



## NOTICE OF SPECIAL ADMINISTRATION COMMITTEE MEETING

Covering Policy, Administration and Community  
Relations/Communications

**NOTICE IS HEREBY GIVEN** that the San Lorenzo Valley Water District has called a regular meeting of the Administration Committee to be held on Tuesday, November 23, 2021, 9:00 am, via video/teleconference.

There will not be any physical location for this meeting. Pursuant to AB 361 and San Lorenzo Valley Water District Resolution No. 4 (21-22) this meeting will be conducted by 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. The meeting access information is as follows:

<https://global.gotomeeting.com/join/700027325>

You can also dial in using your phone.

(For supported devices, tap a one-touch number below to join instantly.)

United States (Toll Free): 1 866 899 4679

- One-touch: <tel:+18668994679,,700027325#>

United States: +1 (571) 317-3116

- One-touch: <tel:+15713173116,,700027325#>

Access Code: 700-027-325

### 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. Old 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. ONBOARDING PROGRAM  
Discussion and possible action by the Committee regarding the Onboarding Program.
5. Informational Material:  
Here is a link <https://www.slvwd.com/node/286/minutes> to previous Admin Committee meeting minutes.
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](http://www.slvwd.com) subject to staff's ability to post the documents before the meeting.*

**Certification of Posting**

I hereby certify that on November 19, 2021 I posted a copy of the foregoing agenda in the outside display case at the District Office, 13060 Highway 9, Boulder Creek, California, said time being at least 24 hours in advance of the Special meeting of the Admin Committee of the San Lorenzo Valley Water District in compliance with California Government Code Section 54956.

Executed at Boulder Creek, California, on November 19, 2021.

\_\_\_\_\_  
Holly B. Hossack, District Secretary  
San Lorenzo Valley Water District

## MEMO

To: Administrative Committee  
From: District Manager  
Subject: Onboarding Program for Board and Committee Members  
Date: November 23, 2021

### **Recommendation**

It is recommended that the Administration Committee review the following information and prepare an Onboarding Program for the District.

### **Background**

At the January 19, 2021, meeting of the Administration Committee the Committee prepared a multi-month calendar of action items for the committee. The calendar included an Onboarding Program for Board and Committee Members.

At the May 11, 2021, and June 8, 2021, meetings of the Administration Committee the Committee directed staff to prepare Onboarding Documents specific to the District. Comments were provided by Committee Members and are attached. Due to the many suggestions staff would like for the Committee to review and decide which are necessary changes. Staff also questions if the Onboarding documents are required to be submitted to the full Board since they are a program to be administered by staff and not policy. When approved staff would like to move forward with the SLVWD Onboarding Program immediately with the new 2022 Committee Members that will be determined at the December 2, 2021 Board of Directors meeting.



## **San Lorenzo Valley Water District Board Best Practices**

### **1. Introduction**

The San Lorenzo Valley Water District (District) Board of Directors (Board) and the District Manager understand the importance and value of a positive and constructive approach to the overall performance of the District. This approach is a product of the District's strategic vision and the goal of performing to the utmost, both individually and organizationally. Whether in the capacity of a Director or as an employee, our primary responsibilities are to serve the District's customers and support the community.

The Board has adopted a District mission and strategic goals to set the direction for operating activities, which are guided by policies and procedures including the Board Best Practices. In order for the Board to function in an effective manner, it is important that Directors understand their respective roles and relationship to other Directors and the District Manager. This also requires an understanding of the level of performance necessary to carry out the duties of a Director.

This document is intended to serve as an internal document to provide general guidelines and principles relating to the activities of the Board and the Directors.

### **2. Role of the Board**

The primary role of the Board is to establish policies that guide the District to fulfill its mission. The policy decisions of the Board constitute the "action" of the Board. As such, each Director is strongly encouraged to support the actions of the collective Board even when there may be individual opinions.

The Board has three (3) major responsibilities:

- (1) Promoting the interests of the District's customers by establishing policies that support the mission of the District by ensuring the implementation of those policies. Policies include the governing principles, plans, programs, and other overarching actions of the organization. Policy-making is the process of visionary planning and should reflect the broadest possible principles and provide parameters within which staff can operate. Policy-making sets the overall direction for the District.

- (2) Overseeing the fiscal health of the District. The Board establishes policies that support fiscal stability and the effective use of District funds. In order to achieve this, the Biennial Budget will be reviewed each fiscal year. The Board approves a budget covering the anticipated revenues and expenditures of the District. In addition, the Board establishes and monitors cash reserves and investment policies.
- (3) Hiring a District Manager to manage the day-to-day operations of the District. The Board holds the District Manager accountable for the effective operational management of the District. It also has a responsibility to properly evaluate the District Manager on an annual basis.

#### *General Guidelines*

- The Board provides policy direction and leadership for the District.
- The Board supports decisions (from a policy perspective) which are in line with a progressive, innovative, and well-managed organization.
- The Board exercises authority only as a Board.
- The Board understands and provides leadership in regional, state, and national issues affecting the operation and management of the District. Board action is supported by the District Manager as required.
- The Board respects the role of constituents in the governance of the District, encourages their participation, and consults with key stakeholders when and where appropriate.
- Directors recognize and respect the distinctions between the policy-setting role and the day-to-day implementation of policy by staff.
- Directors represent the District in various community and water industry events.
- Directors maintain a high level of communication with the District Manager and notify the District Manager of their unavailability in a timely manner.
- Directors have equal access to information authored and received by the District.
- Directors inform the District Manager of any specific information they want to receive from outside agencies or organizations and are provided such information in a timely manner.
- Directors may request information from District staff by notifying the District Manager of such requests provided such requests do not cause significant disruption in staff work-load. The District Manager determines if it is warranted to include the requested information on the Board or Committee meeting agendas.

### **3. Principles and Performance Expectations of the Board**

- The Board and the District Manager function as a participatory team.
- The Board values a visionary, constructive, and high-energy work environment.

- The Board values open and honest communication with transparent agendas.
- The Board works for the common good of its customers and stakeholders and not for any private or personal interest.
- Directors are expected to review agenda packets and attend Board and Committee meetings prepared to take action as needed.
- Directors practice continued professional development.
- Directors are respectful of each other, District staff, and the community.

The Board recognizes the value of diverse representation as well as shared knowledge and continuity of experience. The District is committed to providing the Directors with appropriate resources to maximize their contributions for the benefit of the District and larger water community.

Pursuant to the Board Policy Manual, the Directors are entitled to the following:

- Director’s fee for attending meetings and events related to District business. The fee amount is consistent with provisions contained in California Water Code and is established by a resolution of the Board.
- Reimbursement of expenses incurred in connection with carrying out their official duties in accordance with District regulations.

#### **4. Board Interaction and Communication**

- Directors maintain informal and professional relationships among each other.
- Directors refrain from personal attacks against other Directors and District staff.
- Directors are representatives of the District at all times, and lead by example in their interactions.
- Directors are knowledgeable of and adhere to the District’s policies.
- When attending meetings or conferences, Directors act as ambassadors and representatives of the District and conform to behavior that always places the District in a positive light.
- Directors will apply the rules governing communications among Directors in compliance with the Brown Act.
- Directors function as a team and are not exclusive in their communications and interactions.

#### **5. Role of the District Manager and Legal Counsel**

##### *Role of the District Manager*

- The most vital relationship in the District is between the Board and the District Manager.
- The District Manager is the primary agent of the Board and is the individual to whom

the Board delegates its authority to manage and administer the District's daily operations in accordance with policies approved by the Board. This position is important because the District requires leadership and vision that supports the Board's guidance in order to be successful. In this capacity, the District Manager has two roles: Chief Executive Officer, and principal advisor to the Board. As the most visible employee, the District Manager represents the District to its many constituents.

- The success of the strong relationship between the Board and the District Manager depends on a shared sense of purpose, open communication, honesty, and mutual support. Both parties must also understand that the relationship itself is paradoxical with inherent tensions. The District Manager is hired to carry out Board policy directives, while at the same time looks to the Board for guidance and leadership.
- One of the most important decisions a Board makes is the selection of a District Manager in whom the Board has confidence. The Board must be able to support the decisions of the District Manager and grant the authority to manage and lead the District.
- It is the District Manager's responsibility to ensure that Directors have the information needed to make Board-level decisions. The District Manager provides the same information to all Directors and will promptly alert them about problems and issues to prevent surprises. Directors expect the District Manager to provide a recommendation on items before the Board.

#### *Board Interaction with the District Manager*

- The District Manager devises and proposes periodic performance goals for approval by the Board as a part of the formal performance review process.
- The Board provides the District Manager with constructive feedback during his/her annual performance evaluation.
- Directors are encouraged to contact the District Manager about any subject related to the operations of the District. Similarly, the District Manager may discuss any District related issue with any Director.
- The Board's questions or concerns regarding overall District operations, specific division issues, or problems with District staff are directed to the District Manager.
- The District Manager implements the Board's policy directions concerning District matters.
- The District Manager informs the Board when he/she will not be available for work-related duties.

#### *Board Interaction with District Staff*

- Directors do not direct staff to take a particular action. Requests are made through the

District Manager.

- Directors may contact members of the District’s executive team with questions related to pertinent District activities. When a Director makes direct contact with staff, the District Manager is advised by staff of the communication. The District Manager is responsible for ensuring that requests initiated by Directors are handled promptly and accurately.
- Critical information about District operations is provided to all Directors in written (electronic) format by an appropriate staff person with the knowledge of the District Manager.
- Directors make every effort to contact staff prior to a board meeting regarding questions related to agenda items so that staff can provide the most accurate and prepared response. The Board and staff operate by the “No Surprise Rule” regarding information sharing.

#### *District Legal Counsel*

- The District’s Legal Counsel is selected by the Board and operates as an extension of and in collaboration with the Board, the District Manager, and District staff.
- The Legal Counsel’s primary point of contact is the District Manager.
- From time to time, an individual Director may contact District Counsel directly; however, such contact should be infrequent and limited to no more than a half hour in any month unless the District Manager approves additional time for a particular matter.
- The Legal Counsel regularly consults with the Board and the District Manager on items of legal concern relating to District operations.
- The District’s Legal Counsel may be consulted prior to board agendas being posted publicly.
- When specialized legal expertise is needed, the District’s Legal Counsel may recommend the services of an expert legal counsel and oversee the work when necessary.
- The Legal Counsel is proactive in informing and protecting the District and the Board in the performance of its duties and compliance with its legal obligations.
- The Legal Counsel meets with District Manager and Board President periodically to review the performance of the Legal Counsel, establish goals, and review its contract.

## **6. Selection and Role of the President and Vice**

#### *President of the Board*

- The President of the Board is selected by a majority vote of the Board at the last public Board meeting of each calendar year, unless otherwise modified. The newly elected President’s term begins when elected at that Board meeting.
- The President remains as one member of the Board and has no rights or authority different from any other Director. The President votes with the Directors.



- Each President's individual style is unique. Diversity is encouraged.
- The President chairs the meeting of the Board; calls the meeting to order, presides over the meeting, including the conduct of Directors and those in attendance, entertains and repeats all motions properly before the Board, puts motions to a vote, and announces the result.
- The President acts as the ceremonial head or representative of the District at various civic functions.
- The President is the designated spokesperson for the Board to the general public. The President may elect to appoint another Director to serve in this capacity.
- The President makes recommendations to the Board to establish or disband committees, or appoint committee members, all subject to Board approval.
- To the extent possible, the President advises the Board of any informal communication or correspondence sent or received regarding District business.
- The President regularly communicates with the District Manager and keeps other Directors fully informed on matters of District business.
- The President provides guidance to the Board fairly and impartially.
- The President personally addresses any issues between Directors. Directors and the District Manager will inform the President on any issue or concern brought to their attention.

#### *Vice President of the Board*

- The Vice President of the Board is selected by a majority vote of the Board at the last public Board meeting of each calendar year, unless otherwise modified. The newly elected Vice President's term begins when elected at that Board meeting.
- The Vice President remains as one member of the Board and has no rights or authority different from any other Director.
- In the event the position of the President is vacated prior to the expiration of the term, the Vice President becomes the President for the remaining term, unless otherwise directed by the Board.
- The Vice President serves in the capacity of the President of the Board in the absence of the President.

### **7. Public Interaction**

- All customer concerns and inquiries are referred to the **General Manager** or an appropriate staff member.
- The Board is informed of significant, politically sensitive, urgent and/or repetitive communication inquiries. Staff researches the request as soon as possible and provides the District Manager with the appropriate follow-up and response. The District Manager

will review the communication prior to dissemination to the Board.

- Information on an issue that may expose the District to liability is shared with District Counsel and the Board promptly at a properly-noticed closed session meeting.

## **8. Board Meetings**

### *General*

- All noticed meetings are conducted using Robert's Rules of Order.
- The District Manager is responsible for setting the agenda with the assistance and counsel of the Board President. Any Director may request that an item be placed on the agenda through notification to the District Manager and/or the President. If a member of the public requests that a matter be placed on the agenda, the District Manager and the President will determine if the item is placed on the agenda or referred to staff or an appropriate committee.
- The District Manager meets with the President to review the agenda and prepare for the upcoming meeting.
- Oral communications are allowed for items not on the agenda, provided that a final decision of the Board on a matter is subject to the agenda requirements set forth in the Brown Act.
- Directors give due respect to all public comments; however, they will not respond in a manner that suggests a decision has been made. The President will refer matters that need a decision to the District Manager for follow-up. Directors may ask clarifying questions so that staff are able to provide an appropriate and relevant response. Occasionally, a prompt response may be offered when an obvious answer or resolution is available. Directors will refrain from de-bating or making decisions in response to public comments.
- The President is responsible for maintaining an orderly progression of business before the Board, and to regulate the amount and type of input from the public, from Directors and staff.
- Each Director may speak on an item prior to the vote being taken.
- The Board works diligently to achieve unanimity on all action items. At the request of a Director, and the discretion of the President, prior to a vote where unanimity may not be achieved, the item may be referred back to a committee to consider a resolution to the issue.
- Once an agenda item has been voted on, the disposition is considered as the "action" of The Board and is subsequently supported by individual Directors.
- Directors on the minority side where a less than unanimous vote is cast cannot bring back an item for consideration for one year. A majority of the Board may bring a matter back for reconsideration at any time.

### *Consent Agenda*

- The District utilizes a Consent Agenda to approve routine business matters and previously approved budgetary items.
- If a Director has a question on a Consent Agenda item they are encouraged to contact a staff member for clarification prior to the official meeting, rather than having it pulled for separate discussion during the meeting.
- Written staff reports are prepared for all Consent Agenda items, and staff is prepared to provide a verbal report on any item when necessary.

### *Closed Session*

- All Closed Session discussions and materials are considered legal and confidential information and as such, are not shared outside the Closed Session Conference unless specific action is taken, and then must be reported out of Closed Session. Closed Session staff reports are re-turned to the General Manager immediately following the meeting. Electronic copies of the reports will not be provided.
- Closed Session meetings may be held at times other than the regular meetings of the Board so long as the meeting is posted pursuant to the Brown Act.
- A Director is expected to refer a request for information regarding a Closed Session item to the General Manager who, in concert with Legal Counsel, will prepare an appropriate response.

## **9. Role and Responsibility of Standing and Special Committees**

- Board committees are given the authority to obtain more information, investigate, and provide a report or recommendation to the Board. The committee format allows the Board to conduct its business more efficiently. Committees serve in an advisory capacity to the Board.
- A standing committee may be formed, renamed, or have functions changed or terminated with approval of the Board.
- An Ad-Hoc committee may be formed with approval of the Board and its term expires upon reaching an assigned sunset date or completion of the project or issue for which the Ad-Hoc committee was formed.
- A standing committee consists of two Directors and no more than three public members. A committee chair is appointed from the Board members of the standing committee. Standing committee meetings are open to the public and subject to provisions of the Brown Act.
- Other Directors may attend the meetings of the standing committees; however, the Brown Act prohibits their participation in the meeting because this constitutes a quorum of the Board and is discouraged.

- Upon request of the committee members, the District Manager, or the President, a committee meeting may be scheduled to address an issue requiring attention.
- Staff assists members of standing committees by preparing agendas, staff reports, distributing materials, and performing other support functions as required. Committee members may request staff assistance through the District Manager.
- Copies of committee agendas are made available to the entire Board as well as the public.
- The committee chair is responsible for providing a report of items discussed and/or recommendations to the entire Board at the next available Board meeting.
- If committee members are in disagreement on a recommendation, the issue is brought to the full Board for consideration.

### New Board Member Checklist

- Make an appointment to administer the Oath of Office & meet with the District Manager & District Counsel
- Notify County Elections of Appointment (if appointed)
- Send a copy of the Oath of Office to County Elections
- Request NetFile for Form 700 from the County
- Request SLVWD email from Network Specialist
- Request a brief biography and photo
- Update the website with New Board Member information
- Update the phone list
- Order Business Cards
- Order Nameplate
- Prepare Name Badge

#### Set Up Training:

- AB1234 Ethics (Vector Solutions)
- SB1343/AB1825 Harassment Prevention (Vector Solutions)

#### Receive and Forward to HR:

- W-4 Form
- EDD Withholding Allowance Certificate Form
- Payroll Intake Form
- DMV Authorization Form
- PAYCHEX Direct Deposit Enrollment Form

#### Send Information:

- Board Policy Manual
- Board Best Practices
- Organizational Chart
- Arrange a tour of the District
- Board Best Practice
- Board Development Guidelines
- Board Member Resources
- Office Phone List – for Board Members
- Order business cards (*if applicable*)
- League of CA Cities – Guide to the Brown Act
- League of CA Cities – Guide to the Public Records Act

## New Committee Member Checklist

- Send Welcome Letter
- Update the website with New Committee Member information
- ~~Order Nameplate~~

### Send Information:

- Board Policy Manual – Committee Section
- Board Best Practices-Committee Section
- Organizational Chart
- Arrange a tour of the District
- League of CA Cities – Guide to the Brown Act
- League of CA Cities – Guide to the Public Records Act

Date

**[Recipients Name]**

[Address line]

[State, ZIP Code]

**Subject: New Board Member**

Dear [Recipients Name],

It is with pleasure that I welcome you as a Board Member on the San Lorenzo Valley Water District Board of Directors.

Our Board of Directors meets twice a month on the first and third Thursday. The next meeting will be on Thursday, January \_\_\_\_ and will start at 5:30 p.m. in the

\_\_\_\_\_.

Before your first Board of Directors meeting, I would like to schedule a brief onboarding session and a meeting with our District Manager and District Counsel. This meeting can be either in person or virtual. I have attached forms I need for you to complete and return to me as well as orientation materials. Please contact me to arrange a time to administer the oath of office in-person and sign the paperwork.

Our Board values ongoing education and development of its members and encourages regular attendance at Board meetings as well as other events, trainings and retreats that may be planned through the year.

Thank you for your willingness to serve our community.

Sincerely,

Holly Hossack  
District Secretary/Admin Assistant

Date

**[Recipients Name]**

[Address line]

[State, ZIP Code]

**Subject: New Committee Member**

Dear [Recipients Name],

It is with sincere pleasure that I welcome you as a Committee Member on the SLVWD  
\_\_\_\_\_ Committee.

Our Committees meets once a month on a date and time determined by the preference of the  
Committee. The next meeting will be on \_\_\_\_day, January \_\_\_\_ and will start at \_\_\_\_p.m. in the  
location\_\_\_\_\_.

Please bring your calendar to the first meeting because we will be discussing the day and time  
for the regularly scheduled meeting for this year. We will also be electing a chair (must be a  
Board member) and discussing the Committee's priorities for the first 3 months.

I have attached a copies of informational material for you to look at before your first meeting.

Our Board values the vital role that the public members of committees play in shaping the Dis-  
trict. Thank you for your willingness to serve our community.

Sincerely,

Holly Hossack  
District Secretary/Admin Assistant





**California Special  
Districts Association**  
*Districts Stronger Together*

## **Board Member/Trustee Resources**

### **AFTER TAKING OFFICE**

#### **MUST HAVE**

*Frequency: every two years*

#### **ETHICS AB1234 (LIVE OR WEBINAR)**

The basic thrust of AB 1234 is to require covered officials ...to take two hours of training in ethics principles and laws every two years.

"Basically the requirement applies to those elected or appointed officials who are compensated for their service or reimbursed for their expenses. The specific trigger for this requirement is whether the agency either compensates or reimburses expenses for members of any of its Brown Act covered bodies; if it does, then all elected and appointed "local agency officials" (as defined) must receive this training. "Local agency official" means any member of a legislative body or any elected local agency official who receives compensation or expense reimbursement." Those Beginning Service After January 1, 2006. Those who enter office after January 1, 2006 must receive the training within a year of starting their service. They must then receive the training every two years after that." - ILG

#### **HARASSMENT PREVENTION (LIVE OR WEBINAR) 2 HOURS**

##### *Additional Resource:*

Understanding the Basics of Public Service Ethics Laws (download)

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#### **BEST PRACTICES**

Subject Areas for Board Members: Finance, Brown Act, CA Public Records Act, Liability

*Frequency: at least once, ideally during first year in office - repeat as need with changes and updates to the law*

#### **INTRODUCTION TO SPECIAL DISTRICT FINANCES FOR BOARD MEMBERS (WEBINAR)**

As a board member / trustee, your responsibilities include providing fiscal oversight of the special district's finances. This course will help you fulfill these responsibilities by providing you with the knowledge and tools you need to gain a better understanding of the flow of a special district's day-to-day transactions, accounting systems, and financial statements.

***BROWN ACT COMPLIANCE (MOST OFTEN AVAILABLE AS WEBINAR)***

This webinar will provide education for public officials and employees at all levels about the legal requirements and procedures to ensure public business is conducted in full compliance with California's transparency laws. Attendees will learn the Brown Act's requirements concerning agendas, meeting procedures, public participation and permissible closed session exceptions. Attendees will also learn about potential pitfalls that may lead to inadvertent violations as a result of the use of email, text messaging and social media as well as emerging issues and legislative updates.

***CA PUBLIC RECORDS ACT (MOST OFTEN AVAILABLE AS A WEBINAR)***

If you are involved with a special district, you need to understand the scope and application of the California Public Records Act (CPRA) to your agency's records, including best practices for records retention as well as responding to public records requests. We will cover the key aspects of the CPRA, including when an applicable exemption may give an agency the right to not disclose a particular record or portion of a record. There will also be updates on recent developments in the interpretation and application of the CPRA.

***UNDERSTANDING BOARD MEMBER & DISTRICT LIABILITY ISSUES (WEBINAR)***

Having a complete understanding of the potential liability issues in your district can prevent problems in the future and even assist with efficiency and communication protocols. This webinar is a discussion of the legal role of the Board in the management and operation of a public agency and the role of individual Board members acting within the course and scope of their official duties.

***ON-DEMAND WEBINARS***

Select from these offerings based on the needs of your district as well as your own professional development. New On-Demand Webinars are added throughout the year so be sure to check back frequently.

- Accessing Legislative & Outreach Information
- CA's Broad Conflict of Interest Law and How to Avoid It
- Completing Your Statement of Economic Interest - Form 700
- Election Law Compliance: The Rising Tide of CVRA Claims
- Exercising Legislative Authority
- Fraud Environment - Tips for Detection and Controls Survey
- General Manager Evaluations
- Getting Oriented: Resources for New Board Members
- Intro to Special District Finance for Board Members
- Public Engagement and Budgeting
- Understanding Board & District Liability Issues 2020
- Who Does What? Best Practices in Board/Staff Relations

***Additional Resources:***

- Update your CSDA Community Profile and Notifications
- Special District New Board Member Handbook (download)
- Parliamentary Procedure Quick Reference for Special Districts (download)
- California Public Records Act Compliance Manual for Special Districts (download)
- Brown Act Compliance Manual (purchase, CSDA Bookstore)
- Understanding Special District Board Member Compensation
- Special District Laws Reference Guide

## **MISSION CRITICAL**

*Frequency: First-time track should ideally be completed within your first year in office. Returning track as you are able in order to keep current and dive deeper into governance issues.*

### **SPECIAL DISTRICT LEADERSHIP ACADEMY CONFERENCE**

A 2.5-day conference held twice a year that focuses exclusively on the role of the board and an effective governance team.

Attendees will learn:

- Working as a team: The roles of the board and staff in your district.
- Attributes and characteristics of highly effective boards.
- How culture, norms, values, and operating styles influence the district.
- Specific jobs that the board must perform.
- How individual values, skills, and knowledge help to shape how effective boards operate.
- The importance of moving from “I” to “we” as the governance team.
- The board’s role in setting direction for the district.
- The board’s role in finance and fiscal accountability.
- And much more!

#### *Additional Resources:*

- ILG Good Governance Checklist (download)
- Take Action: Engaging with Your Community and Legislators (download)
- SDLF District Transparency Certificate of Excellence Checklist (download)
- SDLF High Performing District Checklist (download)
- Special District Reserve Guidelines, Second Edition (download)
- Special District Revenues Guide (download)
- CDIAAC Local Agency Investment Guidelines (download)

#### *Optional Resources:*

- Boards that Make a Difference (3rd Ed.) John Carver © 2015
- Reinventing Your Board (Revised Ed.) John Carver and Miriam Carver © 2006
- The Policy Governance Model and the Role of the Board Member (Revised Ed.) John Carver and Miriam Carver © 2009
- Recognition: Earn your SDLF Certificate in Special District Governance by completing the Special District Leadership Academy Conference (first-time track) plus ten additional hours of continuing education from CSDA (or any other state-wide association specializing in local government) within two years.

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## **ONGOING**

### **CSDA ANNUAL CONFERENCE & EXHIBITOR SHOWCASE (ONCE PER YEAR, LATE SUMMER/EARLY FALL)**

Enables attendees to stay current on the latest in legal, HR, governance, leadership and other issues impacting all special districts.

# **San Lorenzo Valley Water District**

## **Board Development Guidelines**

### **Purpose**

To attract a diverse pool of individuals to serve on the Board of Directors and provide them with appropriate resources to maximize their contributions for the benefit of the District and larger water community.

### **Expectations to Directors**

Anticipated level of commitment, engagement, effort, and energy

#### Required

- Attend Board meetings (twice monthly) and Special Board meetings as scheduled
- Attend Board Committee meetings (typically monthly) as assigned
- Attend other agency/committee meetings (such as Santa Margarita Groundwater Agency) as assigned
- Participate in water related education and training opportunities

#### Desired

- Get involved in CSDA committees
- Attend community events on behalf of the District

Minimum anticipated annual time commitment: 24 Board meetings-evenings (2 - 3 hours each, not counting preparation), 6-9 Special meetings-daytime or evenings (1-2 hour each), 1 or 2 Committee meeting-daytime or evenings (1 - 2 hours), other events and training (1-4 hours each)

### **Attributes and Qualities of Directors**

- Deliberate
- Insightful
- Flexible/Adaptive
- Empathetic
- Analytical
- Dedicated
- Respectful
- Community minded
- Concensus builder

### **Considerations**

- In alignment with District
- Driven by the expectations to the Directors
  - Sense of responsibility/accountability
  - Prioritization of time
- Support succession planning and reduce barriers to entry
- Display fairmindedness and impartiality to fellow Board members, staff, and community

# **San Lorenzo Valley Water District Committee Development Guidelines**

## **Purpose**

To attract a diverse pool of individuals to serve on the Committees and provide them with appropriate resources to maximize their contributions for the benefit of the District and larger water community.

## **Expectations**

Anticipated level of commitment, engagement, effort, and energy

Required

- Attend Committee meetings as scheduled

Desired

- Attend Board meetings to keep informed on District business
- Participate in water related education and training opportunities

Minimum anticipated annual time commitment: 12 Committee meetings-daytime (1 to 1.5 hours each, not counting preparation).

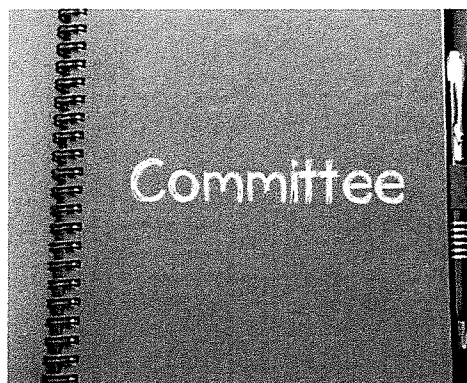
## **Attributes and Qualities of Committee members**

- Deliberate
- Insightful
- Flexible/Adaptive
- Empathetic
- Analytical
- Dedicated
- Respectful
- Community minded
- Consensus builder

## **Considerations**

- In alignment with District
- Driven by the expectations to the Directors
  - Sense of responsibility/accountability
  - Prioritization of time
- Support succession planning and reduce barriers to entry
- Display fairmindedness and impartiality to fellow Committee members, Board members, staff, and community

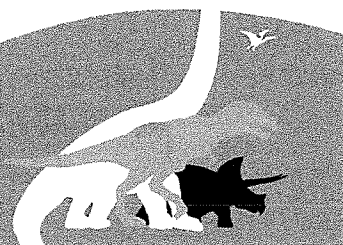
# Committees in Robert's Rules



Many of us have experience in serving on committees, but receive little training in how to make that service effective. This article provides useful information that can help you enjoy your service more and avoid common pitfalls. It gives an overview of committees, their type, structure, and functioning; information on agenda and minutes; a set of sample discussion guidelines, and an effective method for processing complex proposals. You may adapt the guidelines to suit the needs of your organization. This information is based on *Robert's Rules of Order Newly Revised, 12th edition*, and Jurassic Parliament's experience over 20 years of working with committees.

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Committees in Robert's Rules

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# Committees in Robert's Rules

## 1. Introduction

A committee is a group of volunteers who have agreed to do a job defined by someone else.

The key fact about a committee is that it is not its own master. When a board of directors, a city council or a faculty senate creates a committee, it has the right and the duty of deciding what the committee is called, who will chair it, who will serve on it, what job it is to do, and when its job will be over. If the authority that creates the committee chooses, it may change the mandate, remove the chair, add members or take them away, ignore the committee's recommendation, or even dissolve the committee before its work is complete.

Clear understanding of these facts would remove much of the heartbreak that sometimes accompanies committee work. Characteristically, when volunteers undertake a committee job, they bring dedication, energy and their own views. This is desirable and praiseworthy. Such commitment and energy drive much civic improvement.

However, in the course of tackling whatever job they have been given, members of committees can get carried away. Committee members sometimes invest so much time and energy that they come to see themselves as the owners of the task. They may:

- expand their scope beyond what was assigned;
- move from policy into operational details that are not their responsibility;
- make commitments beyond the authority they were given;
- disregard timelines and other parameters of their assignment;
- try to change the chair appointed by the governing body;
- fail to consult other interested persons or staff;
- decline to collaborate with other committees whose duties intersect with their own; or
- react with outrage when their recommendation is not approved by the overseeing body.

This grim picture is not the whole story, of course. Voluntary committees are a huge part of the fabric of our country today. They make an inestimable contribution to the functioning of our world, both in the civic and in the not-for-profit realm. We literally could not run our society without them. We believe, however, that both committee members themselves, and the appointing bodies, need to be very clear on the facts of their functioning, and to commit themselves to timely and clear communication, if the work is to be done well. Neglecting to attend to these aspects can lead to friction, bad feeling, and wasted time and energy on all sides.





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## 2. Fundamentals

### Governing authority

The first question to ask about any committee is: what authority governs the committee?

- When the board of directors of a nonprofit organization creates a committee, the board is responsible for the committee's functioning and decisions. Should the committee take an illegal action, the board members could be sued, even if they knew nothing about it.
- When a city council appoints a parks committee, the council is responsible for the board's functioning. Note that the nature of the committee, not its name, is the indicator. For example, some cities have a "parks board." If that board's actions must be referred to the council for ratification and implementation, the "parks board" is, in actual fact, a "parks committee."

The body that creates the committee is ordinarily the body which is responsible for it, and to which it reports. The body or person who appoints members of a committee has the right to remove them.

### Powers of committee

The second question is: what powers does the committee have? The charter or assignment of authority to the committee is critical to understanding what tasks the committee is to take on, and how it should undertake them. If you are a member of a committee and have not been given a description of what your job is, make it your first piece of business to get that description. It is essential.

Some organizations include the charter (also called a "charge") with every agenda packet, in order to help keep members keep focused. This can prevent "scope creep" and related problems.

John Hasling in *Committees in Action* describes the following purposes for which a committee may be established:

- To exchange information
- To set goals
- To establish policy or criteria
- To make decisions and plan a course of action
- To evaluate
- To hear complaints and negotiate resolutions
- To make recommendations



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H.W. Farwell in *Point of Opinion* gives a shorter list:

- to investigate
- to investigate and recommend
- to investigate, recommend and take action

A committee that has been created to make recommendations is very different from a committee that has been given power to make decisions.

### Unusual suggestion

We have heard an unusual suggestion in this realm: it has been argued that committees should never be asked to make a recommendation. The speaker suggested that either (1) committees should be given the power to make a decision, or (2) they should be requested to research options and present them to the governing body for a decision. The rationale was that too often, when a committee makes a recommendation and it is not accepted, the committee members become discouraged and disheartened, and may decline further service.

While this approach is not feasible in every setting, non-governmental bodies such as nonprofit boards might well adopt it. If such a board set the budgetary and policy boundaries, and then gave the committee members freedom to act as they determine best within those guidelines, a better outcome might result—not to mention happier committee members.

This would require, of course, that the nonprofit board take the time and effort to consider carefully what needs to be done, and what are the parameters within which action should be taken. We have seen instances where a board of directors, having received a recommendation, moves from policy into operational questions and becomes involved in details which would have been better left to the committee. The tendency to disregard stated limits to authority can appear at both ends of the spectrum, but a board can get away with it, whereas committee members can only grind their teeth helplessly as they see the board meddling with their hard work or “ruining” their thoughtful proposal.

### Type of committee

Some commentators nowadays say that the word “committee” is outmoded, and that organizations do better to appoint “work teams” or “task forces” rather than formal committees. Names are important, and will affect how people understand the job they have been given. Whatever they are called, however, all committees, task forces, work groups or teams in the voluntary world can be divided into two types:

- *Permanent committees*, which exist to do an ongoing job and persist from year to year, whatever their membership at a given time. These are often called “standing committees.”
- *Temporary committees*, which are created for a particular task, and cease to exist once the task is accomplished. These may be called “special,” “ad hoc,” or “select” committees.



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## Structure and members

A committee should be as large as it needs to be—no larger and no smaller. If your assignment is focused on getting a particular job done, a smaller committee will be better. If your assignment includes obtaining representation and views from many different sectors or stakeholders, a larger committee may be necessary. We have found that a working group of three to six people is effective for many jobs, while a dozen people can work together well if each has a different function to carry out. Beyond a dozen, compartmentalization or establishing subcommittees may be necessary. Subcommittees report to the committee of which they are a part.

If your committee has “ex officio” members, that means members who serve on the committee because of their position, not because of who they personally are. Ex officio members are full voting members of committees, unless the bylaws or rules say otherwise. If the president is ex officio a member of all committees, he or she is not counted towards the quorum.

## Quorum

A quorum is the minimum number of voting members who must be present for business to be done. Usually a quorum is a majority (more than half) of the voting members of the committee. If a quorum is not present, a committee may discuss matters, but it may not make decisions or take action. The clerk or secretary should maintain an up-to-date list of committee members that indicates who is a voting or non-voting member, and have it available at every meeting.

Committees may have members who are not members of the organization if the governing rules permit this. In some circumstances, non-members bring useful expertise and a neutral point of view.



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### 3. Rules

The next question to ask is: what rules govern the committee? In general, committees are governed by the rules of their appointing body. So it's very important to read the bylaws. This document, often maligned as dull or boring, is in fact the basis on which everything happens within your organization. Read the bylaws and you may even find out important facts that are not known to the members of your governing body! If you are serving on a citizen board or committee, read the policies and procedures of your appointing council or commission. Many enlightened cities now provide citizen handbooks which, intimidating as they may seem, are invaluable guides to your task.

If your board has adopted *Robert's Rules of Order* in its bylaws, your committee must follow the rules given in that book. The current edition is *Robert's Rules of Order Newly Revised, 12th edition*. (This book is referred to informally as "Robert.") Be warned that many versions of Robert's Rules are available for sale but are based on old, out-of-copyright editions. Only the latest edition should be used.

A board or council may give a committee power to create its own rules, but we do not advise this. We believe that consistency throughout an organization makes for better functioning and improves process. Many people don't realize that Robert allows for more casual functioning in smaller boards and committees (see below).

Some bodies adopt other books than Robert, such as *The Standard Code of Parliamentary Procedure*. We believe that is very useful for bodies to adopt a "parliamentary authority." We recommend Robert's Rules first and foremost as the most widely used guide in this country, but the other authorities can also be useful.

If your board or city council has not adopted any rules, or any particular source of guidance on procedure, you still cannot do things any which way you like. There is such a thing as "common parliamentary law," which expresses the usage of our society over centuries. Courts have found that common parliamentary law applies to local governments, nonprofit organizations and associations. So procedure is not a matter which can simply be made up, or ignored.



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## 4. Role of leader

The leader of a committee has to facilitate the meetings, be sure that everyone is heard, and move the committee forward. At the same time, he or she may carry out important administrative functions, such as taking the minutes of the meeting, assigning tasks, and holding members accountable for their performance.

This is different from the role of the chair of a board of directors. The leader at a board meeting is not responsible for the decision that the board makes—the group is responsible. The situation is different for committees. A committee chair, in accepting the job, also accepts the responsibility of endeavoring to guide the committee toward a successful outcome. It remains the case, however, that he is not the “boss” of the committee in the way that a CEO is the boss of their company. The chair needs to combine persuasion and tact with the willingness to hold others accountable. It is not a job for the faint-hearted.

Because this role is so important, we advise against assigning co-chairs to committees. If two people are willing to share leadership roles, in our experience it works better to appoint one person as chair, and one as vice-chair. This keeps the lines of authority clear and prevents muddle and abdication of authority, which can occur, even unintentionally, when two people share one job. Robert says, “The anomalous title ‘co-chairman’ should be avoided, as it causes impossible dilemmas in attempts to share the functions of a single position” (*Robert’s Rules of Order*, Section 13:17).

It is essential for a chair to be definite about procedure while running the committee meeting. A chair should announce the beginning and end of the meeting clearly, take up each item of business in turn, move on to the next item promptly, and enforce whatever rules the committee has adopted for its functioning. For instance, if the committee has agreed that each person will have the opportunity to speak once before anyone speaks a second time, the chair must interrupt someone who starts to speak up out of turn.

It is not always easy for chairs to carry out the role of enforcer of the rules, but if you find it a challenge temperamentally, please remember that the job carries this responsibility. The work will go much better if the chair is willing to be assertive in service of the group.

It is equally important that the chair create an atmosphere in which every member feels free to speak up and state their true opinion. The tendency to “self-censor” is strong in all of us. Only careful listening and a strong commitment from the chair to true openness will allow people to feel comfortable when they have uncomfortable thoughts. Yet without those thoughts, and diversity of opinion, a group is easily subject to the herd mentality and “group think.” In our view, the single best indicator of the health of a group is how free the members feel to express a differing opinion, and still be welcome.



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## 5. Agendas and Minutes

### Agendas

Preparing the agenda is a vital part of any successful committee meeting. While the chair, with the assistance of the clerk or secretary, usually prepares a draft agenda, it is only a draft until the members adopt it at the beginning of the meeting. If the chair has declined to include an item which a member wishes included, at the beginning of the meeting the member may say, "I move that the agenda be amended by ... [state the change]." This proposal can be debated, and takes a majority vote to approve. Once an agenda has been adopted, it takes a two-thirds vote to change it later during the meeting.

We recommend planning an agenda with care. It is not always wise to follow the traditional "order of business," which puts unfinished business ahead of new business. Such an order means that by the time members come to anything new, they may be exhausted and have no energy for the task. Any organization can adopt a "special rule of order" that allows it to create an agenda with more flexibility, and we recommend doing this. Put the tough issues that will take more energy and thought early on, and save routine matters such as reports for later (unless they must be covered before some action can be taken).

### Simplified order of business

This is the order of business presented in Robert's Rules:

1. Approval of minutes
2. Officer reports
3. Committee reports
4. Unfinished business
5. New business

Here is a suggested alternative order, that dedicates time to a "strategic item" early on in the agenda. Members are then able to give their best thinking to the important issues while they are still feeling fresh and energetic.

1. Approval of minutes
2. Chair's remarks
3. Strategic item
4. Unfinished business
5. Any other new business
6. Treasurer and committee reports



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Agendas should provide an expected time for each item, and include the notation “all times are approximate” or “estimated time” in order to prevent the schedule from being too restrictive. During the meeting, the chair should track time very carefully. A “count-up timer” is helpful in this regard. By speaking up a few minutes before a given time period has elapsed, a chair can encourage members to wrap up a subject, make a decision, or postpone the item to the next meeting. We have found that having meetings end on time is one of the most positive things a chair can do for committee success.

A useful way to structure an agenda is to use active verbs rather than nouns. For example, rather than listing “laboratory guidelines” as an agenda item, use the words “Determine top 6 laboratory guidelines.” Action words keep people focused on action results.

It is fine to include the text of draft motions or proposals in an agenda. This helps the committee make decisions, as long as it is clear to everyone that they are only drafts, and can be freely modified.

Agendas and supporting materials must be distributed in advance if the committee is to be effective. How much in advance will depend on your group, but it is not a good use of time to have members reading the materials and thinking about the subject matter on their way to or at the beginning of the meeting. Members who accept committee service have an obligation to give time to the work, in addition to attending the meetings.

### Relationship building

In order to facilitate sharing of information among the committee members, which leads to trust, which leads to better functioning and decision-making, we recommend that every agenda include these two items:

- **Check-in**, a few minutes at the beginning when the leader goes around the table and invites each person to share a small tidbit of personal or professional information that may be of interest to colleagues. This is not “what I did last summer”—it should be short and light, and members may pass if they wish. Building this into every meeting will improve functioning. It takes less time than it seems. It is like tuning up the instruments before making the music.
- **Announcements and remarks for the good of the order**, a few minutes at the end of the meeting when members may comment on any topic they wish, or inform others of opportunities, or commend those who worked hard to prepare a successful meeting. This serves as a kind of “safety valve” and allows an opportunity for folks to speak freely. Again, while it may seem to be a time-waster, in fact it makes meetings more effective.

### Consent agenda

One useful tool for making meetings more efficient is a “consent agenda” or “consent calendar.” This is a group of items, expected to be non-controversial, that are voted on as a batch. There is no discussion on the items included in a consent agenda, and only one vote is taken.



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If a member wishes to discuss something on the consent agenda, they make the request during “approval of agenda” to remove that item from the consent agenda, and it is done. The item can then be discussed and voted on at its proper place during the agenda items.

### **Meeting minutes and other records**

As mentioned above, the chair of a committee sometimes keeps the record of the committee’s meeting, called the “minutes.” This is another important difference between a committee and a board. At a board meeting, both a presider and a secretary must be present, and they may not be the same person.

If the committee is an informal one, it may not be necessary to have the minutes formally approved by the body. On the other hand, in the civic realm, there may be a specially assigned clerk who takes minutes, and their approval is an essential part of the public record. Be sure to find out which type your committee is, and what type of record is needed. Given modern expectations for both transparency and accuracy, committees should not be too casual.

As for content, the basic guideline given in Robert is that “minutes record what is done, and not what is said.” We are strongly in favor of “action minutes” which record decisions made. “Summary minutes” are also acceptable – these include brief statements of key points of arguments made, without attribution to individuals.

We recommend against keeping “detailed minutes” that record who said what to whom. If your minutes include statements like “Ivan said that he felt it would be harmful to the organization to do this” or “Fatima argued in favor on the grounds that Juan is a nice person,” such statements should be removed. There is no place for “he said” and “she said” in meeting minutes.

We recommend keeping a running “action items list” which includes all assignments or tasks and the following information:

- person to whom assigned
- date of assignment
- target date for completion
- current status

This can be updated before the next meeting, and will be a helpful tool to keep things moving forward.

We also recommend keeping a “record of past actions.” This list helps keep a committee focused, reminds everyone of commitments that have already been made, and serves as a useful reference. If your committee operates more formally and uses motions, this would be called a “motions list.”





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## 6. Discussion and functioning

Many committees conduct their meetings using “open discussion,” in which people speak up as they feel like it, interrupt one another, and argue back and forth. While this is reasonable in a committee of two or three people, as soon as a committee gets larger, this type of discussion raises many problems. We recommend that committees adopt our “sample guidelines” (see appendix) which allow for open discussion when appropriate, but provide a more structured way to approach most topics in the meeting.

There are some basic rules from Robert and common parliamentary law that apply to every committee.

- **All members have an equal right to make motions, speak in discussion, and vote.**
- **Non-members do not have the right to make motions, speak in discussion, or vote.**
- **One subject is discussed at a time.**
- **One person speaks at a time.**
- **No interrupting (with a few exceptions).**
- **Courtesy and respect are required at all times.**
- **No one may speak a second time until everyone who wishes to do so has spoken once.** This is a vital principle of fairness. A group that adopts this rule will find that its meetings are far more effective. One excellent way to achieve this is to use the “round robin” method of discussion.
- **Members may not speak about the motives of other members.** This is another essential rule which will eliminate a lot of friction and emotional upset. (This is different from conflict of interest rules – every organization should have a policy to deal with conflict of interest, which usually means financial benefit.)



As mentioned above, Robert provides special guidance for small boards and committees. Here are our views on those special rules for small boards and committees:

- **Chair may take part in debate.** We concur with the provision that the chair of a committee may take part in discussion and debate. This seems very reasonable, since the chair often has the greatest commitment to the task of the committee, is the most knowledgeable, and has the best lines of communication with the leadership. We recommend, however, that the chair speak last, after other members have spoken, in order to remain as neutral as possible, and sum up what others have said. This is a Jurassic Parliament suggestion that is not included in Robert’s Rules.



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- **Chair may vote.** We favor having the chair vote in a small committee. Again, however, we recommend that the chair vote last, after the other members. An alternative is to give the chair the power to vote only when their vote will affect the outcome (break a tie, or create a tie).
  - **Can the chair make motions?** Although Robert’s “small board rules” allow this, we recommend that the chair NOT make motions. We believe that given our natural human tendency to defer to the leader of any group, a chair who makes motions can become too dominating. We suggest that if need be, the chair ask, “Would anyone care to move that...”, and refrain from personally making motions.
  - **Is a second needed?** Although Robert’s “small board rules” say that a second is not needed, we recommend that a motion be seconded before it can be discussed. It is always helpful to ensure that two people want to discuss a motion before it is taken up by a group. Requiring a second ensures this is the case.
  - **Discussion without a motion is permitted.** We think this is fine. Committees will often want to discuss a matter before they are ready to formulate a specific proposal. However, we recommend that the chair ask for a motion just as soon as the group is ready for it. Having the language of a specific motion to discuss and vote on helps clarify the issue, focus people’s minds, and keep everyone on track.
  - **Members must seek recognition from the chair before speaking.** Asking everyone to raise a hand when they wish to speak, and gain permission from the chair, allows for order and fairness.
  - **May members may speak directly to each other?** Permission to speak directly is implied in Robert’s section on small boards and committees. We recommend that this be used with great caution. All too often, when members speak directly to one another, the conversation gets hijacked by the two individuals involved, while everyone is else left behind. It makes it too easy to violate the fundamental rules outlined above. The alternative is that speakers address all remarks to the chair, not each other. When this practice is followed, discussion is depersonalized and emotions are kept under better control.

## Voting

While it is customary and usual to work towards consensus in a committee, we recommend that bodies be prepared to vote if opinions clearly differ. An unwillingness to take votes will hamper a committee and cause it to spend more time on its task than it needs to. A chair and members who can accept the idea that not everyone thinks alike will make much better decisions than a committee that is committed to keeping a surface appearance of unity, no matter how long it takes to hash things out. Voting is a useful, democratic and highly functional way of making decisions.



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When voting, a majority is necessary for a proposal to be adopted. A majority means “more than 50% of the votes cast.” People may abstain—not vote—if they wish, and abstentions are usually not counted. The chair must always call for the negative vote, not just ask for those in favor.

Language to use in taking a vote:

*Voice vote*

All those in favor, say aye. Thank you.

All those opposed, say no. Thank you.

The ayes have it and the motion passes OR The noes have it and the motion fails.

*Show of hands*

All those in favor raise your right hand and keep it up [pause]. Thank you, hands down.

All those opposed raise your right hand and keep it up [pause]. Thank you, hands down.

The ayes have it and the motion passes OR The noes have it and the motion fails.



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## 7. Checklists

### Problem-solving

We offer the following framework for problem-solving as a guide to a committee starting out on its task (from *Committees in Action*).

1. Define the problem
2. Limit the topic
3. Analyze the data
4. Establish criteria for solutions
5. Suggest possible solutions
6. Select the best solution by checking each one against the criteria
7. Carry out the solution
8. Evaluate the effect of the solution

### Conflict resolution

The following checklist can be helpful in cases of conflict (from *Facilitation at a Glance, 2nd edition* by Ingrid Bens). Ask whether any of these problems exist in your committee:

- No plan or process for approaching the task
- Lack of active listening
- Lack of closure
- Personal attacks
- No process checking
- Dominant members
- Poor time management
- Lack of skill
- Passive or nonexistent facilitation



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## 8. Additional Points

*Robert's Rules of Order Newly Revised, 12th edition* makes the following additional points about committees. For full details, read Paragraph 37:35 on Reconsideration in Committees, Section 50 on Committees, and Section 51 on Reports of Boards and Committees.

### Discussion

Limits on discussion, such as motions to extend or limit debate, or to “call the question” (close debate and vote immediately, formally named “Move the Previous Question”), are not allowed in committees.

### Reconsideration

In ordinary meetings of a board or assembly, a member must have voted with the prevailing side in order to move reconsideration. In committees, any member who did not vote with the losing side may move to reconsider. This includes someone who voted with the prevailing side, who did not vote at all, or who was absent when the vote was taken. There is no time limit on reconsideration in committees.

### Reports

Ordinarily the chair of the committee presents the report to the board and, if it includes recommendations for action, moves the recommendations after giving the report. No second is required, since the motion is made on behalf of the committee which (presumably) included other members.

If the board agrees to receive a minority report, members of the committee who disagree with the majority may present such a report after the committee report.

A board should not move to adopt, accept, or agree to a report, since to do so means that the board accepts every word of the report in its entirety and makes the report its own. It is also incorrect to vote to receive a report. The minutes simply note that the report was received for filing.



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## 9. Conclusion

A final reminder: whether permanent or temporary, a committee exists at the will and pleasure of its appointing body, and must conform to the rules, directives and guidance of that body.

Committees are the workhorses of the civic and volunteer worlds, often unrecognized and unsung, that make an enormous difference to our society. It is our hope that the occasional frustrations of committee service will be far outweighed by the knowledge that in serving on a voluntary committee, you are making a unique contribution to improve human conditions and advance the common good.



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# APPENDIX

## A. Sample Committee Discussion Guidelines

1. The chair runs our meetings, ensures a fair process, maintains clarity, and helps our group observe its guidelines. The chair is not in charge of decision-making; rather our group as a whole is responsible for making our decisions.
2. Committee meetings will be conducted so that everyone can hear and be heard.
3. Members have a right to information to help make decisions. Members may solicit information in advance of the meeting by sending requests through the secretary, or postpone a decision to the next meeting by majority vote, pending the collection of specific information
4. Each member of the committee will have an equal chance to contribute to discussions.
5. The committee will have two modes of discussion:
  - a) Formal discussion, which will proceed according to the “round robin” method. Members will address all remarks to the chair. No one may speak a second time until everyone who wishes to do so has spoken once. Members will not engage in cross-talk (speaking to each other across the table) during this type of discussion. During formal discussion the chair may allow for answers to factual questions to be provided, at their discretion. The chair will reserve comments and observations until it is their turn to speak.
  - b) Open discussion, in which members speak more informally, in a conversational style.
6. Courtesy and respect for fellow committee members, staff and citizens are always required.
7. With the exception of conflict of interest issues, discussion of other members’ motives is never allowed.
8. We do not allow sidebar conversations or whispering. In addition, use of electronic devices must not disrupt the meeting nor distract the participants. Members who have urgent electronic business to transact will leave the room.
9. Discussion must be relevant to the topic at hand.
10. If appropriate, a subcommittee will be formed to review an issue which will report back to the committee at the next meeting or as agreed by the group.
11. The quorum for a meeting of the committee is a majority (more than half) of the members of the committee. Proxy votes will not be used.



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12. A majority of the members of the committee must vote in favor for a motion to pass.
  13. Additional issues not covered in these guidelines will be resolved according to *Robert's Rules of Order, Newly Revised*, latest edition, insofar as that authority is not in conflict with the legislation, statutes, regulations, and policies which govern the work of the committee, which take precedence.

### **B. Exploratory Round Robin Method**

1. Proposals will be submitted in writing to the secretary in advance of the meeting.
2. Members will review the proposals before the meeting and note their comments and concerns.
3. During the meeting, the members will share their comments on the proposal under consideration, using the round robin method. This is an information-gathering step. While members may make suggestions as to which changes should be required or how the proposal might be improved, no amendments will be voted on or actions taken during this round of discussion.
4. Staff will note comments on the whiteboard so that everyone may see them.
5. The chair will provide his/her comments last.
6. After the first round of comments, the group will either hold another round robin or engage in open discussion, as the group chooses.
7. The chair will summarize comments and observations.
8. A member will propose a course of action, which may be:
  - a) —To approve the proposal
  - b) —To amend the proposal
  - c) —To refer the proposal back to the staff for further study, to report back at a given date
  - d) —To postpone a decision on the proposal to the next meeting
9. The chair will call for the vote for and against. The secretary will record the vote count and the number of abstentions, if any.
10. Members who have a conflict of interest may not participate in discussion and will leave the meeting room while the vote is taken. Absence for reasons of conflict of interest will be noted in the minutes by name.
11. If members wish to disapprove a motion or withhold approval, they will vote “no” when the vote on the proposal is taken.





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**From:** Bob Fultz  
**Sent:** Thursday, November 4, 2021 9:55 PM  
**To:** Holly Hossack <hhossack@slvwd.com>  
**Subject:** RE: Onboarding Program Comments

Holly, I have detailed comments on the document but I figured I would abstract that feedback and then we can discuss further at the committee.

1. The material should be packaged and available on the website at all times and can be freely downloaded. This will help prospective Board members get up to speed as well.
2. The material should make use of hotlinks to our website as much as possible. Meaning that if there are forms or documents not currently on the website then they should be.
  - a. This also means a slight update every year for documents that change
3. The material should include, at a minimum (not in order of priority):
  - a. Current budget - [Annual Budgets | San Lorenzo Valley Water District \(slvwd.com\)](#)
  - b. Current annual report - [Consumer Confidence Reports \(CCRs\) | San Lorenzo Valley Water District \(slvwd.com\)](#)
  - c. All policy documents, especially the Board Policy-
    - i. Board Policy Manual [Agreement \(slvwd.com\)](#)
    - ii. Investment Policy [investment\\_policy\\_2021\\_0.pdf \(slvwd.com\)](#)
    - iii. Past Due Policy
    - iv. Procurement Policy
    - v. Discrimination, Harassment, and Retaliation Policy
    - vi. Integrated Pest Management Policy [slvwd\\_ipmp\\_july2020\\_final\\_0.pdf](#)
  - d. Link to Transparent California - [Transparency Center | San Lorenzo Valley Water District \(slvwd.com\)](#)
  - e. All district rules and procedures
    - i. Personnel System [2017\\_slvwd\\_personnel\\_system\\_rules\\_and\\_regulations.pdf](#)
    - ii. Prop 218 Procedures [Microsoft Word - Item 8c.doc \(slvwd.com\)](#)
    - iii. Rules and Regulations [ORDINANCE NO \(slvwd.com\)](#)
  - f. Current ordinances (currently not on the website)
  - g. Strategic Plan (currently not on the website)
  - h. Most recent rate study [San Lorenzo Valley Water District \(slvwd.com\)](#)
  - i. Key environmental documents and policies – UWMP [Urban Water Management Plan | San Lorenzo Valley Water District \(slvwd.com\)](#)
  - j. Examples of staff reports (eng, env, fin, ops) – most recent reports can be provided
  - k. Master Plan (yay) – in process
  - l. Leak Report and heat map
  - m. Map of District and facilities
  - n. Short tutorial (probably to be written) on water sources and how water gets from those sources to homes
  - o. Water quality report – part of annual report
  - p. Grand Jury report – nothing current
  - q. Brief background on how SLVWD was constructed, including consolidations like Felton (short tutorial).
  - r. Org chart, with community members at the top. This is a political position, though non-partisan, and the politics of this position need to be acknowledged since it is always present. [external\\_slvwd\\_org\\_chart\\_12.12.19\\_w\\_couns.pdf](#)

- s. Current staff contracts
    - i. Classified - [2017-19 classified mou w 2021 salary upd.pdf \(slvwd.com\)](#)
    - ii. Management - [2017-19 management mou w 2021 salary upd.pdf \(slvwd.com\)](#)
  - t. Link to minutes page. [Agendas & Minutes | San Lorenzo Valley Water District \(slvwd.com\)](#)
  - u. Committees and members [Committees | San Lorenzo Valley Water District \(slvwd.com\)](#)
4. Each member of senior staff should have a meeting with the new Director and DM, 1 hour, which includes a presentation and Q&A session. Presentation can be included in next staff report.
  5. It looked to me like the best practices document was attempting to summarize the Board policy manual. Is that the case? If so, it might be better to summarize it in the same order as the manual, using bullet points for the various key policies. As it was, I'm not sure that the best practices syncs up exactly with the board policy manual so using the same order will make that easier to make sure is the case. I would use the same section numbering. And then, once that is in place, there may be some adjustments to bring the critical items to the top.
    - a. I particularly liked the focus on the Board's primary duties, though I would add oversight and emphasize policy. Though the line between policy is operations is not always bright. For example, leak detection is an operational task. But the Board could establish a policy to do leak detection on a schedule determined by a formula or criteria in a policy, which is then staff's job to meet. So some examples may help.
  6. Board also hires the general counsel.
  7. I think there needs to be a short discussion about operating vs. capital expenses.
  8. We should be explicit about Board pay.
  9. I liked the emphasis on Board behavior. I would summarize it in two lines: "Golden Rule" and "Focus on Policies, not Personalities".
  10. There is some specific language that I don't think is appropriate. For example: I think this language is overly broad: "The Board works diligently to achieve unanimity on all action items." Or: "As such, each Director is strongly encouraged to support the actions of the collective Board even when there may be individual opinions." I'm not sure these are in the Board policy manual.
  11. If there is anything in the onboarding document that isn't in the Board policy manual, then it needs to be pended for the next board policy manual discussion.
  12. On the checklists, I'd separate out what the Director has to do from the staff.
  13. On the oath of office, a Director can, if they wish, get it administered by anyone who is qualified. The oath at the first meeting could be more ceremonial in nature. We should also write out what the oath is.
  14. I like the idea of a committee welcome letter. I think we also need some recognition for people that served.
  15. The CSDA development guidelines are interesting. I don't think we are following all recommendations now. We should be more explicit about requirements.
  16. The list for personal attributes is a good start. I have a number of additions:
    - a. Principled
    - b. Transparent, meaning explains positions
    - c. Service Oriented
    - d. Skeptical
    - e. Good communicator

- f. Data-driven on decision-making (I see Analytical as something slightly different)
  - g. Curious
  - h. Creative
  - i. Independent
  - j. Inquisitive
  - k. Persistent
  - l. Etc.
17. On that same page I did not understand the Considerations section.
18. I wish there was a Rule of Order document that we could use that models what we actually do. I mean, we say we do RRO but we don't.