a quorum, then at the request of a Director or the District Secretary, the County Board of Supervisors shall promptly make an appointment or may call an election to fill the vacancy.

In order to accomplish this in an orderly and consistent manner, when a vacancy of an elected Director occurs, the District Board of Directors, after discussion and consideration, shall when deemed appropriate, instruct staff to:

- A) Place a public notice advising that a vacancy has occurred in accordance with applicable provisions of law; and
- B) Said notice shall advise prospective candidates of the steps to take to apply for appointment; and

- C) The District's Board of Directors shall establish the closing date for the receipt of applications; and
- D) Applicants shall submit the following, by the date specified in the notice:
 - 1. a letter of interest, and
 - 2. a resume, with particular emphasis on the applicant's knowledge of special districts, and
- E) Applicant(s) shall be interviewed at the next regularly scheduled meeting of the District's Board of Directors following the date of closure for applications; and
- F) The District's Board of Directors shall make the appointment without undue delay, but need not act at the same meeting.

21. INCONSISTENT, INCOMPATIBLE AND CONFLICTING EMPLOYMENT OR ACTIVITIES

Pursuant to the provision of the California Government Code section [1126](#), the Board of Directors of the San Lorenzo Valley Water District has determined that it would be inconsistent and incompatible for a Director to be a paid employee of the District. Therefore, based on this decision, a member of the Board of Directors shall not be a paid District employee.

22. DIRECTORS' LEGAL LIABILITIES

The District shall defend and indemnify Directors from any claim, liability or demand that arises out of a Director's performance of his or her duties or responsibilities as a Director or Officer of the District, as provided by California Government Code sections [825](#) and [995](#).

In the event that such claim, liability or demand involves an alleged conflict of interest on the part of the Director seeking defense or indemnification, prior to approving or disapproving any such request the District shall do all of the following:

- A) Consider any formal determination obtained from the California Fair Political Practices Commission (FPPC), or if no such determination was obtained, the reason(s) why not;
- B) Forward the Director's written request to the District's risk management entity or insurer for a coverage determination;
- C) Obtain a legal opinion from District Counsel and consider whether to obtain a second legal opinion.

To the maximum extent permitted by law, any decision to approve or grant such a request shall be made subject to a reservation of rights on the part of the District.

23. INVESTMENT POLICY

San Lorenzo Valley Water District is committed to the establishment of formal policies relative to the prudent investment of the District's unexpended cash. The Board of Directors by resolution shall establish written guidelines for the investment of all San Lorenzo Valley Water District funds or funds in the custody of the District, in a manner which conforms to all federal, state and local statutes governing the investment of public funds. Said guidelines shall provide for an optimal combination of safety, liquidity and yield. The District's Investment Policy and, any amendments thereto, shall be adopted by resolution of the Board of Directors. The Investment Policy shall be reviewed at a Board of Directors meeting in June before the end of each fiscal year, or as soon thereafter as reasonable.

24. ANNUAL DISCLOSURE OF REIMBURSEMENTS

The District shall annually disclose any reimbursements paid by the San Lorenzo Valley Water District of at least one hundred dollars (\$100.00) for each individual charge for services or products received. The Board of Directors shall review said reimbursement information for the preceding fiscal year (July 1 - June 30) at a regularly scheduled Board of Directors meeting in September of each calendar year.

25. REVIEW OF ADMINISTRATIVE DECISIONS

The provisions of California Code of Civil Procedure section [1094.6](#) shall be applicable to judicial review of all administrative decisions of the Board of Directors pursuant to the provisions of Section [1094.5](#). The provision of Section 1094.6 shall prevail over any conflicting policy or regulation of the District. In accordance with Section 1094.6, the time to seek judicial relief shall be ninety (90) days following the date on which the Board of Directors' decision becomes final. Nothing in this policy shall be deemed to waive the claims filing requirements of the District when damages are sought.

26. GENERAL PROVISIONS

Any of the within policies not required by law may be altered, amended, or repealed by a majority of the Board at a duly authorized meeting.

27. ANNUAL REVIEW

This Board of Directors Policy Manual shall be reviewed at least annually and ratified by Resolution of the Board of Directors at a Board of Directors meeting, in January of each calendar year or as soon thereafter as reasonable.

*** END ***



BOARD OF DIRECTORS POLICY MANUAL 2022

ADOPTED

January 20, 2022

RESOLUTION NO. 11 (21-22)

57974940.v4

MODIFICATIONS TO POLICY MANUAL SINCE LAST FULL BOARD APPROVAL

Reinstate policy of holding regular Board meetings on the first (1st) and third (3rd) Thursday of every month including July, November, and December. (Section 9.A.)

Update the Order of Business to reflect current practice. (Section 9.J.)

Update Technological Conferencing procedures to reflect the District's plans to transition to hybrid meetings. (Section 10.)

Update the section on Minutes to reflect current practice. (Section 13.)

Combine the District's Engineering and Environmental Committees into a single committee. (Section 14.)

Update the section on start and end date for terms of Committee Members. (Section 14.)

Policy to reflect that typically the policy should be reviewed close to the end of each Fiscal Year. (Section 23.)

Policy to reflect change to once per month meetings of the Board of Directors on the first Thursday of each month and to correct the location of in person Board meetings. (Section 9.)

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1. MISSION STATEMENT

“Our mission is to provide our customers and all future generations with reliable, safe and high quality water at an equitable price; to create and maintain outstanding customer service; to manage and protect the environmental health of the aquifers and watersheds; and to ensure the fiscal vitality of the San Lorenzo Valley Water District”.

Adopted by the Board of Directors of the San Lorenzo Valley Water District on June 2, 2000.

2. GOVERNING LAWS

The Board of Directors shall comply with and shall be guided by applicable provisions of Federal laws and State laws, including the [Water Code](#), [Government Code](#), Section [1090](#) of the Government Code, [Elections Code](#) and [Public Resources Code](#). It shall also be guided by this Policy Manual, other policies of the District, and the rules and regulations of the District as established by the motions, resolutions and ordinances enacted by the Board of Directors. Motions, resolutions and ordinances may be enacted by the Board in accordance with the Government Code, Water Code section [30523](#) and/or the [County Water District Law](#) as amended.

3. GOVERNMENTAL ETHICS AND AVOIDANCE OF CONFLICTS OF INTEREST

A) ETHICS TRAINING

Pursuant to California Government Code section [53234 et seq.](#) or as amended, all Directors shall receive two (2) hours of training in general ethics principles and ethics laws relevant to public service within one (1) year of election or appointment to the Board of Directors, and at least once every two (2) years thereafter. All ethics training shall be provided by entities whose curriculum has been approved by the California Attorney General and the Fair Political Practices Commission. The ~~General District~~ Manager and any other employee(s) of the District designated by the Board of Directors shall also receive the ethics training specified herein. The District shall maintain records indicating the name of the entity that provided the training and the dates ethics training was completed. Records shall be maintained for a period of at least five (5) years after the date on which the training was received. These records are public records subject to disclosure under the California Public Records Act.

B) CONFLICT OF INTEREST CODE

Pursuant to provision of California Government Code section [81,000 et seq.](#), commonly known as the Political Reform Act, the District shall adopt and maintain a Conflict of Interest Code. The Conflict of Interest Code and any amendments thereto shall be adopted by resolution of the Board of Directors. The Board of Directors shall review the adopted Conflict of Interest Code on a bi-annual basis. At a regularly scheduled Board of Directors meeting in September of each even-numbered year, the Board of Directors shall review its Conflict of Interest Code and, if amendments are needed, shall submit said amendments to the Santa Cruz County Board of Supervisors in accordance with applicable

deadlines. If no amendments are needed, the Board of Directors shall submit a written statement saying that its Conflict of Interest Code is still accurate.

4. AUTHORITY OF BOARD

- A) The Board of Directors shall act only at properly noticed meetings, as provided by State Law.
- B) Individual Directors shall have no power to act for the San Lorenzo Valley Water District, or the Board of Directors, or to direct District staff, except as authorized by the Board of Directors.
- C) Until a quorum is present there can be no meeting of the Board of Directors. The presence of a minimum of 3 Directors is required to constitute a quorum of the Board of Directors.

5. CODE OF CONDUCT

The Board of Directors of the San Lorenzo Valley Water District is committed to providing excellence in legislative leadership that results in providing the highest quality services to its constituents. The Board of Directors is expected to maintain the highest ethical standards, to follow District policies and regulation, and to abide by all applicable local, state and federal laws. Board of Directors conduct should enhance the integrity and goals of the District. In order to assist in the governing of behavior between and among members of the Board of Directors, the following rules shall be observed:

- A) Directors are obligated to uphold the Constitution of the United States and the Constitution of the State of California. Directors will comply with applicable laws regulating their conduct, including without limitation conflict of interest, financial disclosure and open government laws.
- B) Directors will not use or permit the use of District-owned vehicles, equipment, telephones, materials or any other property or resources for personal benefit or profit. Directors will not ask or require District personnel to perform services for the personal benefit or profit of a Director or District personnel.
- C) Directors will not solicit political funds or contributions at District facilities. Directors will not solicit political contributions from District employees, officers, consultants or contractors. Directors will not use the District's logo, stationary or other indicia of the District's identity in any solicitations for political contributions contrary to state or federal law.
- D) Directors will not, without prior approval of the Board of Directors, disclose any confidential information of the District to anyone that is not authorized to receive it or make any unauthorized use of such information.
- E) A Director's interaction with public, press or other entities must recognize the limitation of the Director to speak for the Board of Directors or the District except to repeat explicitly stated Board decisions, while respecting the right of Directors to express individual opinions.

- F) The primary responsibility of the Board of Directors is the formulation and evaluation of policy. Routine matters concerning the operational aspects of the District are to be delegated to the District General Manager and staff. Directors shall not be involved in the day-to-day operations of the District.
- ~~G)~~ A Director shall not seek to discipline any employee of the District. Any concerns regarding an employee's performance shall be communicated to the District General Manager.
- ~~H)G)~~ If approached by District personnel concerning specific District policy, Directors should direct inquiries to the District General Manager.
- ~~H)H)~~ Directors will not engage in personal attacks on other Directors or District personnel.
- ~~H)I)~~ In the performance of their official duties, Directors will strive to treat individuals fairly and avoid granting special consideration, treatment, or advantage to any person or group beyond what is available to other persons or groups in similar circumstances. Directors shall comply with anti-discrimination laws and policies.
- ~~K)J)~~ Directors should practice the following procedures:
1. Directors should function as a part of the whole. Issues should be brought to the attention of the Board of Directors as a whole, rather than to individual members selectively.
 2. Directors should commit themselves to focusing on issues and not personalities. The presentation of the opinions of others should be encouraged.
 - ~~3.~~ Differing viewpoints are healthy in the decision-making process. Individual Directors have the right to disagree with ideas and opinions, but without being disagreeable.
 - ~~4.~~ Directors shall not relitigate issues that have been resolved; they shall not restate arguments that have been previously made nor shall they seek to publicly overturn or undermine a previous Board decision. (Such actions are detrimental to the Board's core responsibility which is to make decisions and proceed accordingly.)
 - ~~3-5.~~ Directors should develop a working relationship with the District General Manager wherein current issues, concerns and District projects can be discussed comfortably and openly.
 - ~~4-6.~~ In seeking clarification on ~~informational any District matter items items,~~ Directors may directly approach the District General Manager to obtain information needed to supplement, upgrade, or enhance their knowledge to improve legislative decision-making.
 - ~~5-7.~~ In seeking clarification for policy-related concerns, especially those involving personnel, legal action, land acquisition, sale or development,

finance, and programming, said concerns should be referred directly to the ~~District~~General Manager.

Commented [BF1]: A suggested edit conflicted with accepted norms and item 5F above which states: operational aspects of the District are to be delegated to the General Manager and staff

~~6-8.~~ In handling complaints or inquiries from residents and property owners of the District, said complaints should be referred to the ~~District~~General Manager and may be followed up by the Board of Directors.

~~7-9.~~ When responding to constituent requests and concerns at Board meetings, the Board President's discretion determines the amount of time for comments. Specific questions or concerns will be directed to the ~~District~~General Manager for future action by the Board or staff. Directors should be courteous, responding to individuals in a positive manner and routing their questions through appropriate channels and to responsible management personnel.

~~8-10.~~ In handling items related to safety concerns, hazards should be reported to the ~~District~~General Manager. Emergency situations should be dealt with immediately by seeking appropriate assistance.

~~L/K)~~ Sanctions for violations of this Code of Conduct shall be determined by the Board of Directors. The sanctions imposed shall depend upon the severity of the violation or violations.

6. ELECTION OF OFFICERS

There shall be two (2) officers: a President and a Vice-President, who shall be members of the District Board of Directors. Election of officers shall be held at a Board of Directors meeting in December of each calendar year. Officers will serve for a one (1) year term. Elections will conform to the applicable provisions of this Policy Manual.

Commented [BF2]: President and chair are used interchangeably throughout the document. Board should decide on the use of one or the other.

7. BOARD POWERS, DUTIES AND FUNCTIONS

A) POWERS

The Board of Directors is responsible for the establishment of policy and general control of the District. This broad authority shall be exercised in accordance with all applicable federal, state and local laws and regulations. The Board of Directors may exercise any powers delegated by law to the District. Powers are exercised by the Board of Directors acting collectively as a legislative body, not by individual directors.

B) DUTIES

The primary duties of the Board of Directors are as follows:

1. Take action at properly noticed meetings of the Board.
2. Establish and periodically review written policies for District operation and administration [including the Board Policy Manual](#).
3. Be responsible for all District finances.

- a. Approve the fiscal budget.
 - b. Monitor budget spending and adjust the budget as necessary.
 - c. Approve or reject contracts or expenditures, to the extent decisions have not been delegated to staff.
 - d. Approve or reject matters that commit the District to funds or facilities or expand the District's services, to the extent not delegated to staff.
 - e. Approve the annual financial report.
4. Set rates, fees and charges for District services.
5. PersonnelHuman Resources
- a. Hire and discharge General Manager (~~"District General Manager"~~) and General Legal Counsel ("District Counsel").
 - b. ~~Annually~~ Establish objectives and annually evaluate the ~~District~~General Manager and District Counsel.
 - c. Direct the ~~District~~General Manager regarding when to put the District Counsel contract out to bid, which typically should occur at least every five (5) years.
6. Establish written policy on how Board of Director's meetings are conducted.
7. Review and revise the Master~~Strategic~~ Plan for the District.
8. Make committee appointments.
9. Establish Director compensation limits.

Commented [BF3]: Not all fees are subject to Prop 218 thus a suggested change is not included

C) FUNCTIONS

The powers and duties of the Board of Directors include governance, executive and quasi-judicial functions of the District.

1. GOVERNANCE FUNCTIONS

To fulfill its responsibility, the Board of Directors is committed to establishing policies to govern District activities. The Board of Directors shall consider and approve or disapprove matters submitted to it by a Director, Staff or the public. The Board of Directors shall prescribe rules for its own governance which are consistent with its enabling code and other applicable laws and regulations.

2. EXECUTIVE FUNCTIONS

The Board of Directors is authorized to delegate any of its powers and duties to an officer or employee of the District. The Board of Directors; however, retains ultimate responsibility over the performance of those powers or duties so delegated.

Commented [BF4]: Any seems overly broad and depending on the attempted delegation, may not be legal.

Commented [BF5R4]: Will be verified with legal council

3. QUASI-JUDICIAL FUNCTIONS

The Board of Directors desires that public complaints be resolved at the lowest possible administrative level and as quickly as possible. The method of resolving public complaints shall be as follows:

- a. The individual with a complaint shall first be directed to Staff. discuss the matter with the District General Manager. If the individual registering the complaint is not satisfied with the disposition of the complaint by ~~the Staff which may include District General Manager, Customer Service, the District Secretary and/or the General Manager~~ said complaint may be filed with the Board of Directors.
- b. The Board of Directors may consider the matter at a subsequent regular meeting or call a special meeting. The Board of Directors will expeditiously resolve the matter.
- c. This policy in no way prohibits or intends to deter a member of the public from contacting any member of the Board of Directors and/or appearing before the Board of Directors to present a verbal complaint or statement ~~in regards to~~ regarding actions of the Board of Directors, District programs or services, or impending considerations of the Board of Directors.

8. ROLE OF INDIVIDUAL DIRECTORS

The Board of Directors is the unit of authority for the District. Apart from their normal function as a part of this unit, individual Directors may not commit the District to any policy, act or expenditure unless duly authorized by the Board of Directors. Directors do not represent any factional segment of the constituency, but are, rather, a part of the body which represents and acts for the constituency as a whole.

- A) Each Director has the right to place items on a subsequent Board of Directors Meeting agenda, subject to scheduling by the ~~District General~~ Manager in consultation with the Board President. The deadline for submittal of an agenda item by a Director, including any written backup material, ~~by a Director~~ shall be the same as for District staff: currently the one week before the Friday preceding the scheduled Board of Directors meeting Wednesday which is 13 days prior to the meeting date at 5:00 p.m. ~~before the scheduled Board of Directors meeting date~~ at the office of the District Secretary. Agenda item requests received after the submittal deadline for a specific agenda will be added to the next following regularly scheduled agenda, subject to scheduling by the Board President.
- B) Directors will make every effort to attend assigned Board of Directors and Committee meetings:

1. To prepare adequately for each such meeting;
2. To observe the rules of decorum as set forth herein; and
3. Whenever any individual Directors will be absent or late for a Board of Directors or Committee meeting said Director shall notify the General Manager, District Secretary or Board President at the earliest opportunity.

C) When requesting information from staff, Directors shall contact the DistrictGeneral Manager. When responding to constituent requests and concerns, Directors should reroute such inquiries to the DistrictGeneral Manager.

D) From time to time, an individual director may need to contact District Counsel directly regarding potentially sensitive legal matters; however, such individual contacts should be infrequent and limited to no more than a half hour in any month unless the DistrictGeneral Manager approves additional time for a particular matter.

E) Each Director shall decide individually on what contact information will be released by District staff to the general public. In order to accomplish this in an orderly and consistent manner, each Director shall provide the District Secretary with a completed and signed Director Contact Authorization Form. Directors shall be responsible for any and all updates and amendments to said Director Contact Authorization Form.

F) Each Director will be provided with a “-@-slvwd.com” email address and shall use this email address for District business to help ensure compliance with the California Public Records Act. If a Director (or any other personnel affiliated with the District) uses other email accounts or electronic communications for District business, those accounts and/or electronic communications will be subject to document retention requirements, and possible collection and search in accordance with the California Public Records Act.

9. BOARD OF DIRECTORS MEETINGS

A) TIME AND PLACE OF BOARD OF DIRECTORS MEETINGS

Regularly scheduled meetings of the Board of Directors shall be held on the first _____ (1st) ~~and third (3rd)~~ Thursday of each month, ~~including July, November and December.~~ For regular meetings, any Closed Session will start no earlier than _____ 5:30 p.m. and Open Session will start at 6:30 p.m.; however, nothing herein _____ precludes the Board of Directors from adjourning to Closed Session after the _____ Open Session. In consideration of all attendees, including members of the _____ public, staff, and Directors, the Chairperson is encouraged to conduct all regular _____ meetings so that they are concluded by 8:30 p.m. or 9:00 p.m. at

the latest, i.e.

_____no more than 2-2.5 hours of Open Session meeting time. In-person meetings will

_____be held at the District ~~Conference~~Operations Building, 13057 Room, 12278 Highway 9, Boulder Creek, CA,

_____unless otherwise specified by action of the Board of Directors.

Special meetings

_____of the Board of Directors, as that term or its successor terms are defined within

_____the meaning of the Ralph M. Brown Act (California Government Code section

_____54950 et seq., the "Brown Act"), may be duly authorized and held as deemed

_____necessary by the President or a majority of the Board of Directors or the ~~District~~

_____General Manager. Notice and location of special meetings shall be as prescribed by law.

_____Emergency meetings of the Board of Directors, as that term or its successor

_____terms are defined within the meaning of the Brown Act, may be duly authorized

_____and held as deemed necessary by the ~~District~~General Manager or the Board President.

_____Notice and location of emergency meetings shall be as prescribed by law.

B) PUBLIC NATURE OF MEETINGS

All meetings of the Board of Directors shall be open to the public, except when the Board is convened in Closed Session as authorized under provisions of the Brown Act. Nevertheless, Board discussions shall not be targeted at the public; meetings are for the exclusive purpose of conducting District business, and Director comments and questions are for the exclusive purpose of ensuring that the Board has all the relevant information that it needs to make its decisions.

C) QUORUM AND VOTING REQUIREMENTS

The presence of three (3) or more Directors shall constitute a quorum for the transaction of District business. No ordinance, resolution or motion shall be passed by the Board of Directors without a majority vote of the Board, unless the Board is operating with a quorum of 3, in which case unanimous votes are required. unless otherwise required or prescribed by State law. (See for example, Government Code section 54954.2.)

A Director abstaining in a vote is considered absent for that vote. A Director abstaining due to a conflict of interest does not count toward a quorum.

D) BOARD ACTION

The Board of Directors may take action to exercise its powers formally by adopting or rejecting a resolution, ordinance, or motion. The Board of Directors

may give directions that are not formal action. Such directions include the Board of Directors' directives and instructions to the ~~District~~General Manager, which shall be determined by a consensus of the Board of Directors at a properly noticed meeting and shall be stated by the Chairperson for clarification.

Except where action is taken by the unanimous vote of all Directors present and voting, the ayes and noes shall be taken upon the passage of all ordinances, resolutions or motions and shall be entered in the minutes. An ordinance does not require two readings at separate meetings unless otherwise prescribed by law. Unless otherwise provided by its own terms, all ordinances, resolutions and motions shall become effective upon adoption.

Any member of the Board of Directors, including the President, can make a motion. Motions require seconds. The President or Chairperson may vote on all motions unless disqualified or abstaining. The Chairperson shall not call for a vote on any motion until sufficient time has been allowed to permit all members of the Board of Directors to speak. Complex motions should generally be prepared in writing and read aloud to the members of the Board of Directors at the time the motion is made. If a motion is not in writing, and if it is necessary for full understanding of the matter before the Board of Directors, the Chairperson shall restate the question prior to the vote. Common motions may be stated in abbreviated form, and will be put into complete form in the minutes. Until the Chairperson states the question, the maker may modify their motion or withdraw it completely. However, after the Chairperson has stated the question, the motion may be changed only by a motion to amend which is passed by a majority vote of the Board of Directors.

E) PARLIAMENTARY PROCEDURES

Unless otherwise inconsistent with any provision stated herein, Parliamentary Procedure for Board of Directors meetings shall be based upon the current edition of Robert's Rules of Order Newly Revised. No action of the Board of Directors shall be deemed invalid for the reason that said action was not in conformance with Robert's Rules of Order Newly Revised.

The Chairperson may at any time, during debate or otherwise, declare a recess. Any Director may, at any time, request that the Chairperson exercise his or her discretion to call a recess. Declaration of a recess by the Chairperson shall not be subject to any motions or debate.

F) ORDERLY DISCUSSION

In order to promote orderly discussion of the issues before the Board of Directors, for each item of business, the Chairperson shall typically conduct discussion in the following order: staff presentation, if any; followed by ~~one~~ an opportunity for ~~comment~~ questions by each Director; public comments; an ~~additional~~ opportunity for comment by each Director; then a request by the Chairperson for a motion, if appropriate. A motion requires a second. A seconded motion ~~will~~ may be followed by an additional opportunity for comment ~~by if requested by one of the Board of~~ Directors before the Chairperson calls for a vote. Each Director shall be recognized by the Chairperson before speaking.

Notwithstanding any provision of this Policy, however, each Director shall have a right to be heard within reason on any issue before the Board of Directors. Each Director may seek information or comment by the staff on any question. However, the right of any Director to be heard is limited to the particular topic or item of business at issue. The Chairperson shall endeavor to confine debate to the question under discussion, and shall rule out of order any irrelevant or repetitive comments by Directors or members of the public to the extent permitted under the Brown Act.

G) CLOSED SESSION

Except as otherwise provided by law, all proceedings in Closed Sessions shall remain confidential.

H) MEETING AGENDAS

The ~~District~~General Manager, in consultation with the Board President, shall be responsible for the preparation of a written agenda for each regular meeting and/or special meeting of the Board of Directors as those terms or its successor terms are defined by the Brown Act. The ~~District~~General Manager and the Board President shall meet, annually, in January of each calendar year to identify recurring items of business that should be placed on written agendas at appropriate times during the coming year. The ~~District~~General Manager, in consultation with the President, shall be responsible for the preparation of a written agenda for each regular meeting and/or special meeting of "other legislative bodies," of the San Lorenzo Valley Water District, as those terms or its successor terms are defined by the Brown Act. The District Secretary shall be responsible for the posting of the appropriate notice and agenda for all meetings of the Board of Directors and/or "other legislative bodies."

Commented [BF6]: Do we follow? If not, shall we? Or shall we delete? I think it is a good practice.

A copy of the agenda for each regular meeting of the Board of Directors shall be posted and forwarded to each Director, at least ~~three (3) days~~ 72 hours in advance of each regular meeting, together with copies of all applicable supporting documentation; minutes to be approved; staff report; and other available documents pertinent to the meeting. Directors shall review agenda materials before each meeting. Individual directors may confer directly with the ~~District~~General Manager to request additional information on the agenda items.

I) ADDITIONAL REQUIREMENTS FOR MEETING MATERIALS

In the usual course of business, most meeting materials should be available when the agenda is posted and should be included in the agenda packet. If staff or consultant supporting materials are not available for inclusion in the agenda packet when the agenda is posted, the corresponding agenda item may be deleted from the agenda and placed on a subsequent meeting agenda at the discretion of the ~~District~~General Manager, in consultation with the President. Any public comment letters designated as such that miss the deadline will be included as Written Communications in a subsequent agenda packet.

In rare instances where staff or consultant supporting materials cannot be made available for inclusion in the agenda packet when the agenda is posted, any such

materials to be presented at a regular meeting shall be provided to the District Secretary (or other designated staff member) by 5 p.m. ~~two days~~48 hours before the meeting. Staff will arrange to have the materials posted to the District's website before the meeting. Any staff or consultant materials that miss this deadline will be posted to the District's website before the meeting if feasible, or will be posted following the meeting.

For other meetings of any "legislative body" of the District including Committee meetings, any staff or consultant materials that miss the applicable agenda packet deadline may be posted to the District's website before the meeting if feasible, or will be posted following the meeting.

This policy is intended to promote transparency and compliance with Government Code section [54957.5](#) by ensuring that Directors and the public have access to meeting materials. This policy does not apply to confidential Closed-Session materials.

J) ORDER OF BUSINESS

The following is a list of the normal order of business at regular meetings. The Board President or Chairperson may rearrange this order at any time. Introductory language for each agenda section may be modified by action of the Board of Directors from time to time.

1. Convene Meeting, Roll Call.
2. Additions and Deletions to Closed Session Agenda.
3. Public Comment related to items on the Closed Session Agenda.
4. Adjournment to Closed Session.
5. Reconvene to Open Session at 6:30 PM.
6. Report of Actions Taken in Closed Session.
7. Additions and Deletions to Open Session Agenda.
8. Public Comment on any topic within the jurisdiction of the District that is not on the Open Session Agenda.
9. President's Report
10. Unfinished Business.
11. New Business.
12. Consent Agenda.
13. District Reports.
 - a. ~~District~~General Manager Report.

- b. Department Status Reports.
 - c. Committee Reports.
 - d. Director Reports.
14. Written Communications.
 15. Informational Material.
 16. (If applicable) Adjournment to Closed Session.
 17. (If applicable) Reconvene to Open Session to Report Actions Taken in Closed Session.
 18. Adjournment.

K) ADDITIONS AND DELETIONS TO AGENDA

Additions to the Agenda, if any, shall be made in accordance with California Government Code section [54954.2](#) or as amended (the Brown Act), which includes, but is not limited to, additions for which the need to take action is declared to have arisen after the agenda was posted, as determined by a two-thirds vote of the Board of Directors. If less than two-thirds of the members are present a unanimous vote of those members present is required. Deletions may be made at the discretion of the ~~District~~General Manager or the Chairperson, and do not require a vote unless a Director objects.

L) PUBLIC COMMENT

The Board of Directors encourages public participation in the governance of the District through public comment periods. In order to present, members of the public must first be recognized by the Chairperson.

1. If the Board meeting has a Closed Session agenda, members of the public may comment on or ask questions about the items which are on the Closed Session portion of each agenda. Comments or questions may be submitted in writing or orally. If in writing, the entire written communications will be placed in the minutes. If orally, members of the public may have to up to three (3) minutes (unless time is shortened by the President due to circumstances—e.g., in the event of a large number of people wishing to comment orally) to present to the Board of Directors. The President may extend this time at his or her discretion—e.g., in order to allow for a wrap up of the presentation. Oral comments will be summarized and included in the minutes if the member of the public provides his or her name at the beginning of their comment time.
2. Prior to the start of the Open Session agenda, members of the public may comment on or ask questions about topics which are within the jurisdiction of the District but are not on the Open Session portion of the agenda. It is the objective of the Board to have as close to a normal

conversation with members of the public as possible while still conforming to the requirements of the Brown Act. This means that the Board cannot take action or discuss a topic or question in depth during this meeting (Brown Act, Gov. Code section [54954.3](#) or as amended). However, the Board can ask clarifying questions in order to make sure that it understands questions or comments, and a brief discussion of how to best handle them may be allowed. All questions will be answered either in real-time (by the Board or staff) or at a later time, unless the questions relate to confidential topics. If a question is answered in real-time, the Board President will ask if the question was answered and, if not, allow a short follow-up request for clarification. If a question cannot be answered in real-time, it will be answered and included in the minutes for that meeting, which will be published at a later time. In addition, the Board may agendaize a public comment item for a future Board meeting, or the Board may send the item to Committee for follow-up and possible action. Comments and/or questions may be submitted in writing or orally. If in writing, the entire written communications will be placed in the minutes. If orally, members of the public may have to up to three (3) minutes (unless time is shortened by the Chairperson at his or her discretion due to circumstances—e.g., in the event of a large number of people wishing to comment orally) to present to the Board of Directors. The Chairperson may extend this time at his or her discretion—e.g., in order to allow for a wrap up of the presentation. Oral comments will be summarized and included in the minutes if the member of the public provides his or her name at the beginning of their comment time. In the interests of respecting everyone’s time, members of the public are encouraged to (i) avoid repeating someone else’s point—just indicate agreement—and add new content and (ii) to avoid repetition during their comments.

3. In addition, members of the public may address each agenda item prior to ~~Board~~the Board's disposition decision or vote on that item, including items on the Consent Agenda. Members of the public may have to up to three (3) minutes (unless time is shortened or extended by the Chairperson in his or her discretion) to present to the Board of Directors. The Chairperson may allow a second round of public comment at his or her discretion ~~but the same member of the public may not speak for a second time.~~ In order to present, members of the public must first be recognized by the Chairperson.
4. No member of the public shall approach the Board of Directors table while the Board is in session unless granted permission by the President or Chairperson. Proper decorum must be observed by Directors, staff, speakers and the audience at all times. The Chairperson shall preserve order and decorum, discourage personal attacks, and confine debate to the question under discussion. The President shall rule out of order any irrelevant, repetitive or disruptive comments. Please mute or turn off your electronic devices while the Board is in session.
5. It is the policy of the Board of Directors to invite all members of the public to participate in the governance of the District and to provide wide latitude for the free expression of all points of view. However, the Chairperson, or

Commented [BF7]: The public may comment on any item on the agenda including consent.

a majority of the board, may eject from a meeting any person who becomes disorderly, abusive, or disruptive, or who fails or refuses to obey a ruling of the Chairperson regarding a matter of order or procedure. In addition, as a last resort, per California Government code [54957.9](#): *In the event that any meeting is willfully interrupted by a group or groups of persons so as to render the orderly conduct of such meeting unfeasible and order cannot be restored by the removal of individuals who are willfully interrupting the meeting, the members of the legislative body conducting the meeting may order the meeting room cleared and continue in session. Representatives of the press or other new media, except those participating in the disturbance, shall be allowed to attend any session held pursuant to this section. Nothing in this section shall prohibit the legislative body from establishing a procedure for readmitting an individual or individuals not responsible for willfully disturbing the orderly conduct of the meeting.*

M) CONSENT AGENDA

The purpose of a Consent Agenda is to minimize the time required for the handling of any routine and non-controversial matters, where documentation provided to the Board of Directors is adequate and sufficient for approval without inquiry or discussion. Typical matters for the Consent Agenda include approval of the minutes and other minor matters. Any item on the Consent Agenda will be moved to the regular agenda upon request from an individual Director ~~or a member of the public~~. Items remaining on the Consent Agenda may be expedited by assuming unanimous consent of the ~~members of the~~ Board of Directors with a request by the Chairperson for a motion seconded by one of the Directors, followed by a call for a vote by the Chairperson and a majority vote by the Board, and having the Chairperson state that without objection the matter will stand approved.

N) STUDY SESSIONS/WORKSHOP MEETINGS

Study sessions or workshop meetings are for the purpose of discussing items that may come before the Board at a later time for official action. Study sessions provide a more informal forum for the Board of Directors, staff and the public to engage in open-ended discussion and share information on a particular subject. No formal action can be taken at a study session; direction can be given to staff regarding preparation of an agenda item for discussion and possible action at a subsequent meeting. From time to time, study sessions may be duly authorized as deemed necessary by the President or a majority of the Board.

O) WRITTEN COMMUNICATIONS

The Written Communications portion of the agenda is established to act as a report of written materials received by the Board as a whole, but may also include items requested for inclusion by individual Directors or members of the public. Written Communications will always be presented in their entirety.

10. TECHNOLOGICAL CONFERENCING

Teleconferencing may be used for all purposes in connection with any meeting within the subject matter jurisdiction of any legislative body of the District, and its use is encouraged to the extent permitted by law, including its use for public participation. Teleconferencing is defined as a meeting of a legislative body of the District, the members of which are in different locations, connected by electronic means, through either audio or video, or both. If a legislative body of the District elects to use teleconferencing, it shall comply with all applicable requirements of the Brown Act (Gov. Code section [54953](#), or as amended.) For telephonic and other remote or virtual regular Board meetings, meeting materials that are not posted to the District's website before the meeting should not be shown to the Board of Directors during the meeting.

The District currently conducts all meetings of the Board and Standing Committees remotely pursuant to AB 361. After the COVID-19 emergency, the District intends to transition to conducting hybrid meetings, i.e., meetings held in-person to the extent required by Gov. Code section [54953](#), while allowing for remote/virtual public participation as permitted by law.

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For telephonic and other remote or virtual regular Board meetings, meeting materials that are not posted to the District's website before the meeting should not be shown to the Board of Directors during the meeting.

11. PRESIDENT

The President shall sit as presiding officer (or "Chairperson") and conduct all meetings of the Board of Directors. The President shall have all the rights to discuss and vote on any issues before the Board of Directors. The President 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 shall prescribe; including the following:

1. Call the meeting to order at the appointed time.
2. Announce the business to come before the Board of Directors in its proper order.
3. Enforce the Board of Directors policies and rules with respect to the order of business and the conduct of meetings.
4. Actively facilitate Board discussions and -intervening if necessary to clarify what topics are currently in question and by proactively seeking to move the ensuing discussion to a productive resolution.
- 3-5. Recognize persons who desire to speak, and protect the speaker who has the floor from disturbance or interference.
- 4-6. Explain what the effect of a motion would be if it is not clear to every member of the Board of Directors.

- ~~5.7.~~ Restrict discussion to the question when a motion is before the Board of Directors.
- ~~6.8.~~ Rule on parliamentary procedure.
- ~~7.9.~~ Put motions to a vote, and state clearly the results of the vote.
- ~~8.10.~~ Sign all instruments or acts of the Board of Directors (unless signature authority is properly delegated to staff), and carry out stated requirements and the will of the Board of Directors.
- ~~9.11.~~ Consult with the ~~District~~General Manager on the preparation of the Board of Directors agendas. In addition, any Director shall have the right to place any matter on the agenda for any meeting in accordance with the provisions of this policy.
- ~~10.12.~~ Make recommendations to the Board of Directors, as necessary, to establish or disband committees, or to appoint committee members, all subject to Board of Directors approval.
- ~~11.13.~~ Call such meetings of the Board of Directors as deemed necessary, upon giving of notice as prescribed by the Brown Act.
- ~~12.14.~~ Confer with the ~~District~~General Manager and/or District Counsel on matters that may occur between Board of Directors meetings.
- ~~13.15.~~ Be responsible for the orderly conduct of all Board of Directors meetings.
- ~~14.16.~~ Act as spokesperson for the Board of Directors.
- ~~15.17.~~ Coordinate and prepare the Board of Directors annual evaluation of the ~~District~~General Manager and District Counsel.
- ~~16.18.~~ Other duties as authorized by the Board of Directors.

12. VICE-PRESIDENT

When the President resigns or is absent or otherwise unable to carry out the duties of the President, the Vice President shall perform the President's duties. When the President disqualifies himself/herself from participating in an agenda item, the Vice-President shall perform the duties of the Chairperson.

13. MINUTES

All Board of Directors meetings and Committee meetings will be recorded by audiovisual and/or audio means and made available through the District's website. Said audiovisual and/or audio recordings shall be subject to inspection in accordance with State law, including the California Public Records Act. In addition, the District Secretary shall record the minutes for Board of Directors meetings and Committee meetings, which shall also be posted on the District's website.

The minutes shall be of the form of summary minutes and will include the following information: the time the meeting was called to order, the names of the Directors (or, as appropriate, the Committee members) attending the meeting, the vote (roll call or voice) on each matter considered at the meeting, the time the Board of Directors began and ended any Closed Session, the names of the Directors and the names, and titles where applicable, of any other persons attending any Closed Session, a list of those members of the public who spoke on each matter if the speakers identified themselves, whether such speakers supported or opposed the matter, a brief summary of each Director's and public member's statement during the public comment period for each agenda item (if they identified themselves), and the time the meeting was adjourned. Any person speaking during a public comment period may supply written comments which shall be included in the minutes.

The officially adopted minutes shall be available for inspection and copying upon request no later than ten working days after the meeting at which the minutes are adopted, unless circumstances prevent meeting that goal in which case the minutes shall be available as soon as possible.

14. COMMITTEES

The Board shall organize committees that are advisory to the Board with regard to matters within their respective areas of responsibility.

The ~~three~~ District Standing Committees (or "Committees") are as follows:

Administrative, Budget & Finance, ~~and~~ Engineering & Environmental, ~~and Lompico Oversight~~. Each standing committee shall have no power or authority to commit the District or to take any action on behalf of the Board of Directors. Standing Committees shall hold meetings at such times, frequency and locations as deemed necessary by consensus of the committee members. Committees are encouraged to meet at least ~~monthly~~ six times per year.

Committee appointments will be reviewed by the full Board at a Board of Director's meeting in December of each Calendar Year, or as soon thereafter as practical. Applications to serve as a Public Member will be available at the District's Office or on-line at the District's website (www.slvwd.com). The deadline for Public Member applications typically will be on or about November 26 of any given calendar year. Public Member applications will be reviewed by the full Board. Each committee member shall be appointed by a simple majority vote of the Board.

The terms of Public Member(s) of the Administrative, Budget & Finance, Engineering & Environmental Committees shall start on January 1 and end on December 31st of each year unless otherwise specified. ~~The terms of Public Members of the Lompico Oversight Committee are established by the Committee's Charter~~. If a vacancy occurs at other times of the year, the Board of Directors may make an appointment to fill the vacancy after the District advertises the vacancy and makes applications available to the public.

Members of the public shall serve on no more than one Standing Committee at a time.

Administrative, Budget & Finance, Engineering, Environmental Committees may have no more than two (2) Directors and at least one (1) Public Member but no more than three (3) Public Members. If more than one public member applies to serve on an individual Committee, the full Board shall vote to determine which public member shall be seated on that Committee for the year or may choose to appoint more than one public member to a Committee by adjusting the size of the Committee appropriately. At any time, the Board may also choose to appoint additional Public Members (up to 3 total) to any Standing Committee.

~~The Lompico Oversight Committee may have no more than five Public Members. Public Members serving on the Lompico Oversight Committee shall have a residential mailing address within Assessment District 2016-1.~~

Members of all committees serve at the pleasure of the Board of Directors. Each committee shall designate its own chairperson. For the Administrative, Budget & Finance, Engineering and Environmental Committees the chairperson shall be a member of the Board of Directors. ~~(The preceding sentence does not apply to the Lompico Oversight Committee, and a Public Member shall serve as its chairperson, because no Directors serve on that Committee).~~ Each Committee may elect a vice-chairperson. The chairperson of a committee is its presiding officer and shall be responsible for communicating the recommendation of the committee to the Board of Directors. In the absence of the chairperson, the vice-chairperson shall perform the duties of the chairperson. The chairperson and vice-chairperson are not deprived of any of the rights and privileges of a committee member by reason of being the presiding officer.

Committees shall establish their own meeting schedules in consultation with the District General Manager and District Secretary. Regular Committee meetings shall start no earlier than 8 a.m., and the chairperson shall make every effort to conclude meetings by 8:30 p.m., with an outside end time of 9 p.m.

All Committee meetings shall be held in accordance with the provisions of the Brown Act. In order to promote attendance by Directors at Committee meetings without inadvertently creating a violation of the Brown Act, Directors that are not members of a Committee are discouraged from attending but may attend as observers, and, if attending, shall not participate at the Committee's meeting. ~~(The preceding sentence does not apply to the Lompico Oversight Committee because no Directors serve on that Committee, and to avoid Brown Act violations no more than two Directors may attend any Lompico Oversight Committee meeting.)~~

A majority of the members of each committee shall constitute a quorum for the transaction of business. Only members of the committee are entitled to make, second or vote on any motion or other action of the committee. Each committee member shall be entitled to one vote on all matters considered by the committee. A simple majority vote of the members of the committee shall designate approval of a motion.

During the first regular meeting after January 1st of each year, each Committee ~~(except Lompico Oversight) shall review the District's current Strategic Plan and identify Strategic Plan Elements pertaining to said Committee. The Committee's findings regarding such Strategic Plan review shall be reported back to the Board at the next available regular Board Meeting for discussion and to allow the Board to provide~~

~~direction back to the committees regarding completion of identified Strategic Plan will discuss with the General Manager the major challenges facing the District for the upcoming year that are under the Committee's purview, and identify any Elements elements of the current Strategic Plan that pertain to the Committee. (This is a more general practice that can be adhered to even in the absence of a current Strategic Plan.) Elements.~~

All committee member absences will be considered by the majority of the committee members to determine whether or not the absence is without cause. Sickness, jury duty, vacation and/or bereavement will be considered excused absences. When three meetings in a row or a total of six meetings in one calendar year are missed the remaining committee members will consider removal of the individual from the committee. The removal must be voted upon and approved by the majority of the committee members with the exception of the committee member in question.

Vacancies shall be reported to the full Board as soon as practically possible.

A Committee has jurisdiction to consider and make a recommendations to staff, other committees and to the Board of Directors regarding any item of business within the responsibility of the Committee. Committee recommendations shall be communicated to the Board of Directors. A committee may consider other matters referred to it by the Board of Directors.

Each Standing Committee shall, as a minimum, be responsible for the following:

Administrative Committee

The Committee shall be responsible for matters of internal and external administrative matters including: communications, staffing and staff support; District's data gap grant programs; interagency relations; codes and policies, pending State and federal legislation; and other administrative programs.

Budget and Finance Committee

The Committee shall be responsible for the review of District finances including: rates, fees, charges and other sources of revenue; budget and reserves; audit; investments; insurance; and other financial matters.

Engineering and Environmental Committee

The Committee shall be responsible for the review matters of design, construction, replace and repair of the District facilities and property including: The Capital Improvement Program; Master Plans and other engineering, operational and planning related matters.

In addition, the Committee shall be responsible for matters of stewardship of the District's property including: Urban Water Management Plans; Water Conservation

Programs; ~~Classis Watershed Education Grants~~; Watershed Management; Resource Management and other environmental related matter.

~~Lompico Assessment District Oversight Committee~~

~~The Committee shall be responsible to fulfill its Charter as it relates to Assessment District 2016-1 projects. The Charter sets forth the purpose and mission of the Lompico Oversight Committee, its procedures for establishing a meeting schedule, and the term of service of Committee members, among other things.~~

15. MEETING STIPENDS

Each Director may receive compensation as established by resolution of the Board of Directors. Pursuant to California Water Code section [30507](#), each Director may receive compensation in an amount not to exceed one hundred dollars (\$100.00) per day for each day's attendance at meetings of the Board, or for each day's service rendered as a Director by request or approval of the Board of Directors, not to exceed six hundred dollars (\$600.00) in any calendar month.

Consistent with California Water Code section [30507](#), by resolution of the Board of Directors, the District has established the following per day (daily meeting stipend) for each day's attendance at meetings, as defined herein. Such compensation is in addition to any approved reimbursement for meals, lodging, travel and other expenses consistent with the policies stated herein.

- A) To be entitled to a daily meeting stipend of one hundred dollars (\$100.00), the event in question must constitute one of the following:
 - 1. A regular meeting of the San Lorenzo Valley Water District Board of Directors within the meaning of California Government Code sections [54952.2\(a\)](#) and [54954\(a\)](#) as established by the Board of Directors in Section 9.A herein; or
 - 2. Any meeting attended or service provided on a given day at the formal request or approval of the Board of Directors, and for which the Board at a public meeting has approved payment of a daily meeting stipend.

- B) To be entitled to a daily meeting stipend of twenty five dollars (\$25.00), the event in question must constitute one of the following:
 - 1. A meeting, within meaning of California Government Code section [54952.2\(a\)](#), of a District standing committee within the meaning of Government Code section [54952\(b\)](#) and established herein. Only Directors appointed to the District's Standing Committees shall be entitled to said daily meeting stipend.
 - 2. A special or emergency meeting of the San Lorenzo Valley Water District Board of Directors within the meaning of California Government Code sections [54956](#) (special meeting) or [54956.5](#) (emergency meeting) that is not a regular meeting as defined in Section 15.A.1 above.

16. TRAINING, EDUCATIONAL PROGRAMS, CONFERENCES AND MEETINGS

The Board of Directors has determined that the following provisions shall be applicable to Director training, educational programs, conferences and meetings:

- A) Directors are encouraged to attend educational conferences and professional meetings when the purposes of such activities are to improve District operation. Directors may attend, on behalf of the District, such training, educational programs, conferences and meetings as have been approved by the Board of Directors.
- B) It is the policy of the District to encourage Board development and excellence of performance by reimbursing necessary and reasonable 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. All reimbursement of actual and necessary expenses shall be pursuant to District policy on expenditure reimbursement as stated herein.
- C) Attendance by Directors at seminars, workshops, courses, professional organization meetings, and conferences etc. shall be approved by the Board of Directors at a public meeting prior to incurring any authorized reimbursable costs.
- D) The ~~District~~General Manager or designee 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 ~~District~~General Manager, together with validated receipts.
- E) To conserve District resources and keep Directors' reimbursement expenses for training, educational programs, conferences and meetings within community standards for public officials, reimbursement expenditures should adhere to the following guidelines. Expenses to the District for Board of Directors' training, education programs, conferences and meetings should be kept to a minimum by:
 - 1. Utilizing hotel(s) recommended by the event sponsor in order to obtain discounted rates.
 - 2. Traveling together whenever feasible and economically beneficial.
 - 3. Requesting reservations sufficiently in advance, when possible, to obtain discounted air fares and hotel rates.
- F) A Director shall not attend a conference or training event for which there is an expense to the District if it occurs after the Director has announced a pending resignation, or if it occurs after an election in which it has been determined that a Director will not retain a seat on the Board of Directors. A Director shall not attend a conference or training event when it is apparent that there is no significant benefit to the District.

- G) Whenever a Director who has not previously attended a particular conference or educational program is available to attend same, that Director shall have preference for attendance over a Director who has previously attended the same program.
- H) 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 of Directors, or make a verbal report during the next regular meeting of the Board of Directors. The 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.
- I) Nothing in this policy shall permit the conduct of business in violation of the Brown Act when more than three (3) Directors attend the same event.

17. EXPENDITURE REIMBURSEMENT

The purpose of this policy is to prescribe the manner in which members of the San Lorenzo Valley Water District Board of Directors may be reimbursed for expenditures related to approved District business. The District shall adhere to California Government Code sections [53232 through 53232.4](#) or as amended when dealing with issues of expenditure reimbursements for Directors. This policy shall apply to all members of the Board of Directors, and is intended to result in no personal gain or loss to a Director.

Directors may be reimbursed for out-of-pocket expenditure(s) relative to reasonable and necessary costs associated with appropriate District business. The Board of Directors must provide approval for said District business at a public meeting prior to incurring any authorized reimbursement costs.

Directors are eligible to receive reimbursements for travel, meals, lodging, and other reasonable and necessary expenses associated with approved District business. Reimbursement rates shall coincide with guidelines established herein, or rates set by Internal Revenue Service ("IRS") Publication 1542 or its successor publication(s), whichever are greater.

If lodging is in connection with a prior approved event, such lodging costs shall not exceed the maximum group rate published by the conference or activity sponsor. If the published group rate is unavailable, Directors shall be reimbursed for comparable lodging at government or IRS rates.

If travel is in connection with a prior approved event, the most economical mode and class of transportation reasonably consistent with scheduling needs must be used, using the most direct and time-efficient route. Directors shall use government or group rates offered by the event provider of transportation when available. If the group rate is unavailable, Directors shall be reimbursed for comparable travel at government or IRS rates.

Directors shall submit their requests for reimbursement on a form approved by the ~~District~~ General Manager. The reimbursement form shall include an explanation of the District-related purpose for the expenditure(s). Receipts documenting all expenditure

are required to be submitted in conjunction with the expense report form. Failure to submit necessary receipts will result in denial of the reimbursement claim. Expense reports shall be submitted within a reasonable time, and at no time more than fourteen (14) calendar days after incurring the expense. The ~~District~~General Manager will review and approve reimbursement requests.

Any and all expenses that do not fall within the adopted travel reimbursement policy or the IRS reimbursable rates are required to be approved by the Board of Directors in a public meeting prior to the expense(s) being incurred. Expenses that do not adhere to the adopted travel reimbursement policy or the IRS reimbursable rates, and that do not receive prior approval from the Board of Directors in a public meeting prior to the expense being incurred, shall not be eligible for reimbursement.

State law provides criminal penalties for misuse of public resources, which includes falsification of expense reports. Penalties include fines, imprisonment, and restitution.

18. PERSONNEL POLICIES

A) PERSONNEL SYSTEM RULES AND REGULATIONS

San Lorenzo Valley Water District is committed to the provision of an orderly, equitable and uniform personnel system. The Board of Directors by resolution shall establish written rules and regulations for the administration of the personnel system. Personnel system rules and regulations shall be reviewed at a Board of Directors meeting in June of each calendar year or as soon thereafter as reasonable.

B) DISCRIMINATION, HARASSMENT, AND RETALIATION PREVENTION POLICY

The San Lorenzo Valley Water District is an equal opportunity employer. The District is committed to providing a professional work environment free from discrimination, harassment, and retaliation and disrespectful or other unprofessional conduct based on a protected category such as: race, color, sex/gender (including pregnancy, childbirth, breastfeeding or related medical conditions), sex stereotype, gender identity/gender expression/transgender (including whether or not you are transitioning or have transitioned) and sexual orientation; religion or religious creed (including religious dress and grooming practices); national origin; ancestry; physical or mental disability; medical condition (including cancer); genetic information/characteristics; marital status/registered domestic partner status; age (40 years and older); veteran and/or military status; political affiliation; any other status protected by state or federal law. The District prohibits discrimination, harassment, disrespectful or unprofessional conduct whether based on those protected categories/characteristics, or based on a perception that anyone has any of those characteristics or is associated with a person who has or is perceived as having any of those characteristics. In addition, the District prohibits retaliation against a person who raises complaints of discrimination or harassment or who participate in workplace investigations.

The Board of Directors by resolution shall establish a written discrimination, harassment, and retaliation prevention policy. The policy shall apply broadly to all persons involved in the operation of the District including but not limited to all employees, supervisors, managers, officers, Directors, and committee members of the District. The policy applies to Directors, and Directors should familiarize themselves with it. The policy shall be reviewed at a Board of Directors meeting in December of each calendar year or as soon thereafter as practicable.

If an allegation made against a Director under the policy is found to be supported, the Board of Directors reserves the right to take such remedial action as is appropriate under all of the circumstances, including, if warranted, initiating an action for recall of such Director.

19. DIRECTOR RESIGNATIONS

Resignations by Directors shall be in writing, state the effective date and be submitted to the President of the Board of Directors and District Secretary. In the event the President of the Board of Directors resigns, the resignation shall be submitted to the Vice-President of the Board of Directors and the District Secretary.

20. DIRECTOR VACANCIES

Directors are expected to carry out their responsibilities to the best of their abilities. In order to accomplish this goal, Directors should be present for scheduled meetings or events whenever possible. California Government Code section [1770](#) specifies the events that result in a vacancy, including, without limitation, death, resignation, removal from office, ceasing to be an inhabitant of the District, ceasing "to discharge the duties of his or her office for the period of three consecutive months, except when prevented by sickness", or conviction of a felony or of any offense involving a violation of his or her official duties.

If such vacancy occurs, the Board of Directors will take action in accordance with California Government Code section [1780](#), which allows the Board of Directors to fill the vacancy within sixty (60) days by making an appointment or by calling an election. After 60 days, the County Board of Supervisors may make an appointment to fill the vacancy or order the District to call an election. If the number of Directors falls below a quorum, then at the request of a Director or the District Secretary, the County Board of Supervisors shall promptly make an appointment or may call an election to fill the vacancy.

In order to accomplish this in an orderly and consistent manner, when a vacancy of an elected Director occurs, the District Board of Directors, after discussion and consideration, shall when deemed appropriate, instruct staff to:

- A) Place a public notice advising that a vacancy has occurred in accordance with applicable provisions of law; and
- B) Said notice shall advise prospective candidates of the steps to take to apply for appointment; and

- C) The District's Board of Directors shall establish the closing date for the receipt of applications; and
- D) Applicants shall submit the following, by the date specified in the notice:
 - 1. a letter of interest, and
 - 2. a resume, with particular emphasis on the applicant's knowledge of special districts, and
- E) Applicant(s) shall be interviewed at the next regularly scheduled meeting of the District's Board of Directors following the date of closure for applications; and
- F) The District's Board of Directors shall make the appointment without undue delay, but need not act at the same meeting.

21. INCONSISTENT, INCOMPATIBLE AND CONFLICTING EMPLOYMENT OR ACTIVITIES

Pursuant to the provision of the California Government Code section [1126](#), the Board of Directors of the San Lorenzo Valley Water District has determined that it would be inconsistent and incompatible for a Director to be a paid employee of the District. Therefore, based on this decision, a member of the Board of Directors shall not be a paid District employee.

22. DIRECTORS' LEGAL LIABILITIES

The District shall defend and indemnify Directors from any claim, liability or demand that arises out of a Director's performance of his or her duties or responsibilities as a Director or Officer of the District, as provided by California Government Code sections [825](#) and [995](#).

In the event that such claim, liability or demand involves an alleged conflict of interest on the part of the Director seeking defense or indemnification, prior to approving or disapproving any such request the District shall do all of the following:

- A) Consider any formal determination obtained from the California Fair Political Practices Commission (FPPC), or if no such determination was obtained, the reason(s) why not;
- B) Forward the Director's written request to the District's risk management entity or insurer for a coverage determination;
- C) Obtain a legal opinion from District Counsel and consider whether to obtain a second legal opinion.

To the maximum extent permitted by law, any decision to approve or grant such a request shall be made subject to a reservation of rights on the part of the District.

23. INVESTMENT POLICY

San Lorenzo Valley Water District is committed to the establishment of formal policies relative to the prudent investment of the District's unexpended cash. The Board of Directors by resolution shall establish written guidelines for the investment of all San Lorenzo Valley Water District funds or funds in the custody of the District, in a manner which conforms to all federal, state and local statutes governing the investment of public funds. Said guidelines shall provide for an optimal combination of safety, liquidity and yield. The District's Investment Policy and, any amendments thereto, shall be adopted by resolution of the Board of Directors. The Investment Policy shall be reviewed at a Board of Directors meeting in June before the end of each fiscal year, or as soon thereafter as reasonable.

24. ANNUAL DISCLOSURE OF REIMBURSEMENTS

The District shall annually disclose any reimbursements paid by the San Lorenzo Valley Water District of at least one hundred dollars (\$100.00) for each individual charge for services or products received. The Board of Directors shall review said reimbursement information for the preceding fiscal year (July 1 - June 30) at a regularly scheduled Board of Directors meeting in September of each calendar year.

25. REVIEW OF ADMINISTRATIVE DECISIONS

The provisions of California Code of Civil Procedure section [1094.6](#) shall be applicable to judicial review of all administrative decisions of the Board of Directors pursuant to the provisions of Section [1094.5](#). The provision of Section 1094.6 shall prevail over any conflicting policy or regulation of the District. In accordance with Section 1094.6, the time to seek judicial relief shall be ninety (90) days following the date on which the Board of Directors' decision becomes final. Nothing in this policy shall be deemed to waive the claims filing requirements of the District when damages are sought.

26. GENERAL PROVISIONS

Any of the within policies not required by law may be altered, amended, or repealed by a majority of the Board at a duly authorized meeting.

27. ANNUAL REVIEW

This Board of Directors Policy Manual shall be reviewed at least annually and ratified by Resolution of the Board of Directors at a Board of Directors meeting, in January of each calendar year or as soon thereafter as reasonable.

*** END ***