FSSD
Board Workshop
January 9, 2016

Workshop Goals

Fairfield-Suisun Sewer District

Workshop Agenda

1. District Accomplishments
✓ 2. Board Vision
3. Financial Review
4. State of District Assets
5. Challenges and Opportunities
   a. Aging Infrastructure
   b. Nutrients
   c. Biosolids and Organics
   d. Staffing
6. Strategies
   a. Community Outreach
   b. Master Planning
   ✓ c. Budget and Rate Setting
   ✓ d. Storm Water Expenses and Revenue
7. Policies
   a. Advocacy – FSSD position on bills
   b. Reserve Policy
   ✓ c. Code of Conduct
   d. Board Committees – Executive Committee, Ad-hoc
   ✓ e. Board Compensation - Definitions – Day of Service, Health,
   ✓ f. Travel Policy
   g. Conflict of Interest, Ethics and Political Reform Act Compliance
   ✓ h. GM Authority
   ✓ i. Human Resource Policy – Job Descriptions, Compensation
   j. Financial Policy(s) – Refunds, Interfund Borrowing and reimbursement, Insurance – SIR, Investment, Training/Education
   k. Minutes & Agendas

✓ Indicates items the Executive Committee considered the highest priority topics for the Board Workshop

Overall Assessment

- What is working well?
- What could be better?
- What needs to change?

AGENDA ITEM #2
BOARD VISION

Fairfield-Suisun Sewer District

PURPOSE (why the organization exists)

- Fairfield-Suisun Sewer District protects public health and the environment for the communities we serve in an efficient, responsible and sustainable manner.

VISION (where we want to be in the future)

- Our vision is to be a recognized leader in our industry.

MISSION (how we achieve the purpose)

- We achieve our purpose by excelling individually and organizationally.

Fairfield-Suisun Sewer District

CORE VALUES

As we strive to realize our vision of the future, all our actions and efforts will be guided by a certain set of values. These core values are our pledge to each other and to the community as to how we will conduct business.

- Global Thinking — We strive to consider the broadest consequences of our actions.
- Positive Working Relationships — We value strong working relationships—both internally and externally.
- Proactivity — We are future driven. We anticipate challenges and prepare for them.
- Honesty and Integrity — We practice honesty and integrity in all that we do.
- Creativity — We value innovation, and look for new and unique ways to conduct business.
- Ownership — Each of us is responsible for the District's success.
- Fun — We appreciate the importance of fun in a productive workplace.
- Solution Driven — Finding solutions is just as important as identifying problems. When we see a problem we provide a solution.
- Fiscally Prudent — We take our fiduciary responsibility seriously. Our decision process balances cost and results.
- Quality — We take pride in our work and strive for excellence.

Board Vision Discussion

Roles:

- Board:
  - Set Purpose, Mission, Vision, Values, Establish District Policies
  - Authorize Budgets and Rates
  - Appoint and evaluate:
    - General Manager
    - General Counsel
    - District Clerk

k to Special District Association Board Handbo

Board Vision Discussion

Roles:

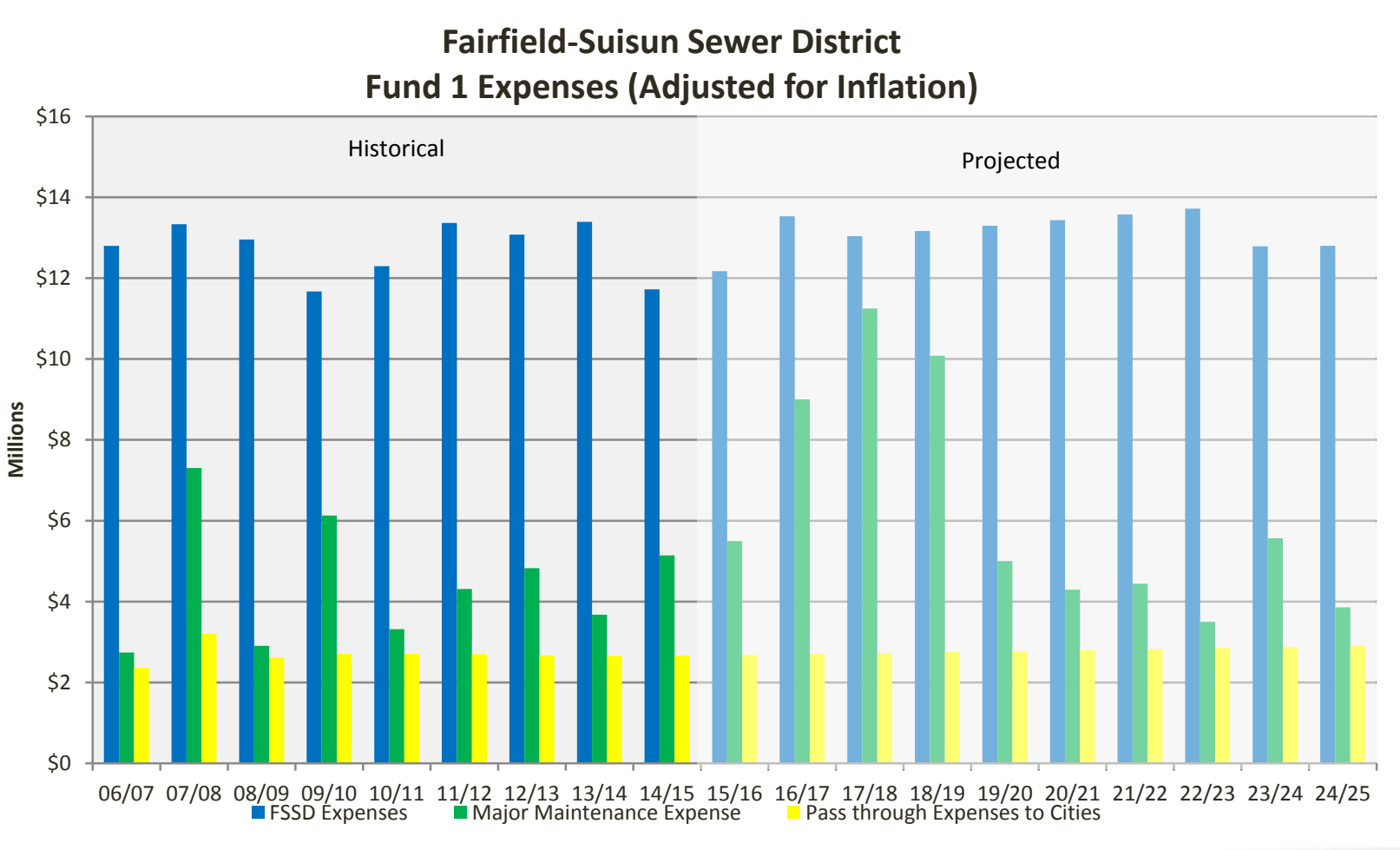
- General Manager
  - Serve as the chief executive officer of the district
  - Represent the board's policies and programs
  - Prepare and administer budget
  - Responsible for organizing staffing at all levels within the adopted budget

6C
STRATEGIES
BUDGET & RATE SETTING

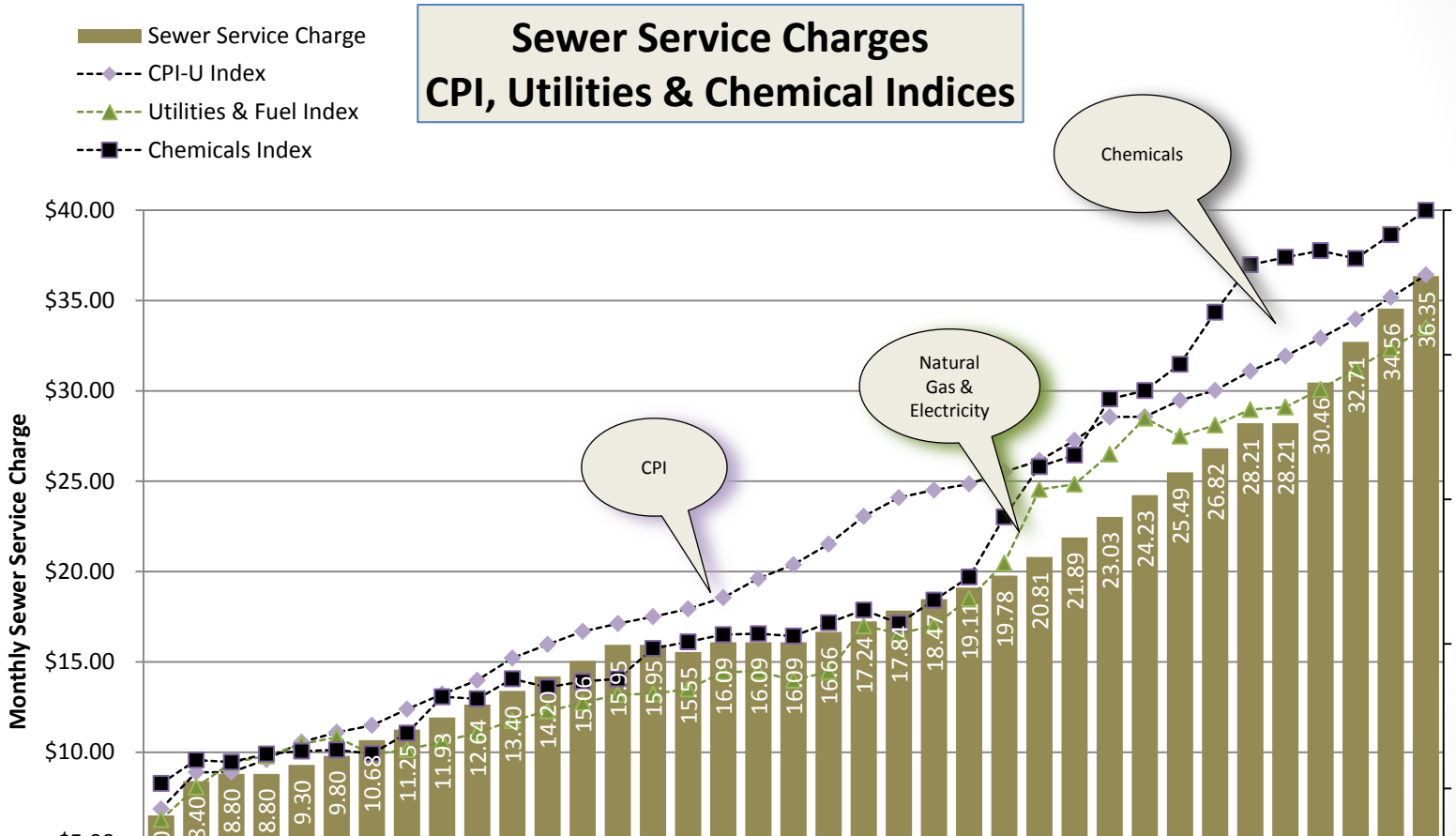
Budget Strategies Discussion

- Long-Term Financial Plan to project Revenue and Expenses for O&M, Capital, & Storm Drainage
- Adopt 2-One Year Budgets
- Calculate Rates to support revenue needs for 5-year window & communicate for the 5-year period to comply with Prop 218
- Regularly report progress to Board

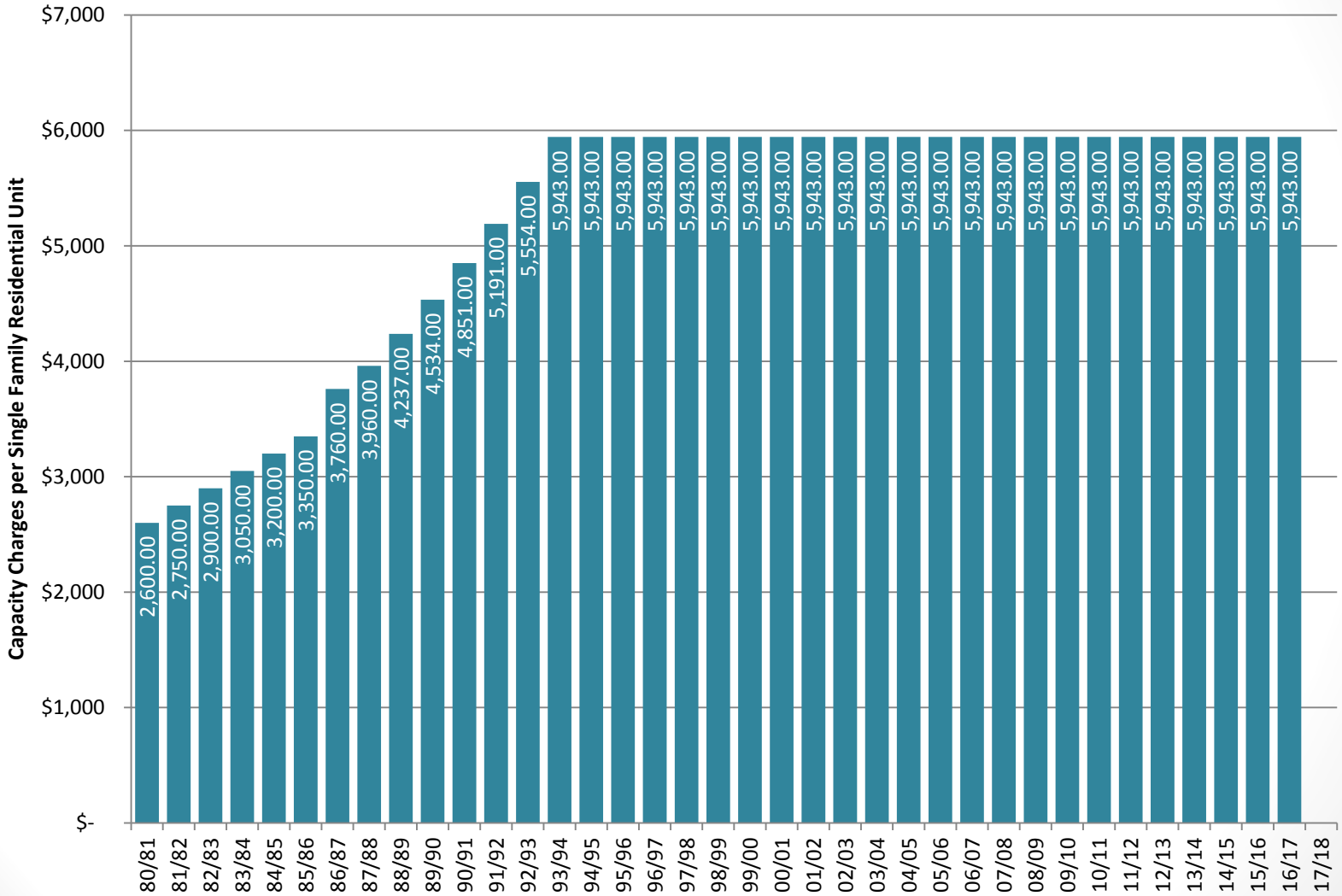
Long-Term Financial Plan



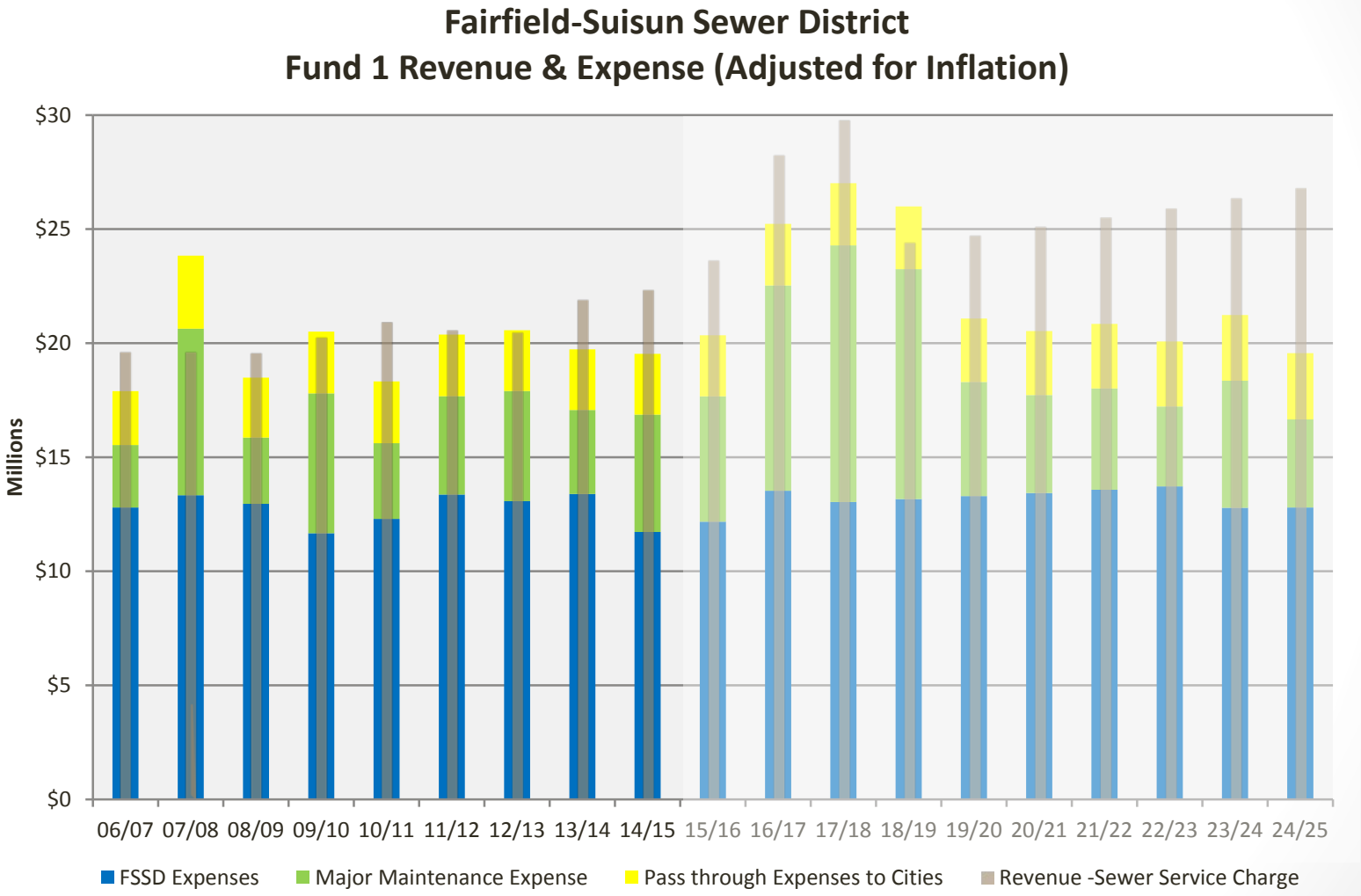
Sewer Service Charges



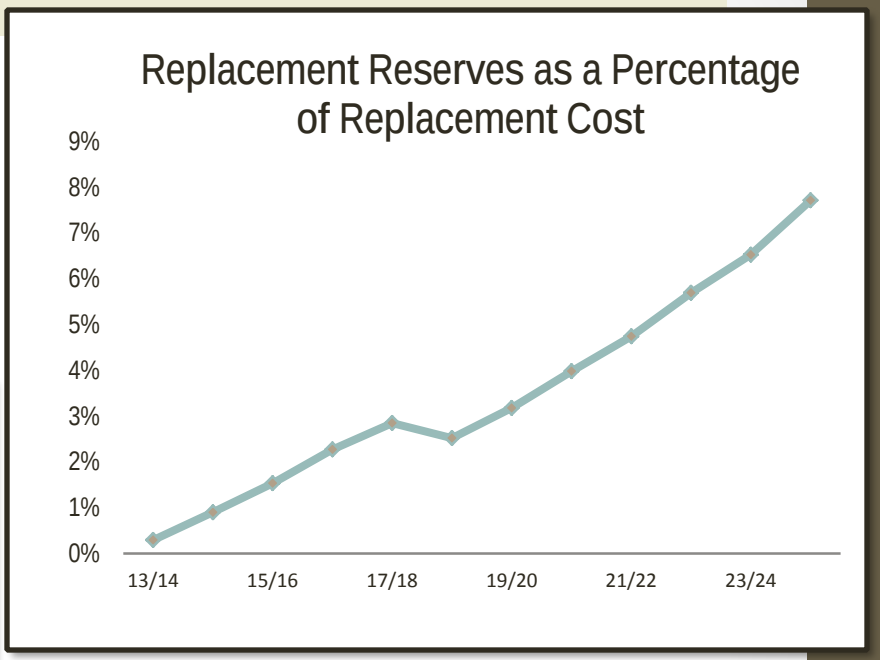
Capacity Charges

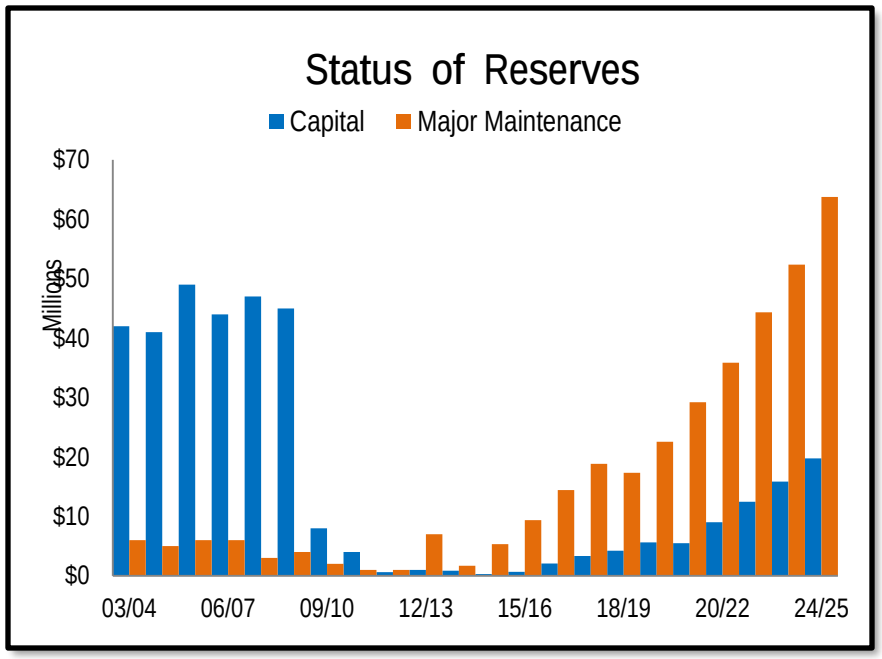


Revenue & Expenses

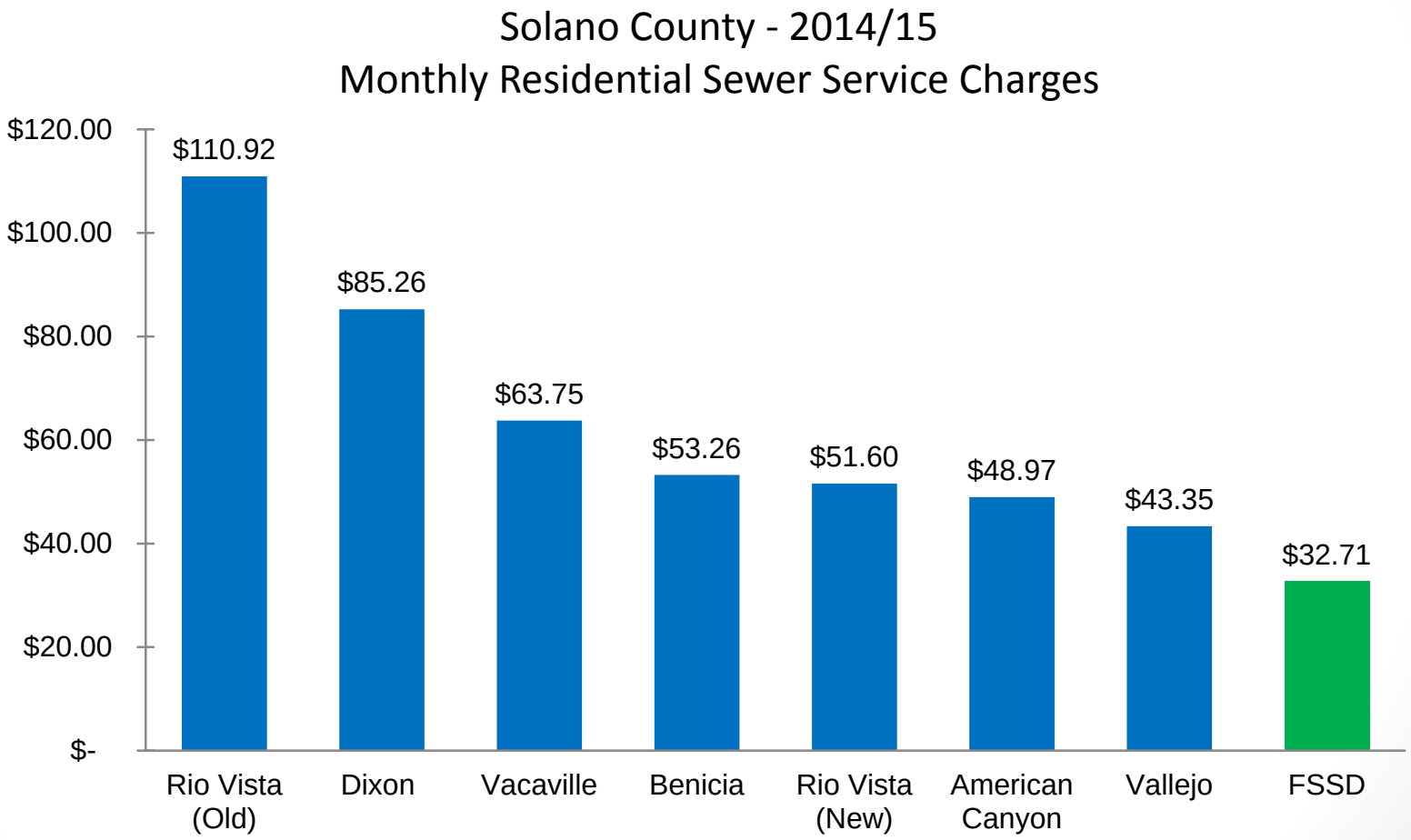


Reserves

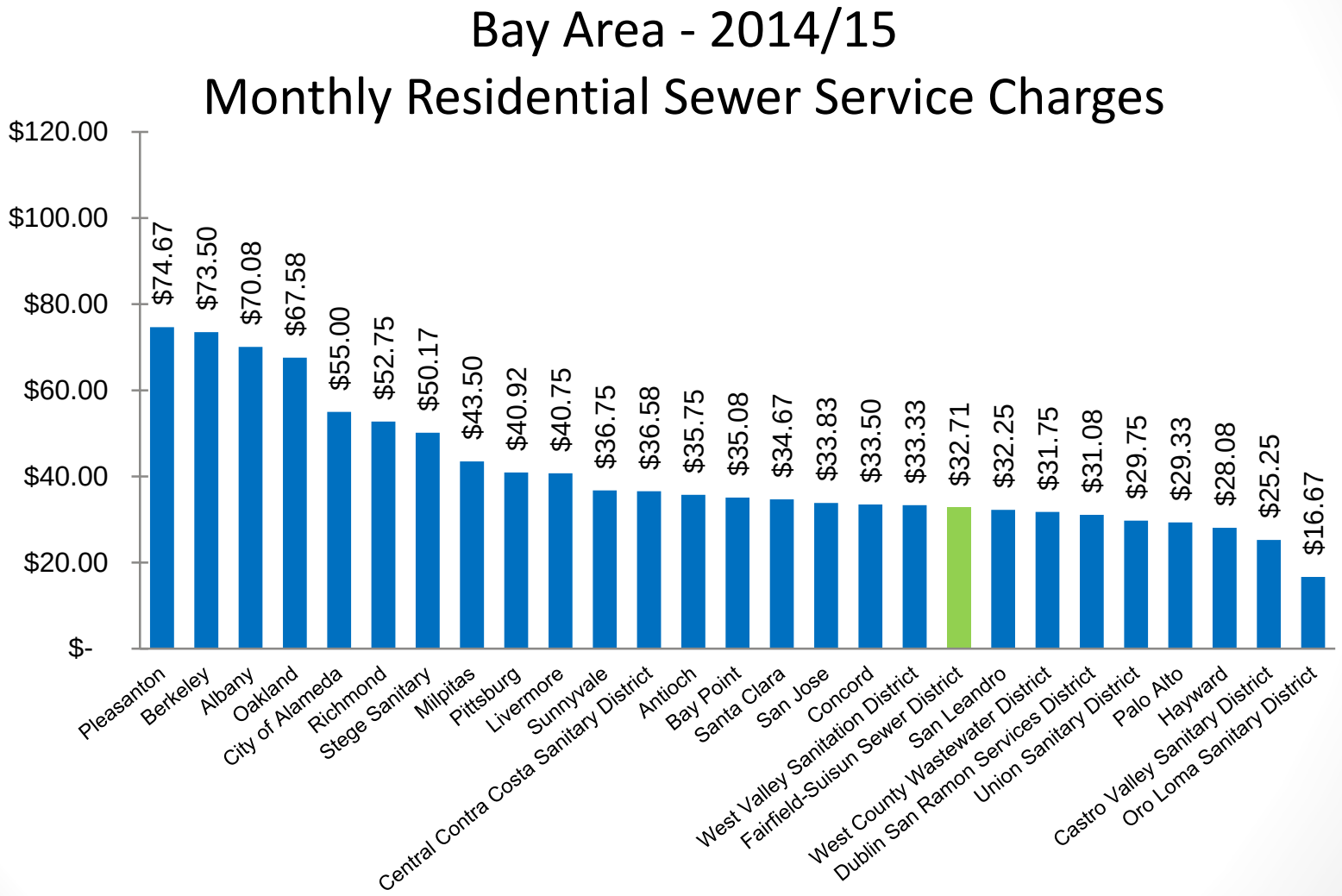

Replacement Reserves as a Percentage of Replacement Cost
9%
8%
7%
6%
5%
4%
3%
2%
1%
0%
13/14
15/16
17/18
19/20
21/22
23/24


Status of Reserves
Capital
Major Maintenance
Millions
$70
$60
$50
$40
$30
$20
$10
$0
03/04
06/07
09/10
12/13
15/16
18/19
20/22
24/25

Metrics


Solano County - 2014/15
Monthly Residential Sewer Service Charges
$120.00
$100.00
$80.00
$60.00
$40.00
$20.00
$-
$110.92
$85.26
$63.75
$53.26
$51.60
$48.97
$43.35
$32.71
Rio Vista (Old)
Dixon
Vacaville
Benicia
Rio Vista (New)
American Canyon
Vallejo
FSSD

Metrics


Bay Area - 2014/15
Monthly Residential Sewer Service Charges
$120.00
$100.00
$80.00
$60.00
$40.00
$20.00
$-
$74.67
$73.50
$70.08
$67.58
$55.00
$52.75
$50.17
$43.50
$40.92
$40.75
$36.75
$36.58
$35.75
$35.08
$34.67
$33.83
$33.50
$33.33
$32.71
$32.25
$31.75
$31.08
$29.75
$29.33
$28.08
$25.25
$16.67
Pleasanton
Berkeley
Albany
Oakland
City of Alameda
Richmond
Stege Sanitary
Milpitas
Pittsburg
Livermore
Sunnyvale
Central Contra Costa Sanitary District
Antioch
Bay Point
Santa Clara
San Jose
Concord
West Valley Sanitation District
Fairfield-Suisun Sewer District
San Leandro
West County Wastewater District
Dublin San Ramon Services District
Union Sanitary District
Palo Alto
Hayward
Castro Valley Sanitary District
Oro Loma Sanitary District

March 2012 Notice

NOTICE TO PROPERTY OWNERS OF PUBLIC HEARING ON PROPOSED INCREASE IN SEWER SERVICE CHARGES EFFECTIVE JULY 1, 2012

Fairfield-Suisun Sewer District (District) provides wastewater collection, treatment, and disposal services to the cities of Fairfield and Suisun City. The District maintains the wastewater treatment plant that processes approximately 15 million gallons per day; 13 wastewater pump stations; 70 miles of sewer pipes and other related facilities such as manholes. More information about the District is available on the District's website at www.fssd.com.

Current and proposed charges for the Customer Classes are shown below. The District's sewer service charge is the lowest in Solano County. The increase is due to the increasing regulatory and operating costs and to ensure adequate maintenance and replacement reserves, as projected in the District's 2011/12 Budget and Long-Term Financial Plan, which you can review on the District's website or by contacting the District. The proposed increase was a result of the most recent sewer rate study.

Customer Class	Current Year	Year 1 FY2012-13	Year 2 FY2013-14	Year 3 FY2014-15	Year 4 FY2015-16	Year 5 FY2016-17
Residential (monthly rate)	$28.21	$29.68	$31.23	$32.85	$34.56	$36.35
Commercial/Industrial – Regular Strength*	$2.14	$2.27	$2.42	$2.57	$2.73	$2.90
Commercial/Industrial – Special Strength*	$4.05	$4.20	$4.36	$4.53	$4.70	$4.88
Commercial/Industrial – Case-by-Case**						
Flow	$1,728.35	$1,856.14	$1,993.39	$2,140.78	$2,299.07	$2,469.06
Biochemical Oxygen Demand	$300.96	$310.37	$320.08	$330.09	$340.41	$351.05
Suspended Solids	$156.62	$161.66	$166.86	$172.22	$177.76	$183.48

* based on flow (hundred cubic feet)

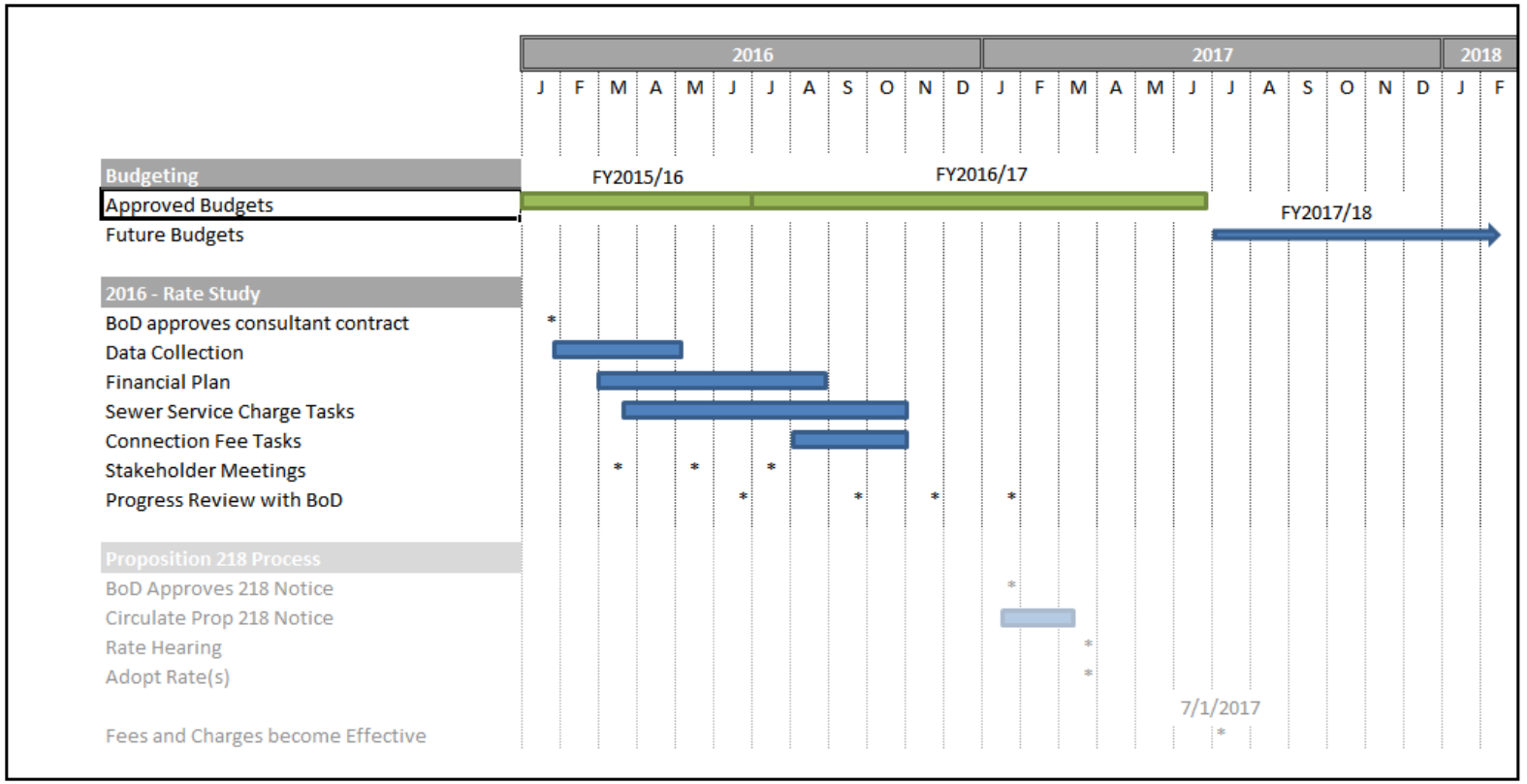
** based on flow (million gallons) and strength (1,000 pounds)

The District will hold a public hearing on the proposed sewer service charges on Monday, March 26, 2012 at 6:00 p.m. in the District Board Room, 1010 Chadbourne Road, Fairfield, California 94534.

Written protest regarding the proposed sewer service charge increases may be mailed or delivered to the District by noon on March 26, 2012 to ensure full review. Please call (707) 429-8930 for questions.

Looking Ahead

Rate Study starting in February



Looking Ahead

2016 - Rate Study

A. Project Initiation and Data Collection
B. Financial Plan Tasks
   - forecasts and projections (growth, costs)
   - financing alternatives for capital improvements
   - establish prudent fund reserve levels
   - develop 10-year cash flow
C. Wastewater Sewer Service Tasks
   - rates structure
   - survey of comparable agencies
   - analyze sewer consumption data
   - Identify rate structure modifications and alternatives
   - Allocate costs to billing parameters
   - Develop preliminary and final recommendations
   - Evaluate impacts on District customers
   - Assist with Prop 218 compliance

Looking Ahead

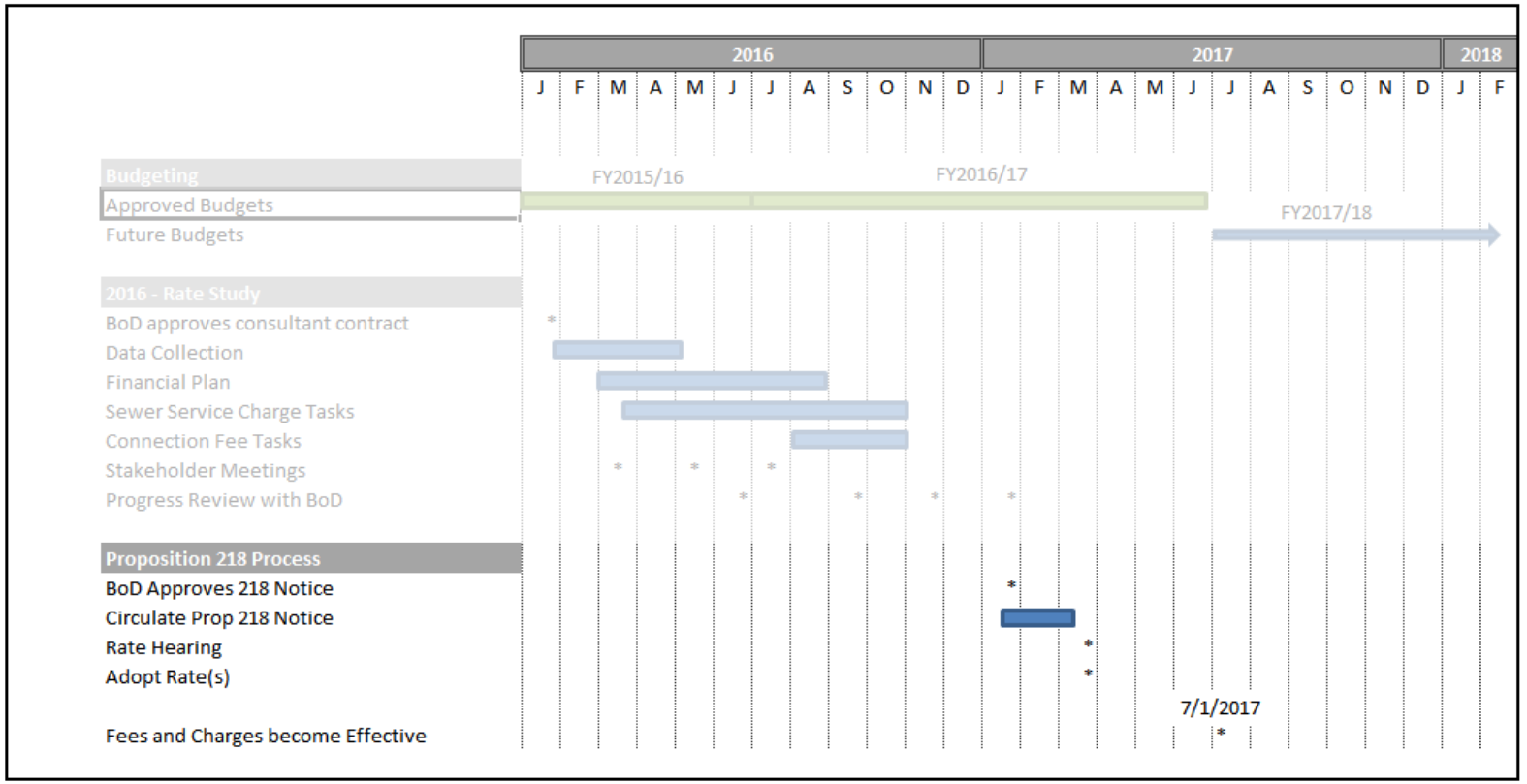
2016 - Rate Study (continued)

D. Connection Fee Tasks
   - review current fees
   - survey of comparable agencies
   - prepare a connection model
   - Allocate costs to current and future users
   - identify fee modifications and alternatives
   - Recommendations for fee and indexing fees in future

E. Meetings, Presentations, Reports & Prop 218 Assistance

Looking Ahead

Prop 218 Notice for Rates in FY 2017/18 and beyond



6D
STRATEGIES
STORMWATER EXPENSE AND REVENUE

Stormwater Utility Discussion

- Responsibilities
- Revenue and Expense
- Allocation of Revenue to Cities

Stormwater Utility Discussion

Responsibilities:

City	District
Comply with Municipal Regional Stormwater Permit issued by RWQCB	O&M of Pump Stations
O&M of Physical Assets (except PS)	Collect and distribute revenue
New development compliance	Coordinate with permit requirements with RWQCB
Illicit Discharge Detection and Elimination	Provide regional coordination & reporting
Construction Site Control	Coordinate creek monitoring
Implement permit required programs – Trash, PCB, Mercury/pesticides	Coordinate Coast and Creek Cleanup and other outreach

Stormwater Utility Discussion

Revenue and Expense[1]

	2010/11	2011/12	2012/13	2013/14	2014/15
REVENUE (X$1,000)	1,458	1,461	1,494	1,505	1,577
EXPENSES: (X$1,000)					
Local Facility Maintenance ($777 to Fairfield, $182 to Suisun City)	959	959	959	959	959
Regional Facility Maintenance	22	78	25	26	33
Admin, Billing, Capital Outlay	48	21	24	19	15
Stormwater Regulatory Program	388	364	277	356	316
Total Expenses	1,417	1,422	1,285	1,360	1,323
RESERVES (X$1,000)					
Drainage Fund Balance	592	732	559	373	481
Operations Reserve	50	50	150	150	150
Desilting Reserve	94	124	154	185	216
Capital Reserve	80	80	80	80	80
Major Maintenance Reserve	232	232	373	373	373
	1,048	1,218	1,316	1,161	1,300

1: As presented in the budget documents

Stormwater Utility Discussion

Allocation of Local Facility Maintenance

Local Facilities	Basis	Fairfield			Suisun City		
		Total Units	Unit Cost	Cost	Total Units	Unit Cost	Cost
Storm Drain Pipelines 12"-33"	lin. ft.	502,959	0.33	165,089	140,093	0.33	46,371
Storm Drain Pipelines 36"-66"	lin. ft.	237,565	0.22	53,415	44,232	0.23	10,041
Storm Drain Pipeline 72"-102"	lin. ft.	90,812	0.37	33,782	114	0.37	42
Box Culverts	lin. ft.	1,560	0.37	580	230	0.37	86
Concrete Lined Channel	lin. ft.	21,747	0.10	2,240	720	0.10	74
Improved Earth Channel	lin. ft.	43,710	1.55	67,751	46,005	1.55	71,308
Riprap Lined Channel	lin. ft.		1.55		5,767	1.55	8,939
Natural Creek	lin. ft.	58,370	3.10	180,889		3.10	
Detention Basins	acres	126	309.90	39,047	2	309.90	620
Pump Stations	number		5,165.00			5,165.00	
Bridge Foundations	number		2,066.00			2,066.00	
Street Sweeping	miles	736	237.59	174,854	169	237.59	40,153
Fencing	lin. ft.			54,800		0.00	4,000
Data Management	acres	3,924	1.03	4,053	839	1.03	867
				$776,500			$182,499

7
POLICIES

Policies Discussion

- Consider a “Policy Handbook”
- Board Policies:
  - To express Board’s intentions on matters relating to the governance of the District
  - To serve as a broad guideline to establish the District’s course of action and/or to establish a degree of certainty as to how the District will act in certain situations.
- Examples:
  - 1. Santa Clara Valley Water District (http://www.valleywater.org/About/BoardPolicies.aspx)
  - 2. Dublin San Ramon Services District (http://www.dsrsd.com/open-gov/district-policies)

Policies (continued)

Next Steps:

- Current Board policies to be reformatted and presented to Board for approval
- Administrative Policies
  - Staff to review existing policies, update as appropriate, re-format and distribute
  - New policies to be researched and drafted
- All Policies consolidated into one Policy Handbook

Navigate to Draft Policy Listing

7C
POLICIES
CODE OF CONDUCT

Code of Conduct Policy Discussion

- FSSD to adopt a Code of Conduct policy similar to City of Fairfield

Navigate to Resolution

- Adopt a handbook similar to Dublin San Ramon Services District that presents conduct in a different form.

Navigate to DSRSD Handbook

Code of Conduct Policy

City of Fairfield Resolution 2015-46, March 17, 2015

Purpose:

To assure public confidence in the integrity of local government and its effective and fair operation.

Preamble:

The residents and businesses of Fairfield are entitled to have fair, ethical and accountable local government, which has earned the public's full confidence for integrity. The effective functioning of democratic government therefore requires that:

- Public officials, both elected and appointed, comply with both the letter and spirit of the laws and policies affecting the operations of government
- Public officials be independent, impartial and fair in their judgment and actions;
- Public office be used for the public good, not for personal gain; and
- Public deliberations and processes be conducted openly, unless legally confidential, in an atmosphere of respect and civility.

To this end, the Fairfield City Council has adopted a Code of Conduct for members of the City Council and the City's commissions to assure public confidence in the integrity of local government and its effective and fair operation.

A full copy of Resolution City of Fairfield Resolution 2015-46 is included in the Workshop Handouts

7E
POLICIES
BOARD COMPENSATION

Board Compensation Discussion

- Currently - $143.59 per day of service
- November 2012 - Board approved Ordinance 2012-02 eliminating automatic increase
- January 2012 - Last adjustment (5%)to $143.59 per day
- January 2008 – Passed Ordinance 2008-01 Providing Automatic 5% increase

Next actions:

- Executive Committee January 11th Agenda
- Board of Directors January 25th Agenda

7F
POLICIES
TRAVEL

Board Travel Policy Discussion

Reformat Policy

Suggested updates and additions to current policy/procedure

- Increase specificity for the following:
  - Day-of-service
  - Use of private vehicle for transportation
  - Rental Car
  - Parking
  - Meals
  - Incidental Expense

A preliminary policy is included in Workshop handouts

Navigate to Preliminary Policy

7H
POLICIES
GM AUTHORITY

GM Authority Discussion

- Policy
- More/Less Authority?

Current GM Authorities

1. General Authorities	
a. To do all things necessary and proper to provide operations and maintenance functions by District staff, within the currently-approved budget	Resolution 2008-05
b. To act as Chief Executive Officer; assume duties and responsibilities customary and appropriate for the position; and, assume additional duties and responsibilities delegated by the Board of Directors	GM Employment Agreement
2. Administrative Complaints	
a. Hearing Officer for Administrative Complaints Issued Pursuant to District Ordinance 91-1(Wastewater Discharge Ordinance)	Resolution 05-20
b. Review Claims for Procedural Sufficiency	Resolution 2007-19
3. Agreements, Cooperative Services	
Enter into Cooperative services Agreements with other governmental agencies to furnish or obtain budgeted supplies and services	Resolution 89-22
4. Construction Management	
Change Order Approval Policy (within ten-percent of approved contract amount)	Resolution 84-8
5. District Clerk	
Appointing Deputy District Clerk (appoint/relieve/and accept resignations)	Resolution 04-21
6. Labor	
a. Employer-Employee Relations. To determine representation units, to certify and decertify employee organizations, and resolve disputes concerning representation)	Resolution 93-18
b. Labor Negotiator. To represent District with unrepresented employees in all classifications	Resolution 97-10
c. Hiring and Firing Staff	As noted in the Board Meeting Minutes dated July 21, 1986
d. Part-Time/Temporary Labor. To enter into part-time/temporary labor services with cities of Fairfield or Suisun City	Resolution 86-10

Current GM Authorities (continued)

7. Permits	
a. Encroachment Permits and Licenses. To grant encroachment permits and licenses relative to District property and facilities, but not easements or sell District property.	Resolution 04-18
8. CEQA	
To be responsible for initial determinations of exemption, conducting Initial Study, preparing Negative Declaration or EIR, evaluating responses to documents, filing notices, consulting with other agencies regarding the environmental effect of projects, administering monitoring and reporting programs	Resolution 00-1
9. Property	
a. To negotiate, enter into, amend and terminate lease agreement with Ameri-turf	Resolution 2009-13
b. To negotiate, enter into, amend and terminate lease agreement with other parties	Resolution 2009-13
c. Execute documents necessary to complete leases of District property	Resolution 2009-13
d. To consent to and accept on behalf of the District interests in real property conveyed by deeds or grants. Any such action shall be reported to the Executive Committee at its next regularly-scheduled meeting	Resolution 2007-33
10. Purchasing	
To purchase supplies, equipment, and services authorized in the budget; to obtain bids or proposals as appropriate to purchase supplies, equipment, and services; to prescribe and maintain records and forms for the purchase of supplies, equipment, and services; and to dispose of surplus supplies and equipment	Resolution 2008-20
11. Sewer Capacity/Service Charge	
To carry out the provisions of the Sewer Capacity Charge and Sewer Service Charge Ordinance	Ordinance 05-01
12. Technical Standards	
To prescribe and enforce Technical Standards for facilities to be conveyed to the District	Resolution 05-04
Wastewater Discharge	
To represent the District in the implementation of the Wastewater Discharge Ordinance	Ordinance 2008-03

7I
POLICIES
HUMAN RESOURCES

Human Resources Discussion

- Policies
- Managing Labor Expense and Organization Excellence
  - Current Number of Positions
  - Positions over time
  - Labor Expense over time
- Background Data – Wastewater experience of workforce
- Challenges

HR Policies[1]

- ☑ Executive Officer
- ☑ Holidays
- ☑ Bereavement Leave
- ☑ Employee Status
- ☑ Health and Welfare Benefits
- ☑ Pay Periods
- ☑ Guidelines on Accepting and Providing Gifts, Entertainment, and Services
- ☐ Performance Evaluation
- ☑ Substance Abuse (in conformance with DOT Guidelines)
- ☑ Pre-Employment Physical Examination
- ☑ Affirmative Action
- ☐ Outside Employment
- ☑ Letters of Recommendation
- ☑ Employee Usage of Tools and Equipment
- ☑ Hours of Work and Overtime
- ☑ Sick Leave
- ☑ Jury Duty
- ☑ Uniforms and Protective Clothing
- ☑ District Vehicle Usage
- ☑ Advancement of Wages
- ☐ Authorized Leave of Absence
- ☐ Grievance Procedure
- ☐ Use of Tobacco Products Within the District
- ☑ Sexual Harassment
- ☑ Equal Opportunity
- ☐ Separation from District Employment
- ☑ Disciplinary Action
- ☐ Volunteer Workers' Compensation Insurance
- ☑ Vacation
- ☑ Family and Medical Leave
- ☐ Continuity
- ☑ Vehicle Cost Reimbursement
- ☑ Educational Assistance
- ☑ Compensation
- ☐ Unauthorized Voluntary Absence
- ☑ Drug and Alcohol Abuse
- ☑ Smoke-free Workplace
- ☑ Job Descriptions
- ☑ Harassment
- ☐ Nepotism
- ☐ Confidentiality Regarding Resignations
- ☑ Driver Training and Record Review
- ☑ Internet, E-mail, and Electronics Communication Ethics, Usage and Security

1: Policies suggested by the California Special District Association, checked boxes indicates an existing policy

Background Data - Positions

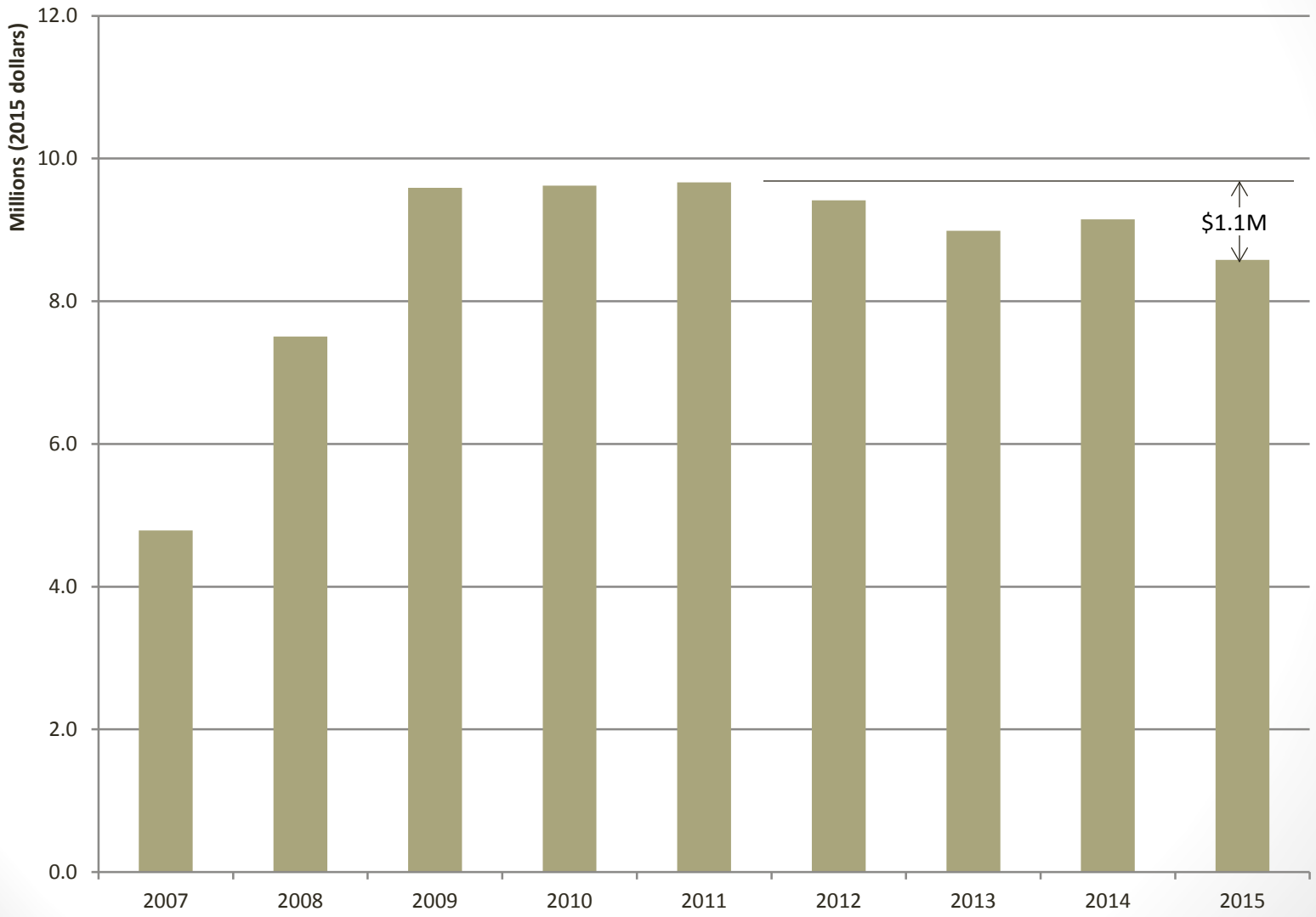
- Positions:
  - 59 filled
  - 4.5 unfilled
    - Director of Business Services
    - District Clerk
    - 0.5 Director of O&M
    - Senior Environmental Engineer, Electrical/Instrumentation Tech

Background Data - Metrics

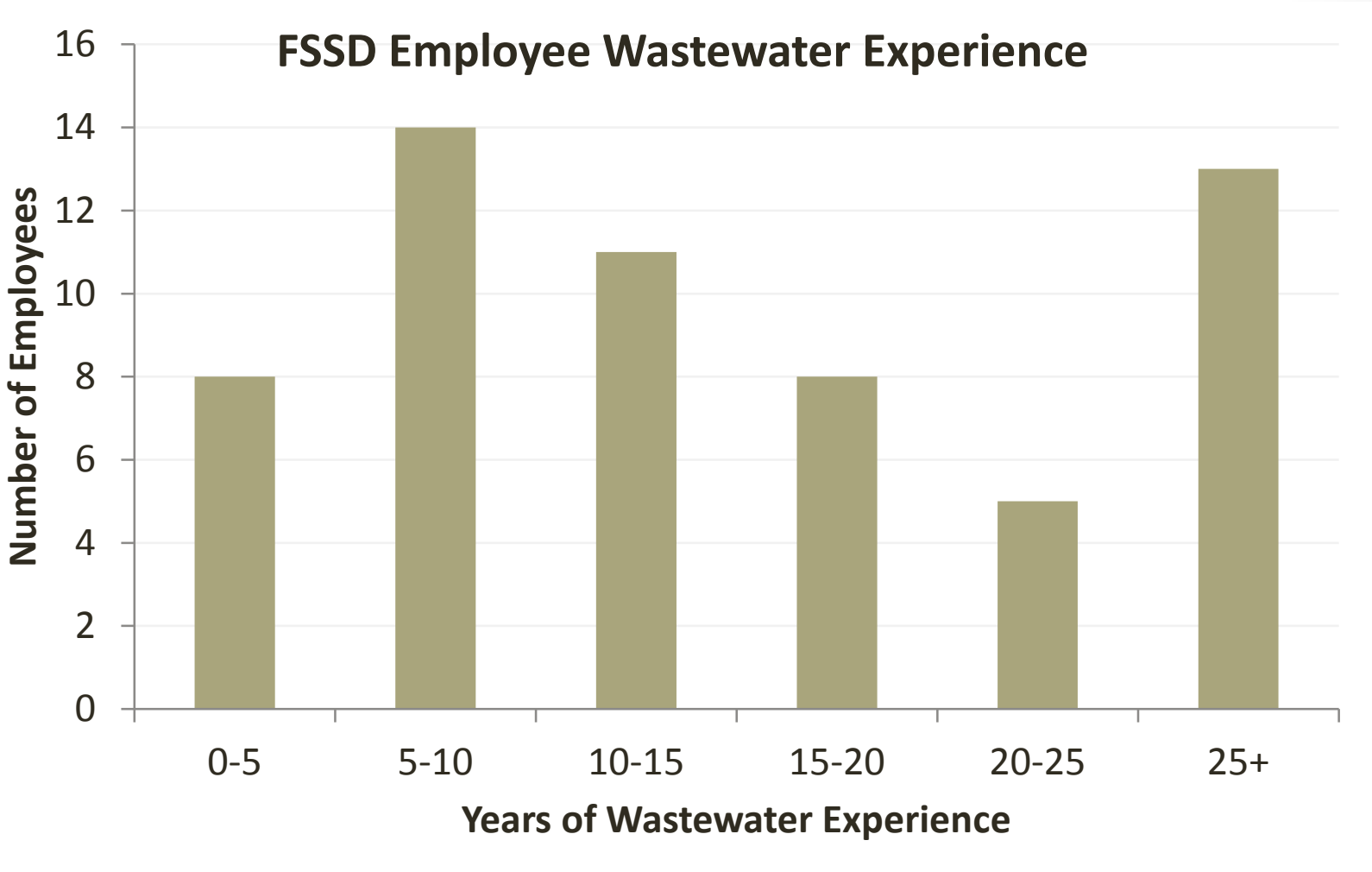
	Full-time equivalents (FTE)	Overtime (% of total hours)	Sick Leave (hrs/FTE)
FY 2012/13	60.6	0.63%	54.7
FY 2013/14	60.6	0.54%	54.1
FY 2014/15	59.4	0.80%	57.7
FY 2015/16*	57.0	0.70%	63.0

* Through November 2015

Labor Expense over Time



Background Data



Background Data - Metrics

Agency	Sewer Service Charge ($/mo)	Approximate Residential Population	O&M Budget (million)	Flow	O&M Expense (million per mgd)	Number of Employees	Employees per mgd	Labor Budget (million)	Labor Budget per employee
CCCSD	34.50	462,000	$66.5	39.1	1.7	292	7.5	$49.0	0.167
DDSD	34.80	200,000	$18.7	13.5	1.4	78	5.8	$12.3	0.155
VSFCD	38.71	187,000	$18.1	9.4	1.9	85	9.0	$12.1	0.141
NSD	37.34	80,900	$13.2	10.0	1.3	51	5.1	$8.1	0.157
FSSD	28.21	133,000	$18.0	14.0	1.3	62	4.4	$8.1	0.131

Note: 2013 Data

Challenges

- Aging Workforce increasing demand
- Retaining existing workers and corporate knowledge
- Recruiting future employees
- Limited supply of interested and skilled workers
  - “Supply and Demand” driving pay rates up and impacting recruitment and retention
  - Salary and Benefits need to be competitive
- Need a Salary Survey to assess FSSD salary and benefits relative to the market place

Salary Study

- Consultant Retained
- Salary & Total Comp Data Collection underway

Benchmark positions	Comparable agencies
Accountant	Delta Diablo
Associate Environmental Engineer	City of Fairfield
Director of Administrative Services	Central Contra Costa Sanitary District
Director of Operations & Maintenance	Vallejo Sanitary and Flood Control District
District Clerk	West County Wastewater District
Engineering Technician/Inspector	City of American Canyon (Public Works Department)
Environmental Compliance Engineer	Mt. View Sanitary District
Finance Technician	Stege Sanitary District
General Manager/CEO	Union Sanitary District
GIS Coordinator	Ironhouse Sanitary District
Laboratory Manager	Oro Loma Sanitary
Maintenance Supervisor	Dublin San Ramon Services District
O&M Coordinator	
O&M Tech 3	
Operations Shift Supervisor	
Safety Officer	
Senior Office Assistant	
Utility Worker	

- Report Due March 2016

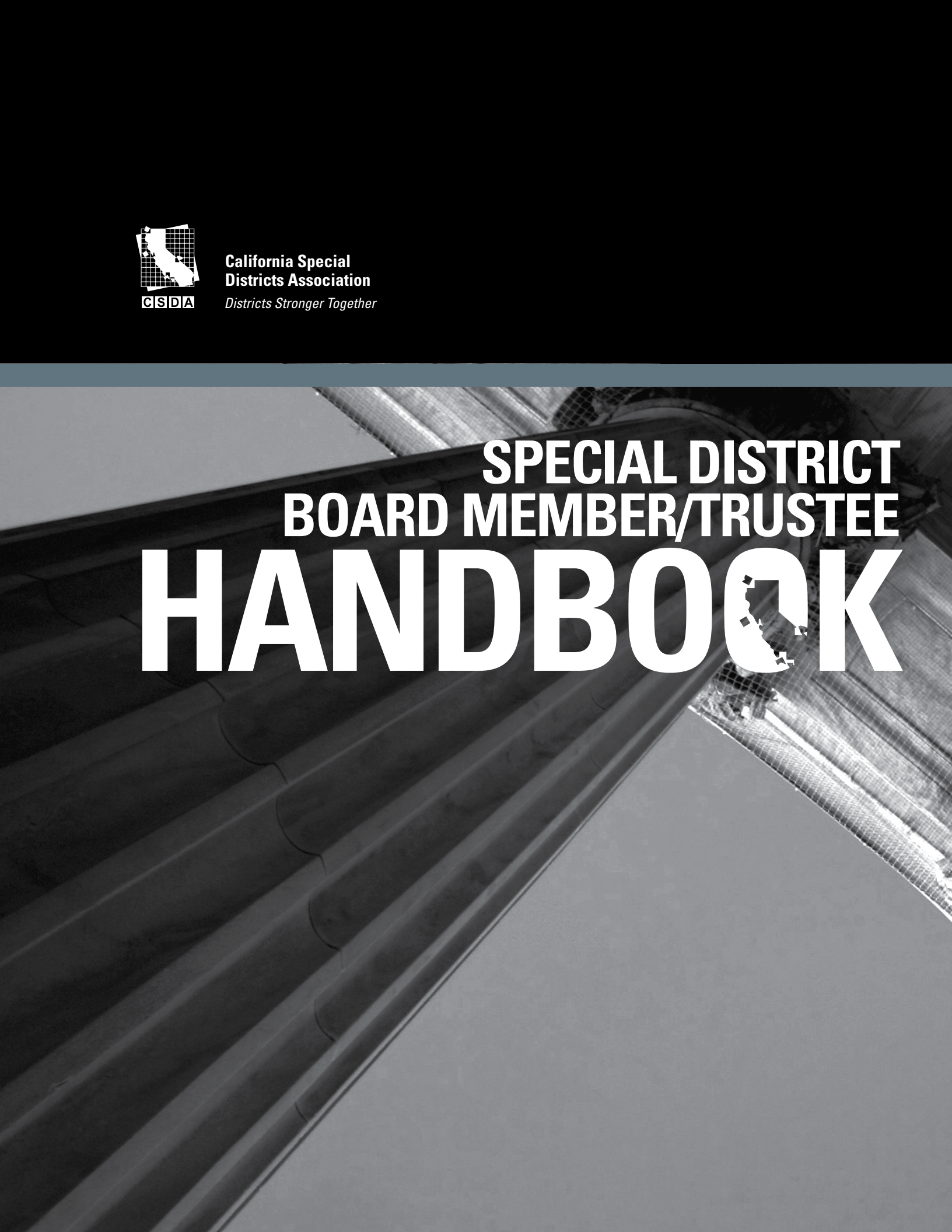
Workshop Wrap up

Summary

Follow-up Action Items:

What worked well?

What didn’t?


California Special
Districts Association
Districts Stronger Together
CSDA
SPECIAL DISTRICT
BOARD MEMBER/TRUSTEE
HANDBOOK

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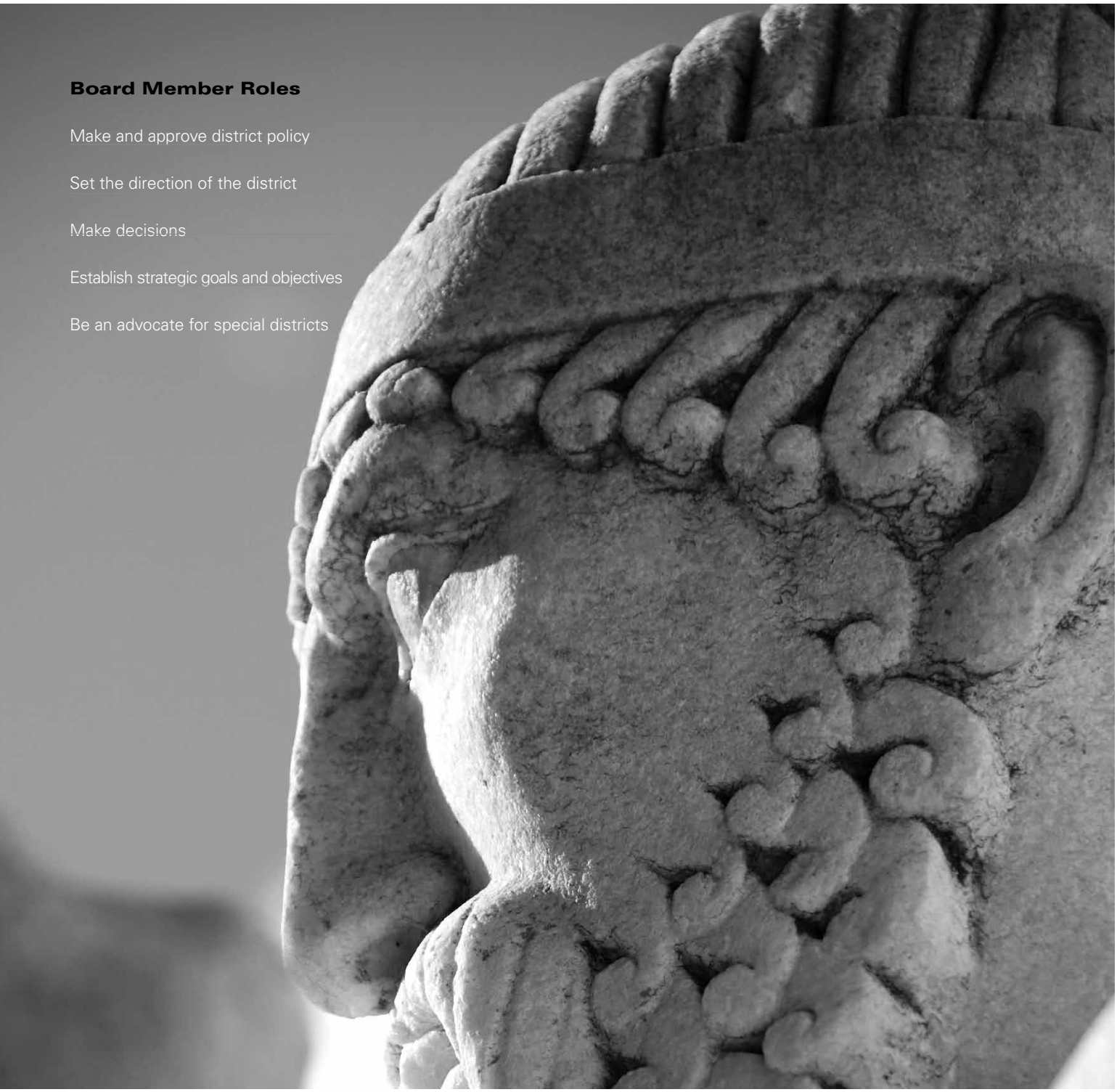


Board Member Roles

Make and approve district policy

Set the direction of the district

Make decisions

Establish strategic goals and objectives

Be an advocate for special districts

WHAT YOU SHOULD KNOW

as a Special District Board Member

Commitment and Responsibilities

As a board member or trustee for a special district, you have committed to serve the best interests of the community, provide services that are essential to the community and represent the people who placed you into office.

With a strong commitment, there are a number of responsibilities as a director on a special district board. Some of these will be identified and detailed in this handbook so that you will have an even better understanding of special districts and your role as a director.

One of the most significant responsibilities as a director is to understand that the board is a team and you need to work together as such. Understanding the dynamics of the group as well as the individual perspectives and opinions of the other board members that you sit with is crucial to the success of the team and district you represent. This united approach will help to strengthen the district and provide the grounds for maintaining a clear vision of the future, a unity of purpose and a cohesive board of directors.

Additionally, the board of directors typically has specific responsibilities that coincide with their overall role as directors. For example, in the area of human resources, the board's charge is to support and assess the performance of the general manager, approve personnel policies, establish salary structure and benefits packages, approve job descriptions and organizational structure, and establish a strong communications link between the board and general manager.

Another example of specific responsibilities can be seen when taking a look at some of the financial aspects of the district. Typically, the board will ensure that sound fiscal policy exists and that practices and controls are in place so that the district, staff, general manager, and board have direct accountability to their constituents. Furthermore, a board may be involved in such things as the approval of the annual budget, developing reserve guidelines, establishing financial goals, reviewing district finances, developing capital improvement plans, setting rates and fees, and the like.

Clearly, as demonstrated above, being a director on a special district board entails a commitment to being actively involved in setting the direction of the district and, most importantly, serving the best interests of the community and the constituents that the district serves.

Accountability

Special districts, governing officials, and management are accountable to the voters and customers who use their services. Every special district must submit annual financial reports to the California State Controller and also must follow state laws pertaining to public meetings, bonded debt, record keeping, conflict of interest, and elections.

The role of staff and the general manager

The roles of the staff and general manager are very different from that of the directors, and it is important to understand what the responsibilities and reporting avenues are of each respective group.

The general manager and staff of the district are encouraged to make recommendations and play an active role in moving the district forward. Their main role is to maintain and advance the operations of the district and implement those policies, strategies, and directives that are approved by the board of directors. All directives for staff should be given by the general manager or designated supervisor within the district.

The general manager is the executive staff officer of the district and for the board of directors. He/she administers the district and has exclusive management and control of the operations and works of the district, subject to approval by the board of directors, and provides day-to-day leadership for the district. He/she delegates authority at his/her discretion and has authority over and directs all employees, including hiring, disciplinary action and termination. He/she seeks to carry into effect the expressed policies of the board of directors, including planning the short, medium, and long term work program for the district, facilitating constructive and harmonious board relations, preparing and managing the district budget, conducting studies, and delivering written and oral presentations.

OVERALL, YOUR ROLE AS A DIRECTOR IS TO:

- Make and approve district policy
- Set the direction of the district
- Make decisions
- Establish strategic goals and objectives
- Be an advocate for special districts

WHY

Governance is Important

By Davis Campbell, Governance Consultant | Trainer

Local boards are the reason, and really the only reason, why local control is local. Special district boards are the voices of the community. Boards are also a large reason why special districts exist.

The truth is that every elected or appointed public official needs to worry about governance; governance is what boards do. Governance is taking the wishes, needs, and desires of the community and transforming them into policies that govern the district. Survival of special districts as a concept depends in large part on how well we do our jobs as board directors or trustees. The quickest way to destroy special districts is for the public to perceive districts as not responsive to the needs of the community or as not being governed effectively.

If governance is important, how do we do it well?

The good news is that in recent years a lot of work has been done on effective governance. Based upon a model developed by the California School Boards Association (CSBA) and adapted by the California Special Districts Association (CSDA), there are three critical dimensions to effective governance. The CSBA Effective Governance Model provides an in-depth examination of the three critical dimensions that interact to determine how a board operates and its effectiveness as an organization.

- First, the model looks at the board as an organizational entity;
- Second, the individuals who serve as effective board members and make up the board;
- And third, the specific jobs the board must perform.

All three of these dimensions or elements of a board must be viewed as a whole in order to truly develop an effective governance operation.

Components of the Effective Governance Model

The board as an organization

Any board, public or private, nonprofit or corporate, exists as an organizational entity, with its own unique organizational culture, norms, values, and operating style. There are attributes or characteristics that are consistently present in boards that operate in a highly effective way. Effective boards become known as effective because they operate in an organizational environment of trust, honesty and openness. These boards exhibit, as a team, the following characteristics:

- All board members are perceived to be equally legitimate—no matter how different or difficult an individual may be.
- The board strives to maintain a "no secrets, no surprises" operating norm.
- The board recognizes and accepts that conflicts and differences are inevitable, not necessarily "bad," and must be faced and analyzed.
- The effective board tends to immediately turn to solutions rather than playing the "gotcha" game.
- The effective board treats all staff with dignity and respect.
- The effective board treats all community members with dignity and respect, even in the face of criticism and opposition.
- The effective board exhibits creative thinking, knows how to handle failure as well as success, encourages risk taking and creates a climate of support for excellence.
- The effective board assumes collective responsibility for the conduct, behavior and effectiveness of the board.

The board leader

While boards develop unique organizational cultures, they are, after all, composed of individuals. It is individuals and their values, skills, and knowledge that shape how boards operate at any given time. Individuals also determine whether the board will sustain effective behavior as a group role.

Not everyone who serves on a special district board becomes an effective board member or leader. Those who do become effective board members also become highly valued community leaders. When an entire board is composed of truly effective board members rather than individuals, the board becomes highly effective.

So, what are the characteristics of effective board members and how are they different than those who just serve on boards?

- Effective board members think about governance differently. They have distinctly different attitudes from non-effective board members. Effective board members understand the fundamental role of the citizen leader in the governance of special districts.

  For example, effective board members understand fundamental principles of effective governance. They understand that the authority of any board member rests only with the board as a whole; that the board, not the individual board member, governs the special district. They tend to worry when an individual is attempting to impose his own agenda on the district rather than working to build support for an institutional agenda.

- Effective board members know that how a board member governs is as important as what a board member does. They know that manners make a huge difference.

- Effective board members work hard to make the team successful.

- Effective board members understand they need to establish trust. They treat everyone with respect, and expect others to treat them the same way.

- Effective board members respect the diversity of perspective and styles.

- Effective board members always keep confidential information confidential.

What effective boards do: The special district board's job in the district

The third dimension addresses the specific responsibilities of the governing board. We know that effective boards have strong competency-based cultures and that individual effective board members have strong governance skills, but the third question is: To do what? What are the duties and responsibilities of boards in the systems? The answer is that special district boards have certain responsibilities that no one else in the system can perform.

The specific responsibilities of the board are clustered into four areas: setting the direction for the district; establishing and supporting the structure of the district; holding the district accountable on behalf of the community; and serving as community leaders.

These are the essences of effective district governance: a competency-based, highly effective board organization and culture; individual citizens serving as effective board members, accomplishing the specific duties and responsibilities that only governing boards can do on behalf of their communities.

The real challenge to special districts is how to learn and achieve as board members. There are governance skills required and to be learned in order to be effective. But first, we must establish a culture of participation in our special district community. Every board member must understand that, just as we expect our staff to be involved in their profession, to learn and develop new skills, so too must we as effective board members learn and hone our governance skills. We must encourage our colleagues to branch out and learn the skills of governance. We must establish a culture of participation and continuing education in the special district community .The future of special districts in California depends upon it.

SPECIAL DISTRICT RESOURCES

California Special Districts Association
www.csda.net

Senate Local Government Committee
www.sen.ca.gov

Assembly Local Government Committee
www.assembly.ca.gov

Official California Legislative Information
www.leginfo.ca.gov

League of California Cities
www.cacities.org

California State Association of Counties
www.counties.org

California Local Government Finance Almanac
www.californiacityfinance.com

California Association of LAFCos
www.calafco.org

Governor's Office of Planning & Research
www.opr.ca.gov

California State Controller's Office
www.sco.ca.gov

California Legislative Analyst's Office
www.lao.ca.gov

Special District Leadership Foundation
www.sdlf.org

Special District Risk Management Authority
www.sdrma.org

CSDA Finance Corporation
www.csdafinance.net

LEARNING MORE

about Special Districts

What are special districts?

Special districts are a form of local government. They are created by their constituents to meet specific service needs for their communities. Most perform a single function such as water delivery, fire protection, wastewater or cemetery management to name just a few. Some, like community services districts, provide multiple services.

Special districts are not cities and counties, they are not school districts, they are not Mello-Roos districts, and they are not state government. Special districts work hand-in-hand with cities and counties to provide communities with essential public services and to keep pace with the demands of fulfilling all the public service needs of California's rapidly growing population.

What kinds of special districts are out there ... to name a few?

- Airport
- Public Cemetery
- Community services
- Drainage
- Flood control
- Fire protection
- Healthcare/hospital
- Harbor/port
- Irrigation
- Library
- Mosquito abatement and vector control
- Police protection
- Reclamation
- Recreation and park
- Open space
- Resource conservation
- Sanitation/wastewater
- Transit
- Utility
- Water
- Water conservation
- Waste management

How does a special district differ from a city or county?

Special districts are limited-purpose local governments. They provide only the services their residents desire within a designated, limited boundary. By contrast, cities and counties are general-purpose local governments. They provide a broad array of services for residents throughout their geographic boundaries. Futhermore, counties in unincorporated areas, and cities are responsible for land-use decisions.

What is the difference between independent special districts and dependent special districts?

Independent special districts are governed by their own boards of directors who are elected by voters or appointed to fixed terms by elected officials in their districts. These boards do not consist of ex officio members who are officers of the county or another local agency. About two-thirds of the state's special districts are independent special districts.

Dependent special districts are governed by other, existing legislative bodies such as a city council or a county board of supervisors, or appointees that serve at the pleasure of those bodies and can be removed or replaced any time at their will.

How are special districts funded?

Special districts are funded either through local property tax revenues, fees charged to customers for their services or a combination of the two. Special districts that rely primarily on property tax revenues are considered non-enterprise, while districts that primarily generate revenue through fees for service are considered enterprise.

FIND OUT MORE AT WWW.CSDA.NET!

How are they created?

Special districts require majority-vote approval by citizens in the proposed district to be created, or a two-thirds vote if a new tax is required to fund the district's operations. When residents or landowners want new services or a higher level of service not otherwise provided by cities and counties, they can propose to form their own special district to pay for and administer the services by applying to the Local Agency Formation Commission (LAFCo).

What is Proposition 13?

Proposition 13, enacted by voters in 1978, imposed strict limits on property taxes to one percent of property value, causing special districts, cities and counties to lose much of their local control and funding security. Before Prop 13, special districts received $945 million from property taxes (1977-1978). Shortly after Prop 13 was imposed (1978-1979), special district property tax revenue dropped to $532 million, a loss of almost 50 percent.

What is ERAF?

ERAF is the Educational Revenue Augmentation Fund. During the recession of the early 1990s, the state took property taxes from special districts, cities and counties and shifted them into ERAF to offset its debt and spending obligations to education. That mandated property tax shift of precious local government revenue continues today despite the fiscal hardships it has caused local governments. Since ERAF began in 1992, the state has shifted over $9 billion annually in local property tax revenue from special districts.

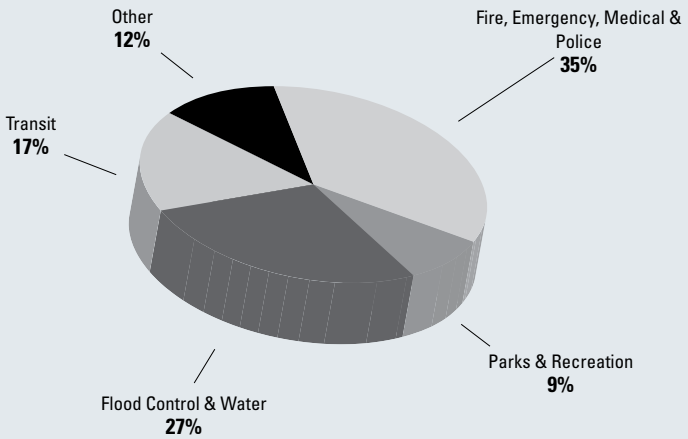
What is Proposition 1A?

Proposition 1A limited the state's future ability to transfer funds away from local governments, except in the case of fiscal emergencies. The amount is limited to eight percent of property tax revenues in a county and must be paid back within three years, with interest.

What is LAFCo?

Local Agency Formation Commissions (LAFCo) are responsible for coordinating logical and timely changes in local governmental boundaries, conducting special studies that review ways to reorganize, simplify and streamline governmental structure and preparing a Sphere of Influence for each city and special district within each county. The LAFCo's efforts are directed to seeing that services are provided efficiently and economically while agricultural and open-space lands are protected.

Where do special district tax dollars go?



Legislative Analyst, Coleman Advisory Services

ETHICS LAWS

For Elected or Appointed Officials

Elected and appointed officials have an obligation to conduct business in an ethical manner and make decisions that are in the best interests of their constituents. As a director for a special district, it is imperative that you keep the public's interests in mind and avoid any situations where your self interests are put first. Building the public's confidence and trust by demonstrating your ability to recognize potential ethics problems and then removing yourself from that situation is a key factor to your success as a director.

There are a number of state laws that govern the ethical conduct of public officials. The most significant laws deal with conflict of interest and criminal activity/corruption as it relates to public officials and how they make decisions within their respective agencies.

Under the Political Reform Act, a public official may not participate in any way in a decision in which the public official has a "disqualifying conflict of interest". The law states that:

"No public official at any level of state or local government shall make, participate in making or in any way attempt to use his official position to influence a governmental decision in which he knows or has reason to know he has a financial interest."
California Government Code §87100

As this applies to special districts, a conflict of interest regarding a particular district decision would exist if it were "… reasonably foreseeable that the decision will have a material financial effect, distinguishable from its effect on the public generally, on the official, a member of his or her immediate family …" or any of one's other financial interests.
California Government Code §87103

In essence, the most important things you need to know about the Political Reform Act are:

- The law applies only to financial conflicts of interest--those arising from economic interests.
- Whether you have a conflict of interest depends heavily on the situation related to each district decision.
- The best way to avoid conflict of interest problems is to learn and recognize the various economic interests from which conflicts can arise.

In addition to the conflict of interest laws, public officials must also disclose all personal economic interests. Special district officials are affected through their respective district's conflict of interest code/policies that a district is required to have by law. Therefore, as a public official, you are required to file a "Statement of Economic Interests" with the Fair Political Practices Commission when you begin your term, annually and when you end your term.

In the Statement of Economic Interests, public officials are required to disclose all sources of income as well as interests in real property, investments, gifts and the like. Given that it's the law and also that the public, including media, have full access to statements of economic interests, it is recommended that officials be completely open, honest and always disclose all financial interests as this could help prevent future problems.

There are numerous other legal "dos" and "don'ts" for public officials, many of which deal with personal loans, gifts, free travel, payments, honoraria, contracts and holding dual offices. It is recommended that officials research all of the specifics of the laws related to their position.

Lastly, there are additional laws that affect public officials and violation of them may not only cause you to lose your position, but also may result in criminal penalties. According to the publication A Local Official's Guide to Ethics Laws (2002 Edition) some areas that can result in criminal prosecution and/or forfeiture of office include:

- Bribery
- Payments for appointments to office
- Willful or corrupt misconduct in office
- Embezzlement
- Misuse of public funds
- Violation of the Open Meetings Law/ Brown Act
- Prohibited political activities
- Conviction of a crime

As can be seen above, public officials are held accountable for their actions both by their constituents who elect them and by the law. As an elected or appointed official

THE RALPH M. BROWN ACT

California Government Code §54950-54962

for a special district, it is your responsibility to promote ethical conduct within your district and understand the ethics laws to ensure that you are always keeping the interests of your constituents in the forefront.

AB 1234 and ethics training requirement

In 2005, the State Legislature passed Assembly Bill 1234 by Assembly Member Simon Salinas (D-Salinas), which requires local government officials to take ethics training every two years, with a requirement that they take their first training no later than a year after they start their first day of service with the district. This and similar legislation were proposed after incidences that occurred in several districts over lapses in ethical judgement.

Specifically, if a district provides any type of compensation, salary or stipend to any board member or provides any type of expense reimbursement, then all members of that board must participate in the ethics training, as well as any designated employees (like the general manager). The training must be at least two hours every two years, and a record must be kept by the district. These are public records and are subject to the California Public Records Act.

PUBLIC OFFICIAL ETHICS LAW RESOURCES

California Special Districts Association
www.csda.net

Institute for Local Government
www.ca-ilg.org

Fair Political Practices Commission
www.fppc.ca.gov

Official California Legislative Information
www.leginfo.ca.gov

Office of the Attorney General
www.ag.ca.gov

The basis of the Ralph M. Brown Act is that "All meetings of the legislative body of a local agency shall be open and public, and all persons shall be permitted to attend any meeting of the legislative body of a local agency …"

While the Brown Act has gone through a series of additions and amendments, the core of the Act remains the same: to ensure that the meetings of local government bodies, formal or informal, be open and accessible to the public at all times.

The Act begins by stating the following:

"In enacting this chapter, the Legislature finds and declares that the public commissions, boards and councils and the other public agencies in this State exist to aid in the conduct of the people's business. It is the intent of the law that their actions be taken openly and that their deliberations be conducted openly. The people of this State do not yield their sovereignty to the agencies which serve them. The people, in delegating authority, do not give their public servants the right to decide what is good for the people to know and what is not good for them to know. The people insist on remaining informed so that they may retain control over the instruments they have created."

As public agencies, special districts must comply with the Brown Act. This means meetings and elections of districts' governing boards must be open and announced through public channels such as through newspapers, flyers or notices delivered to residents.

The Brown Act is very detailed as to what is permissible and is amended periodically. It is recommended that public officials read the Ralph M. Brown Act in its entirety and receive some type of training and/or read various publications on the Act.

BROWN ACT RESOURCES

Open & Public IV: A User's Guide to the Ralph M. Brown Act
www.csda.net

Search CA law/codes
www.leginfo.ca.gov/calaw.html

Education/Trainings
www.csda.net

YOUR ROLE
AS A SPECIAL DISTRICT ADVOCATE

The special district community and their governing officials, more than ever, are coming together to create a presence and united voice. The California Special Districts Association (CSDA) is continuing to work to increase the visibility of special districts with key decision-makers and create a network of activists throughout California. All special district officials should play an active role in educating other local officials and legislators on special districts and the issues that impact their resources and services.

Special districts can no longer sit idle as competing interests vie for shrinking state resources. The time for active engagement is now!

Ever looming state budget deficits have necessitated increased legislative advocacy and grassroots engagement by special district officials in a more active and visible manner. Furthermore, term limits have resulted in a weaker knowledge base with incoming candidates of the services that are provided by special districts and the issues facing them. It is the job of every elected official to educate state legislators early about special districts and gain support for protecting local revenues and services.

Meet with legislators

One of the key roles you can play as a director and special district advocate is to meet with your legislators. Cultivating relationships with decision makers is essential; it is the most significant advocacy role you

DOWNLOAD CSDA'S GRASSROOTS ADVOCACY GUIDE.

can play as a special district official. Meetings can be as simple as stopping by your legislators local office to introduce yourself and the special district you represent, or even setting up a formal appointment to discuss issues that are facing your district and special districts in general.

Another possibility is to hold a breakfast or coffee event and invite the legislator and his or her staff to attend, or to take them on a tour of your facility. CSDA's Advocacy & Public Affairs Department can help districts set meetings with their legislators in the district or the Capitol. These are the most effective types of meetings.

Respond to Calls to Action

Throughout the legislative session, you may receive a "Call to Action" from various organizations, including CSDA. These Calls to Action typically pertain to a particular piece of legislation that will affect your district. It is imperative that you take a moment to review the information and take action! A visit, phone call, fax, email or letter to your legislator can make a huge difference on issues that could affect your district, and how it operates.

CSDA also regulary updates its Grassroots Action Center with the top legislative issues facing special districts, including tools that help districts take action such as sample letters. If your district is new to such efforts, CSDA offers members a Grassroots Advocacy Guide as well as sample policies for taking a position on legislation.

Get involved at the local and state levels

CSDA encourages all special district staff and directors to get involved in activities and events throughout the state. This includes participation in local special district chapters and LAFCo meetings, as well as statewide functions like CSDA's annual Special Districts Legislative Days. These are opportunities to learn and discuss the major issues of the year, as well participate in visits with legislators in the Capitol.

CSDA has a Grassroots Mobilization Survey, which asks board members and staff if they know a particular legislator, and how well they know that legislator. At specific points during the legislative session, respondents will be asked to make a phone call or two to that legislator to support a bill that promotes special districts or to oppose legislation that would harm districts. If you know a legislator, be sure to fill out the Grassroots Mobilization Survey.

Work together with cities, counties and other special districts

Much like the special district you represent, the cities, counties and other special districts near you play an integral role in your region. As a director, you should work to establish strong relationships and help to create an atmosphere that is conducive to sharing information and ideas with other local agencies.

Get to know other elected officials in your area. This will help you to better understand issues facing other local governments and can also assist in identifying issues that each agency may have in common. Partnering with cities, counties and other special districts on common issues can bring additional influence to a specific cause or legislative matter and result in benefiting each agency's constituents.

RESOURCES FOR BECOMING A SPECIAL DISTRICT ADVOCATE

California Special Districts Association (CSDA)
www.csda.net

League of California Cities
www.cacities.org

California State Association of Counties
www.counties.org

California Association of LAFCos
www.calafco.org

California State Senate
www.senate.ca.gov

California State Assembly
www.assembly.ca.gov

CALIFORNIA SPECIAL DISTRICTS ASSOCIATION

SERVING SPECIAL DISTRICTS

ENSURE YOUR DISTRICT IS A CURRENT MEMBER
by checking with your general manager or call 877-924-CSDA.

CALIFORNIA SPECIAL DISTRICTS ASSOCIATION

The California Special Districts Association (CSDA) is a 501(c)(6), not-for-profit association that was formed in 1969 to ensure the continued existence of local, independent special districts. For over 40 years, CSDA has been offering its members cost-efficient programs and representation at the State Capitol with a strong and diverse membership throughout California.

The association is governed by an 18-member Board of Directors elected by mail ballots. The Board consists of three directors from each of the six regions throughout California. Additionally, there are a number of committees and local chapters that provide input and guidance. **The CSDA standing committees include:**

AUDIT | EDUCATION | ELECTIONS/BYLAWS | FINANCE | FISCAL | LEGISLATIVE MEMBERSHIP AND RECRUITMENT

CSDA provides education and training, risk management and insurance coverages, industry-wide litigation, public relations support, legislative advocacy, capital improvement and equipment funding, collateral design services and, most importantly, current information that is crucial to a special districts management and operational effectiveness.

CSDA is the only statewide association representing all types of independent special districts. Membership in CSDA is a valuable district's investment in its future! Through membership, special districts take an active role in educating the general public, their constituents and legislators as to the important role that special districts play in California.

CSDA BENEFITS & SERVICES

The purpose of the California Special Districts Association (CSDA) is to provide special districts throughout the state with representation, advocacy, education and services that can positively affect their operations. While our governmental affairs program serves the interests of all special districts in the state regardless of their affiliation with CSDA, these efforts are only possible with the support of these same special districts. Get involved through membership!

Legislative and legal representation

Legislative advocacy: CSDA is the only voice in the Capitol that represents and fights for all California special districts, regardless of services provided. CSDA employs full time in-house lobbyists who review and monitor every bill introduced for its potential impact on California's special districts. Any bills requiring action are quickly brought to the attention of the CSDA Legislative Committee and Board of Directors in order to determine a position on each respective issue and then lobbied accordingly.

Litigation support: CSDA often involves itself in litigation, or pending legal cases, on behalf of its members, including testifying in court, filing amicus briefs and requests for publication, among others.

Competitive risk management/workers' compensation/health coverage and financing opportunities

Special District Risk Management Authority (SDRMA): Through CSDA membership, districts can access quality coverage through SDRMA which has been created and run by special districts for 20 years. Because SDRMA is not subject to the profit-driven policies of private corporations, they offer tailored, comprehensive coverage at a substantial savings to special districts.

CSDA Finance Corporation: Need help funding capital improvement or equipment projects? The CSDA Finance Corporation was designed specifically to help CSDA members enhance revenues and reduce costs associated with these projects through the use of innovative finance programs.

Critical and current information

CSDA *e-News*: an electronic newsletter sent directly to your email every week, which includes updates on key legislation, information on new education workshops and trainings, and other important news that affects CSDA members and special districts in general. Additionally, there are job listings and sponsorship opportunities for those entities looking for publicity.

California Special District magazine: CSDA's bimonthly magazine, *California Special District,* is read not only by members of other special districts, but

CALIFORNIA SPECIAL DISTRICTS ASSOCIATION

also by legislators and other decision-makers in the state. The articles highlight not only special district-specific topics, but also broader policy issues that affect the state, like infrastructure and governance.

CSDA website – the CSDA website's "Members Only" section houses tools and information useful to any and every special district and features, among other resources:

- A directory of your Senate and Assembly representatives and contact information;
- A list of bills important to special districts, CSDA's position on those bills and sample template letters for your district to use;
- Discounted pricing on publications at the online CSDA Bookstore;
- Reduced rates on classes and workshops by registering for an event through the Education Calendar;
- Links to additional resources related to special districts.

CSDA listserv: The email listserv provides a convenient way for CSDA members to discuss issues of importance with other special districts, share relevant information and get answers to questions from those most qualified to answer: people who have been through the same experiences.

Discount on publications: CSDA members receive significant savings on various guides, manuals and brochures offered through CSDA. Some of these include:

- A Local Official's Guide to Ethics Laws: This comprehensive guide, published by the Institute for Local Self Government and developed by a broad base of professionals from local agencies, is packed with useful information on the ethical "dos and don'ts" for elected or appointed public officials. Crucial areas covered include: public disclosure of personal economic interests, receipt of loans, gifts, travel payments and honoraria, conflicts of interest, campaign contributions and bias, having an interest in a contract, dual office holding and incompatible offices, and criminal misconduct in office. Each of your elected or appointed officials should have a copy of and read this document!

- California Independent Special Districts information brochure: This brochure, which is free of time-dated information to ensure a long shelf life, defines special districts, highlights the services they provide, outlines who runs them, and explains how they operate. This brochure serves as a great public information piece for your district constituents, local media representatives, and policymakers.

- Open & Public IV - A User's Guide to the Ralph M. Brown Act: "All meetings of the legislative body of a local agency shall be open and public, and all persons shall be permitted to attend any meeting of the legislative body of a local agency…" The main goal of this publication is to put the Ralph M. Brown Act in an easy to read format, so it can be readily understood by local officials, the public, and the news media. Topics covered in Open & Public IV include: meetings, legislative bodies/committees, notice and agenda, teleconferencing, rights of the public and when to legally hold closed sessions. It is imperative that all district representatives have a clear understanding of the current Brown Act to avoid violations of the law.

- Sample Policy Handbook: This handbook is an accumulation of policies written and edited by Harry Ehrlich, as well as the adapted policies of various districts throughout the state. Handbook contents include: general board policies, including adoption and amendment of policies; over 80 personnel policies such as sexual harassment, advancement of wages, benefits, educational assistance and remuneration; operational policies on accounting, budget preparation and more; board of director policies such as the role of officers, attendances and committee makeup; board meeting policies regarding such issues as setting agenda, conduct and minutes; facilities development policies including annexation and environmental review guidelines. For a complete list of the contents in this handbook, contact the CSDA office.

Additional member benefits

Free legal advice: Every CSDA member is entitled to one hour of free legal advice to assist in resolving any legal issue or question. The CSDA legal counsel has been representing special districts for 50 years and is well versed in helping special districts in a variety of areas.

ENSURE YOUR DISTRICT IS A CURRENT MEMBER
by checking with your general manager or call 877-924-CSDA.

Local chapters: Several counties in California have a local chapter. These chapters provide a local forum for the discussion, consideration and interchange of ideas concerning local issues and CSDA's purposes and direction. Not only do these local chapters advocate at the local level, they also help to inform the public of the benefits of local control, establishing a local communication network and carrying out programs of mutual benefit to member districts. Get involved locally!

Hardworking, dedicated staff: The staff at CSDA is fully motivated and working hard every day of the week to represent you and ensure your district's success. We are here for you!

Professional Development Opportunities

CSDA is dedicated to providing high-quality educational opportunities at a reasonable price. The workshops offered vary from extensive board member and governance training to legal issues and the development of policy and personnel manuals. Workshops are offered throughout the year and at special district office locations throughout California. We now offer a variety of webinars specifically designed for special districts. Webinars provide yet another avenue to stay current and receive continuing education on a variety of topics.

Special District Leadership Academy

One of the most significant and comprehensive training series a special district board member should participate in is the CSDA Leadership Academy. The Academy focuses on four areas that all board members should know in order to do their jobs effectively. These include:

1) Governance foundations
2) Setting direction/community leadership
3) The Board's role in human resources
4) The Board's role in finance

CSDA has developed this program and curriculum in conjunction with experts in governance as well as highly experienced special district officials and managers.

Annual Conference

The CSDA Annual Conference is an opportunity for special district employees, managers and board members to receive the latest information about special districts and the issues facing them, as well as attend workshops on the latest management techniques. The conference is also an outstanding place to visit with exhibitors and meet and network with your peers from other special districts throughout the state.

Special Districts Legislative Days (SDLD)

CSDA's SDLD is an annual two-day legislative conference in Sacramento. Special district leaders come to the state's capitol to exchange ideas with legislators and Capitol staff who are critical to the growth and survival of special districts and hear from key legislators and policy experts on topics that directly impact special districts. District representatives also get to know legislators, staff and policy experts in a casual setting at the legislative reception.

Special District Leadership Foundation (SDLF)

The SDLF is a collaborative effort of eight special district organizations dedicated to excellence in local government. SDLF has implemented the Special District Administrator Certification Program, which certifies those who succeed as one of the "best of the best" in their profession. The Foundation also has implemented a similar program for special district governing officials and has endorsed the CSDA Leadership Academy as its core governance training. Lastly, a program called Districts of Distinction showcases the best of the best in districts.

Open, Ethical Leadership: AB 1234 compliance

CSDA has worked in collaboration with highly respected law firms specializing in local governments to develop the content and curriculum for ethics training courses. Board members are required by law to take a two-hour ethics training course every two years and this workshop that CSDA offers satisfies this requirement. Remember—it's the law!

Networking Opportunities

CSDA's Annual Conferences, seminars and Special Districts Legislative Days provide unequaled opportunities to network with others in your chosen profession and discuss common problems, solutions and experiences.

A NEW
Approach for CSDA

CSDA is embarking on a new approach to take a more active and visible leadership role in advancing the cause of special districts.

One of the most significant goals of CSDA is to build support for special district issues by educating key decision-makers and the media about the value of special districts in providing essential services that voters want and need. By expanding our base of influence, we are raising the visibility and clout of special districts to make your voices heard.

CSDA is focusing more on the policy arena to strengthen special districts' voice and enhance your visibility in the State Capitol. CSDA has retitled the Legislative Department as the Advocacy and Public Affairs Department, and refocused the mission toward grassroots and public outreach in strategic coordination with traditional lobbying efforts.

CSDA is positioned, now more than ever, as a powerful advocate, key resource and referral network on issues that impact special districts. This new approach signals an opportunity for us to elevate the profile and influence of special districts and to provide CSDA with the firepower it needs to become a leading advocate and key resource on issues that impact special districts.

To get there, CSDA will continue to:

- Build support for special district issues by educating key decision-makers and the media about the value of special districts in providing essential services that voters want and need.
- Focus on common interests and help districts better serve their customers by placing a greater emphasis on top-notch education and training in advocacy, governance, administration, risk management and finance.
- Strengthen our connection and value to special districts by improving our communications channels, information sources and membership forums.
- Focus on the Special District Leadership Academy–the only curriculum endorsed by the Special District Leadership Foundation.

Grassroots mobilization

CSDA's effectiveness on legislative matters is directly linked to the level of participation of special districts and we need active engagement in our advocacy programs to establish a strong and lasting presence. This means being continually responsive to calls for action and cultivating relationships with your constituencies and key decision-makers on the state and local levels to build a strong coalition of support.

CSDA is committed to an effective grassroots mobilization effort. As a special district director, you may have relationships to state legislators that would be beneficial to the entire special district community in California. CSDA has a survey to find out who exactly you know in the Capitol so we can make that important connection when an important vote is needed to promote and protect special districts.

CSDA CORE BELIEFS

The CSDA Board of Directors believes that special districts are closest to the community and the most responsive form of local government in California.

The Board therefore believes that CSDA can and should:

- Be the leading and passionate voice for all special districts.
- Be aggressive and resolute in representing and advocating for the needs of all special districts.
- Strengthen support for special districts by educating the public, media and public policy makers on all levels on the value and function of special districts.
- Capitalize on the strengths of the diversity of special districts, fully representing all types and forms of districts.
- Be the premiere training provider for all special districts, striving for effective governance, leadership and administration.
- Provide a wide range of high-quality services and resources to member districts.

COMMUNICATING
WITH THE MEDIA

In your term as a special district director, you will undoubtedly be involved with some type of media contact. Whether it's a local newspaper, trade journal, television or radio station, independent journalist or being asked to participate in a news conference, it's imperative that you be prepared. These are a few general talking points that you can use to ensure that you have a consistent message and focused answers to tough questions.

Key Media Messages

Special districts are an integral part of the local government framework.

Special districts work hand-in-hand with cities and counties to fulfill all of California's public service needs.

Special districts are a form of local government. They are not cities; they are not counties; they are not school districts; they are not Mello-Roos districts; and they are not state government. Special districts are limited-purpose local governments providing only the services their constituents want and need.

Special districts fill voids in city and county services and heighten the level of services desired by their constituencies.

Special distrits can serve single or multiple functions and can serve small neighborhoods or large regions. They tailor their services to citizen demand.

Special districts are funded either through a share of local property tax revenue and/or fees generated from their constituents who vote to form them and hold them accountable for all that they do.

Special districts are special because they provide focused services that residents in their communities want, need and approve at the ballot box.

No special district can operate without the consent of voters deciding what services they want for their communities.

Nearly all of California residents rely on special districts for some form of service that is delivered to their homes, businesses and/or communities.

Everyday, millions of Californians are served by special districts. This includes the water that brews our coffee in the morning, the parks our children enjoy, the street lights and the fire trucks we depend on, an evening BBQ without mosquitoes, the books that enrich our knowledge—all thanks to special districts.

Special districts serve the public by delivering critical, life-saving fire and police protection, as well as essential healthcare services.

Special districts are closest to the communities they serve and therefore provide expedient and responsive services to customers.

Independent special districts are governed by their own boards of directors. They are elected by voters in their district or appointed to fixed terms by elected officials in their district who are accountable to their constituents.

Special district board members and trustees all take an ethics training course every two years to ensure what they do on a day-to-day basis is compliant with state law and to best serve their constituents.

Special districts only provide the services that their constituents want and need.

COMMUNICATING
WITH THE MEDIA

Special districts can link costs to benefits. That is, only those who benefit from special district services pay for them. Those who do not benefit do not pay.

Special districts are open, visible and accountable to their constituents.

Special districts are visible because their services are either used or seen almost everyday by their constituents.

As public agencies, special districts must comply with the Brown Act, which means meetings of their governing boards must be open and publicly announced.

Special districts cannot be formed without the consent of a majority of voters in their districts, and they cannot raise taxes without two-thirds support.

Special districts are accountable to voters and the customers who use their services. They must submit annual financial reports to the State Controller and also must follow state laws pertaining to public meetings, bonded debt, record keeping and elections.

Special districts do their jobs and do their jobs well. Like any public entity, not much is reported about them when customers are pleased and things are going well. It's typically when controversy arises like a rate hike or service reduction that they become more apparent. As the Little Hoover Commission agrees: "No news is good news. The vast majority of special districts are successful and clearly many are."

Special districts and the core services they provide will be devastated if the state continues to balance the books off the backs of local governments.

Special districts have lost $9 billion since the state began shifting local property tax revenue to offset its own debt and spending obligations as far back as 1992. Over $500 million was lost in 2012-2013, alone.

Property tax revenue losses are particularly difficult for independent special districts because, unlike cities and counties, property tax revenue is often the sole or primary source of funding for the provision of services.

Loss of additional local government revenue to the state presents a serious hardship for many independent special districts that can only be absorbed by program cuts and staff and service reductions.

It's unfair to ask residents of special districts to replace the property tax revenue taken by the state that they originally voted to go to special districts. This could result in double taxation on these residents just to restore the same services to their original level.

RESPONSES

to tough questions

Why are some special districts supported by property taxes, others by fees or both?

Special districts designated as "non-enterprise districts" are funded through a portion of property taxes. They don't lend themselves to fees because the services benefit the entire community and not just individual residents. About three-quarters of the state's special districts are non-enterprise districts. Some of them include libraries, police and fire protection, mosquito and vector control, and public cemeteries. Though non-enterprise districts rely overwhelmingly on property taxes for their operational expenses, certain services, such as a park district's pool, can generate a small amount of fee revenue.

Special districts that are designated as "enterprise districts" run more like a business enterprise and therefore charge customers "user fees" for specific services provided. For example: water rates for the amount of water consumed or room charges for patient hospital stays. Virtually all water, wastewater and healthcare districts are enterprise districts.

Both enterprise and non-enterprise districts can pursue bonds to pay for capital improvements—for instance, to pay for a new dam or library building. In such cases they must receive a two-thirds majority vote to issue general obligation bonds backed by property taxes.

While some enterprise districts are supported by both property taxes and user fees, the property tax revenue they receive is typically minimal and primarily used to pay for their bond debts and/or stabilize rates.

How are special districts staffed? Don't they have board members who are heavily compensated for doing very little?

The staffing of special districts is based on size and budget. Some rural districts operate only with volunteers or staff that is paid minimally. For others, the administration or staffing may require a larger commitment of resources. The budget allocated for the operational needs of the special district is approved by an elected board in a public meeting. Board member compensation is set in statute by the Legislature. Some districts have the statutory authority to adjust their board member compensation.

Can special districts tax a resident without his/her consent?

No. Proposition 13 limited property taxes to one percent of property value. Many special districts get a share of these revenues and if they require additional revenue, they must get the approval of voters by a two-thirds majority.

Once a special district is formed, how much is a resident taxed for the services received?

The individual is taxed based on a portion of what is reallocated to that special district from the total amount of property tax revenue collected for local government purposes.

If a special district wants more than what the original allocation provided, it can request "special taxes" but Prop 13 and state law require that special taxes be approved by a two-thirds majority vote. A general obligation bond that raises property taxes also requires two-thirds voter approval.

Special assessments are another way voters can pay for special district services. But unlike special taxes, property owners pay benefit assessments only for the projects or services that directly benefit their property such as sewers, parks and water systems. In such cases, the amount of the assessment must be directly related to the benefit received. Proposition 218 enacted in 1996 required local governments, including special districts, to get weighted ballot approval from property owners before they can levy benefit assessments.

Why do we have Mello-Roos districts and special districts funding our services? Doesn't that amount to double taxation?

Mello-Roos is just a funding mechanism. You cannot visit or see a Mello-Roos district. Special districts deliver services; Mello-Roos districts do not. California law allows many special districts along with cities and counties and schools to establish Mello-Roos districts to finance public works and public services. Local governments use Mello-Roos solely as a financing tool to provide the essential services their constituents want and need.

Wouldn't you say special districts are the worst form of fragmented government?

Special districts actually are the best real-world solution to meet the essential public service needs of citizens that are not already being met by cities and counties because of a lack of funding or infrastructure.

There are approximately 2,200 special districts compared to 480 cities and 58 counties. Why so many and why can't they be consolidated to save taxpayers money?

Numbers are arbitrary. What really matters is the quality of services and how well a special district responds to the customers it serves. Consolidation may work in some cases. In fact, CSDA and special districts are open to reorganization if it is deemed to be cost-effective, lead to increased efficiency and is supported by the constituents they serve.

RESPONSES
to tough questions

But when special districts merge into a larger district, they must serve a much larger area. And when that happens, they may become further removed from the neighborhood residents who originally created them. Consolidation, often, may end up costing customers more in the long run. First, costly studies must be conducted to determine if merging is even feasible or acceptable to voters. After that is done, the districts may find that they lack the infrastructure to consolidate if, for instance, existing sewer or water pipes cannot be connected or replaced to cover larger areas.

Aren't special districts seen as inefficient because of the abundance of services that seem to overlap or are duplicative?

While special districts may dot many local landscapes, they are the closest public agencies to the communities they serve and therefore are able to provide the most expedient and responsive services. Furthermore, because special districts focus on a single function or limited functions, they are able to focus their efforts, which leads to discipline and innovation.

Every county has a Local Agency Formation Commission (LAFCO) that ensures the services provided by special districts and other local agencies do not overlap. LAFCOs alos conduct Municipal Service Reviews on special districts every 5 years.

What is ERAF?

ERAF is the Education Revenue Augmentation Fund. During the recession of the early 1990s, the state took property taxes from special districts, cities and counties and shifted them into ERAF to offset its debt and spending obligations. That mandated property tax shift of precious local government revenue continues today despite the fiscal hardships it has caused local governments.

How much has been lost because of ERAF?

Since ERAF began in 1992, the state has shifted over $9 billion in local property tax revenue from special districts. Special districts lost another $500 million in 2012-2013, alone.

Why are multi-county districts exempted from ERAF?

Multi-county districts successfully fought to be exempted from ERAF as they and all local governments rightfully should. The state should not be raiding local governments for money designated and approved by voters for local government purposes. CSDA has joined with the League of California Cities and the California State Association of Counties (CSAC) in the Leave Our Community Assets Local (LOCAL) Coalition to stop further ERAF shifts.

If special districts are hurting for so much funding because of ERAF and Prop 13, why do some have such huge reserves?

Special districts, like cities and counties, need reserves to ensure they can respond to their constituents in the event of emergencies or disasters like flooding and earthquakes. Prudent reserves often are needed to accumulate the capital to pay for large public works projects. In addition, reserves provide a safety cushion in lean years, stabilizing consumers' rates.

CSDA has developed the Special District Reserve Guidelines, a comprehensive guide for accumulation and management of special district reserves. The report sets strict policy procedures and high standards for all independent special district members to follow in handling their fiduciary responsibilities.

Note: The Guidelines are available through CSDA at no cost to members.

What's to stop some special district administrators from using these reserves for high-priced junkets or for "official meetings" that turn out to be nothing more than free vacations?

Local accountability is key here. As the public agencies that are closest to the people they serve, special districts are directly accountable to their constituents. As such, their leaders will be held to answer to the voters who elected them or elected officials who appointed them for any actions that come into question.

How are special districts scrutinized? Who are they accountable to and how often must they undergo checks and balances?

Special districts are accountable to the voters who elect their boards of directors and the customers who use their services—just like city council members, boards of supervisors, and state and federal legislators. Special districts must submit annual financial reports to the California State Controller and also must follow state laws pertaining to public meetings, bonded debt, record keeping and elections.

As public agencies, special districts must comply with the Brown Act. Meetings must be open and public. Special districts cannot form, their rates cannot increase nor can their governing boards be elected without the consent of a majority of voters in their district.

IN SUMMARY

In summary, being a special district board member/trustee is an important job and one that should be taken seriously. Clearly, the position requires that elected or appointed officials wear numerous hats and be knowledgeable in a wide range of areas. The California Special Districts Association (CSDA) has developed this handbook to provide board members/trustees with some of the core information that is needed to be an effective and productive official within a special district. CSDA encourages officials to do further research, use the resources referenced throughout the handbook, participate in continuing education opportunities and seek the expertise of legal counsel where appropriate.

Most importantly, use CSDA as the first resource on special district issues. We welcome any feedback on this handbook or how CSDA can better serve special districts in California. 877-924-2732.

" The most remarkable thing about our country is that; ordinary citizens control almost every major institution, public and private ... Does this make sense? What it makes is a democracy. We, the people, govern ourselves."

Henry N. Brickell, Regina H. Paul in Time for Curriculum

California Special Districts Association
Districts Stronger Together

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Draft Policy Listing

POLICY #	POLICY TITLE	Board (0 = no writen policy to 5 = complete)	Administrative (0 = no known policy to 5 = complete)	Priority (h = high, m = medium, l = low)	Reference
SERIES 1000 -- GENERAL					
1000	Purpose of Board Policies	0	-	h	
1010	Adoption/Amendment of Policies	0	-	h	
1020	Conflict of Interest	4	-	l	Political Reform Act
1030	Public Complaints	0	-	l	
1040	Claims Procedure	2		l	Res 2007-09
1050	Copying Public Documents	0		h	Public Records Act
1060	Policy Complaints	0		m	
SERIES 2000 -- PERSONNEL					
2000	Executive Officer	3	-	m	GM Employment Agreement
2010	Hours of Work and Overtime	-	4	m	Employee Manual
2020	Vacation	-	4	m	Employee Manual
2030	Holidays	-	4	m	Employee Manual
2040	Sick Leave	-	4	m	Employee Manual
2045	Family and Medical Leave	-	4	m	Employee Manual
2050	Bereavement Leave	-	4	m	Employee Manual
2060	Jury Duty	-	4	m	Employee Manual
2070	Continuity				
2080	Employee Status	-	4	m	Employee Manual
2090	Uniforms and Protective Clothing	-	4	m	Benefit Statement
2100	Vehicle Cost Reimbursement	-	4	m	Employee Manual
2110	Health and Welfare Benefits	-	4	m	Benefit Statement
2115	Volunteer Workers' Compensation Insurance	-			
2120	Educational Assistance	-	4	m	Benefit Statement
2130	Pay Periods	-	4	m	Employee Manual
2140	Advancement of Wages	-	4	m	Employee Manual
2150	Compensation	-	4	m	Employee Manual
2155	Guidelines on Accepting and Providing Gifts, Entertainment, and Services	2	2	m	Political Reform Act
2160	Authorized Leave of Absence	-	0	m	
2165	Unauthorized Voluntary Absence	-	0	m	
2170	Performance Evaluation	-	0	h	
2180	Grievance Procedure	-			
2190	Drug and Alcohol Abuse	-	4	m	Employee Manual
2192	Substance Abuse (in conformance with DOT Guidelines)	-	4	m	Employee Manual
2195	Use of Tobacco Products Within the District				
2197	Smoke-free Workplace				
2200	Pre-Employment Physical Examination	-	4	m	Employee Manual
2210	Sexual Harassment	-	4	m	Employee Manual
2215	Harassment	-	4	m	Employee Manual
2220	Affirmative Action	-	4	m	Employee Manual
2225	Equal Opportunity	-	4	m	Employee Manual
2230	Nepotism	-	0	m	
2240	Outside Employment		0	l	
2250	Separation from District Employment		0	l	
2251	Confidentiality Regarding Resignations		0	l	
2255	Letters of Recommendation	-	3	m	Employee Manual
2260	Disciplinary Action	-	4	m	Employee Manual
2270	Internet, E-mail, and Electronics Communication Ethics, Usage and Security	-	4	m	Employee Manual
2280	Employee Usage of Tools and Equipment	-	4	m	Employee Manual
2290	District Vehicle Usage	-	4	m	Employee Manual
2295	Driver Training and Record Review	-	4	m	Employee Manual
2300	Job Description	-	0	l	

POLICY #	POLICY TITLE	Board (0 = no writen policy to 5 = complete)	Administrative (0 = no known policy to 5 = complete)	Priority (h = high, m = medium, l = low)	Reference
SERIES 3000 -- OPERATIONS					
3010	Illness and Injury Prevention Program	-	4	l	IIP Plan Document
3020	Budget Preparation	0		m	
3030	Fixed Asset Accounting Control		3	l	Finance Dept Procedures
3035	Investment of District Funds	4		l	Resolution 2013-05
3037	Customer Payment Arrangements		3	l	Finance Dept Procedures
3040	Expense Authorization		2	h	Finance Dept Procedures
3042	Employment of Outside Contractors and Consultants	3		m	Resolution 2008-20
3050	Easement Abandonment	0		l	
3060	Easement Acceptance	4		l	Resolution 2007-33
3070	Encroachment Permits	4		l	Resolution 04-18
3080	Purchasing		2	h	Finance Dept Procedures
3085	Surplus Property	3		m	Resolution 2008-20
3090	Records Retention	4		m	Resolution 2011-03
3100	Insurance Coverage	0		m	
SERIES 4000 -- BOARD OF DIRECTORS					
4010	Code of Ethics	3		h	AB 1234
4015	Voluntary Candidate Expenditure Ceiling	n/a			
4020	Attendance at Meetings				
4030	Remuneration and Reimbursement	4		l	Ordinance 2012-02
4035	Directors' Health Insurance	3		m	Resolution 01-19
4040	Board President	3		h	Enabling Act
4050	Members of the Board of Directors	3		h	Enabling Act
4060	Committees of the Board of Directors	4		l	Resolution 2012-13
4070	Basis of Authority				
4080	Membership in Associations		4	m	Employee Manual
4090	Training, Education and Conferences	4		m	Resolution 2007-13
SERIES 5000 -- BOARD MEETINGS					
5010	Board Meetings	2		m	Brown Act
5020	Board Meeting Agenda	2		m	Brown Act
5030	Board Meeting Conduct				
5040	Board Actions and Decisions				
5050	Review of Administrative Decisions				
5060	Minutes of Board Meetings				
5070	Rules of Order for Board and Committee Meetings				
SERIES 6000 -- FACILITIES DEVELOPMENT					
6010	Development Improvement Standards	3		l	Resolution 05-04
6020	Environmental Review Guidelines	3		l	Resolution 00-1
6030	Annexation Procedures	4		l	Enabling Act
6040	Project Approval				
6050	Development Agreements				

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Agenda Item No. 9

Agenda Report

DATE: March 17, 2015

TO: The Mayor and City Council

FROM: Greg Stepanicich, City Attorney

SUBJECT: Resolution of the City Council Approving an Amended Code of Conduct and Fairfield City Council Process Agreements

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RECOMMENDED ACTION

Adopt resolution.

STATEMENT OF ISSUE

At the 2015 Annual City Council Workshop, the Council reviewed the Code of Conduct it adopted in 2006 and the Fairfield City Council Process Agreements it adopted in 2009. The Council directed that the Code of Conduct and Process Agreements be updated with revisions it directed to be made to these documents for adoption at a regular meeting.

DISCUSSION

The City Council on June 6, 2006, adopted Resolution No. 2006-126, which approved a Code of Conduct for the City Council and the City Commissions established by the Council. The purpose of this Code was to assure public confidence in the integrity of local government and its effective and fair operation. The Code established standards for how the Council conducts its meetings, makes decisions, and interacts with staff and the public. Many cities in California have adopted similar codes.

At the 2009 Annual City Council Workshop, the City Council adopted the Fairfield City Council Process Agreements. This document addressed specific Council processes, such as the manner in which items may be placed on an agenda, study session guidelines, staff time spent on individual Council inquiries, the relationship of the Council to the staff, and ground rules and principles for Councilmember conduct at Council meetings and study sessions.

DATE: March 17, 2015
SUBJECT: Resolution of the City Council Approving an Amended Code of Conduct and Fairfield City Council Process Agreements

Neither of the above two documents have been updated nor revised since their adoption. At the 2015 Annual City Council Workshop, the Council reviewed both the Code of Conduct and Fairfield City Council Process Agreements. The Council directed that the changes described below be made to these two documents.

The proposed amended Code of Conduct has two changes. The first change states that the members of the Council and Commissions shall report any gifts they receive as may be required by the Political Reform Act. The second change deletes the compliance and enforcement section set forth in Section 18 of the current Code. Regarding Councilmember behavior, the consensus was that the voters were the ultimate authority for judging the conduct of Councilmembers. However, independently of the Code of Conduct, the Council may criticize or censure inappropriate Councilmember behavior. Also, the Council has existing legal authority separate from the Code of Conduct to remove commissioners from Commissions.

The proposed amended Fairfield City Council Process Agreements contains the following changes:

1. Presentations may be put on an agenda with the concurrence of either the city manager or mayor. Currently, both the city manager and mayor must approve any presentations.
2. The Code words for managing the pace of meetings have been deleted. These have never been used and the length of meetings in recent years has been much more efficient than was the case a number of years ago.
3. The limitation on follow-up questions by Councilmembers has been deleted. It was agreed that the mayor has the power to control excessive questioning if that occurs.
4. The directive that the mayor directs inquiries by members of the public during public comment to staff has been deleted. It was agreed that there are cases where brief responses can be appropriately made to the member of the public asking a question at the meeting consistent with Brown Act limitations.

FINANCIAL IMPACT
None

PUBLIC CONTACT/ADVISORY BODY RECOMMENDATION
Not applicable.

DATE: March 17, 2015
SUBJECT: Resolution of the City Council Approving an Amended Code of Conduct and Fairfield City Council Process Agreements

ALTERNATIVE ACTION

The Council may decide to not adopt the resolution or direct that additional or different revisions be made to the Code of Conduct and the Fairfield City Council Process Agreements.

DOCUMENTS ATTACHED

Attachment 1: Proposed Resolution with attached Amended Code of Conduct and Fairfield City Council Process Agreements
Attachment 2: Redline Version of Fairfield City Council Process Agreements

STAFF CONTACT

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Coordinated with: City Manager

ATTACHMENT 1

CITY OF FAIRFIELD

RESOLUTION NO. 2015-46

A RESOLUTION OF THE CITY COUNCIL APPROVING AN AMENDED CODE OF CONDUCT AND FAIRFIELD CITY COUNCIL PROCESS AGREEMENTS

WHEREAS, on June 6, 2006, the City Council adopted Resolution No. 2006-126 approving a Code of Conduct for the City Council and the City's Commissions; and

WHEREAS, at its January 2009 Annual Council Workshop, the Council adopted the Fairfield City Council Process Agreements establishing ground rules for the conduct of Council business; and

WHEREAS, at its February 2015 Annual Council Workshop, the Council reviewed the Code of Conduct and Fairfield City Council Process Agreements and directed that these two documents be updated with amendments directed by the Council.

NOW, THEREFORE, THE COUNCIL OF THE CITY OF FAIRFIELD HEREBY RESOLVES:

Section 1. The Code of Conduct is hereby amended and approved as set forth in Attachment A to this resolution.

Section 2. The Fairfield City Council Process Agreements is hereby amended and approved as set forth in Attachment B to this resolution.

PASSED AND ADOPTED this 17th day of March, 2015, by the following vote:

AYES: COUNCILMEMBERS: _____

NOES: COUNCILMEMBERS: _____

ABSENT: COUNCILMEMBERS: _____

ABSTAIN: COUNCILMEMBERS: _____

_____
MAYOR

ATTEST:

_____
CITY CLERK

ATTACHMENT A

CITY OF FAIRFIELD

CODE OF CONDUCT

for members of City Council and Commissions

(As Amended on March 17, 2015)

Preamble

The residents and businesses of Fairfield are entitled to have fair, ethical and accountable local government, which has earned the public's full confidence for integrity. The effective functioning of democratic government therefore requires that:

- Public officials, both elected and appointed, comply with both the letter and spirit of the laws and policies affecting the operations of government;
- Public officials be independent, impartial and fair in their judgment and actions;
- Public office be used for the public good, not for personal gain; and
- Public deliberations and processes be conducted openly, unless legally confidential, in an atmosphere of respect and civility.

To this end, the Fairfield City Council has adopted a Code of Conduct for members [1] of the City Council and the City's commissions to assure public confidence in the integrity of local government and its effective and fair operation.

[1] For ease of reference in the Code of Conduct, the term "member" refers to any member of the Fairfield City Council or any of the City's commissions established by the City Council.

1. Act in the Public Interest

Recognizing that stewardship of the public interest must be their primary concern, members will work for the common good of the people of Fairfield and not for any private or personal interest, and they will assure fair and equal treatment of all persons, claims and transactions coming before the City Council and the City's commissions.

2. Comply with the Law

Members shall comply with the laws of the federal government, the State of California and the City of Fairfield in the performance of their public duties. These laws include, but are not limited to: the United States and California constitutions; the City Code; laws pertaining to conflicts of interest, election campaigns, financial disclosures, employer responsibilities, and open processes of government; and City ordinances and policies.

3. Conduct of Members

The professional and personal conduct of members must be above reproach and avoid even the appearance of impropriety. Members shall refrain from abusive conduct, personal charges or verbal attacks upon the character or motives of other members of the Council and commissions, the staff or the public.

4. Respect for Process

Members shall perform their duties in accordance with the processes and rules of order established by the City Council and commissions governing the deliberation of public policy issues, the involvement of the public, and the implementation of policy decisions of the City Council by City staff.

5. Conduct of Public Meetings

Members shall prepare themselves for public issues; listen courteously and attentively to all public discussions before the body; and focus on the business at hand. They shall refrain from interrupting other speakers; making personal comments not germane to the business of the body; or otherwise interfering with the orderly conduct of meetings.

6. Decisions Based on Merit

Members shall base their decisions on the merits and substance of the matter at hand, rather than on unrelated considerations.

7. Communication

Members shall publicly share substantive information that is relevant to a matter under consideration by the Council or commissions, which they may have received from sources outside of the public decision-making process.

8. Conflict of Interest

In order to assure their independence and impartiality on behalf of the common good, members shall not use their official positions to influence government decisions in which they have a material financial interest, or where they have an organizational responsibility or personal relationship, which may give the appearance of a conflict of interest.

9. Gifts

Members shall report all gifts received as may be required by the Political Reform Act and its implementing regulations.

10. Confidential Information

Members shall respect the confidentiality of information concerning the property, personnel or affairs of the City. They shall neither disclose confidential information without proper legal authorization, nor use such information to advance their personal, financial or other private interest.

11. Use of Public Resources

Members shall not use public resources not available to the public in general, such as City staff time, equipment, supplies or facilities, for private gain or personal purposes.

12. Representation of Private Interests

In keeping with their role as stewards of the public interest, members of the Council shall not appear on behalf of the private interests of third parties before the Council or any commissions or proceedings of the City, nor shall members of commissions appear before their own bodies or before the Council on behalf of the private interests of third parties on matters related to the areas of service of their bodies.

13. Advocacy

Members shall represent the official policies or positions of the City Council or commissions to the best of their ability when designated as delegates for their purpose. When presenting their individual opinions and positions, members shall explicitly state they do not represent their body or the City of Fairfield, nor will they allow the inference that they do.

14. Policy Role of Members

Members shall respect and adhere to the council-manager structure of city government as provided by state law and the City Code. In this structure, the City Council determines the policies of the City with the advice, information and analysis provided by the public, commissions, and City staff.

Members therefore shall not interfere with the administrative functions of the City or the professional duties of City staff; nor shall they impair the ability of staff to implement Council policy decisions.

15. Independence of Boards and Commissions

Because of the value of the independent advice of commissions to the public decision-making process, members of Council shall refrain from using their position to unduly influence the deliberations or outcomes of commission proceedings.

16. Positive Work Place Environment

Members shall support the maintenance of a positive and constructive work place environment for City employees and for residents and businesses dealing with the City. Members shall recognize their special role in dealings with City employees to in no way create the perception of inappropriate direction to staff.

17. Implementation

As an expression of the standards of conduct for members expected by the City, this Code of Conduct is intended to be self-enforcing. It therefore becomes most effective when members are thoroughly familiar with it and embrace its provisions.

For this reason, ethical standards shall be included in the regular orientations for candidates for City Council, applicants to commissions, and newly elected and appointed officials. Members entering office shall sign a statement affirming that they read and understand the City of Fairfield Code of Conduct.

Fairfield City Council Process Agreements
(As Amended on March 17, 2015)

1. Review Process for Putting Agenda Together as It Relates to Position of Items

Agreement:
Controversial issues will be placed early in evening and noticed. Retain old business and then new business in agenda sequence. Currently have flexibility/latitude on council agenda to move items before other items. The goal is to move up items on the agenda that will attract large numbers of the public as soon as it is known there will be large number of people attending the meeting. Suggestion: Have a disclaimer on the agenda reading: "Depending on public interest, items may be moved forward in the agenda."

Level of Agreement: All councilmembers concurred with this agreement.

2. Process for Adding an Item to City Council Agenda

Agreement:
If a councilmember wishes to add an item to the agenda of an upcoming council meeting, the member needs to go to the mayor to seek his/her concurrence for it to be added. If the mayor does not agree, then, at the next regular council meeting, the councilmember can bring up the request and seek one other member of the council to agree. If a second member agrees, then the item is listed on the agenda for the following council meeting.

Level of Agreement: All councilmembers concurred with this agreement.

3. Recognition and Presentations

Agreement:
Presentations are put on the agenda with concurrence of the city manager or mayor. It is difficult to set a firm rule that will cover all situations. Mayor and city manager will use their best judgment on scheduling presentations and recognitions. Time limits shall normally be 5 to 10 minutes (made clear to all parties for presentations during council meetings). Presentations may be extended by special circumstances as needed. Exceptions can be made at city manager or mayor's discretion.

Level of Agreement: All councilmembers concurred with this agreement.

4. Study Session Process

Agreement
The purpose of study sessions is to educate and inform the council on particular city issues and to encourage councilmembers to ask wide-ranging questions. The study session is the opportunity for the council to come together to discuss city issues among themselves. Study sessions have a different format than a council meeting.

a. Staff will come to council in open session under the city manager's report prior to a scheduled study session to get council direction on the study session to be held. Staff will come to the open session with the list of topics for the study session for council review.

b. Councilmember deadline for submitting questions to be answered prior to the study session is 8:00AM Thursday prior to Tuesday study sessions. Questions received after the deadline will be answered at the study session. Councilmembers expressed a desire to receive information in a timely manner. This process and timeline will be monitored and discussed at future council meetings.

c. Staff will respond to questions via e-mail by the end of business Friday. Early questions give staff more time to respond. Background material must be manageable for all to have time to read.

d. Councilmembers including the mayor can excuse themselves after 9:00PM; however, those who wish to continue may do so. Extensions after 9:00PM require a decision by the council to extend the session. This normally would be in 30-minute time blocks. Study sessions will end when there is no longer a quorum of the council or those present are not willing to extend the session.

e. Time will be devoted at study sessions to discuss questions and issues. In some cases, the council may request a more detailed staff report. Normally, executive summary style of staff reporting will be used.

Two kinds of study sessions:
• Creates a chance for councilmembers to interact and have expanded dialog among each other. This allows open, free-wheeling dialog, as well as allowing councilmembers to ask questions among themselves. Councilmembers commit to coming to this type of study session prepared. Brief or no staff presentation in this type of study session.

• Provides an opportunity to educate constituents on an issue. Most likely the staff presentation would be longer for this type of study session. One example is budget presentation. Budget study sessions will be televised on Channel 26. Topics for study sessions will be chosen by the council. In addition, the council will regularly schedule a session to review progress on longer term on-going projects.

Level of Agreement: All councilmembers concurred with this agreement.

5. Amount of Staff Time and Resources Spent on Individual Councilmember Inquiries Before Requiring Council Concurrence

Agreement:
Ranking of priorities:
a. Constituent: priority to get an answer right away.

b. Small/simple question: OK to go ahead (city manager and city attorney alert council if it will take a significant amount of research.

c. If significant work involved, there must be 2 votes to put it on the agenda for discussion and 3 votes to approve the work to be done.

On those occasions when a councilmember asks for information or research that costs a significant amount of money or takes a great deal of staff time, the city manager will first give the councilmember a brief summary reply of the issue and let the council know that any further information would likely take significant amounts of time, resources, and dollars and will need to be brought to the council as a whole. The council agreed to support the city manager in making these decisions and to review the effectiveness of this agreement and process periodically. When a councilmember does need to talk to a staff member to answer questions or provide information that does not require significant amounts of research the council understands that they will direct this question or concern to the department head of city manager first. Councilmembers understand that staff members need not interrupt their normal duties to respond to council requests unless the councilmember indicates it is an emergency.

If is further agreed that information requested by one councilmember will be shared with all councilmembers.

Level of Agreement: All councilmembers concurred with this agreement.

6. Chain of Command

Agreement:
Relationship of city council and staff: It is important to stay with the chain of command. City councilmembers should work through city manager and city attorney. Council is welcome to have contact with any city employee, but requests for information should go through the city manager and or executive management team.

Council agrees to stay within the chain of command. All councilmembers are free to speak with anyone within the organization as long as not directing them. Keep the city manager informed of contacts made.

Level of Agreement: All councilmembers concurred with this agreement.

7. Public Relations

Agreement:
a. Council is comfortable with current manner in which the mayor handles routine contacts with media regarding city business.

b. Mayor will serve as the general spokesperson for the city.

c. When council has not taken a position on an issue, neither the mayor nor any member of the council will speak on behalf of the council. In these situations, the mayor or councilmember will use a phrases like, "Council has not taken an official position. Personally this is what I think..."

d. Councilmembers should not second-guess the city manager and staff. Staff can e-mail councilmembers on hot issues coming up but councilmembers should not confer with each other on the hot issue outside of council meetings.

e. The council will develop a tool for more specific direction to council subcommittees and commission subcommittees. See attached form for reference.

Level of Agreement: All councilmembers concurred with this agreement.

8. Placing Articles on Controversial Issues in Observer, Channel 26, and the City Website

Agreement:
a. Articles are to be impartial.

b. Placement of political issues requires a council decision.

c. If the political piece is approved, staff needs to produce it without city council input.

d. Items need to be reviewed by the city attorney's office for impartiality in accordance with state law.

Level of Agreement: All councilmembers concurred with this agreement.

9. Councilmembers Receiving Same Information

Agreement:
All councilmembers will receive the same information.

Level of Agreement: All councilmembers concurred with this agreement.

10. Ground Rules and Principles for City Councilmember Conduct at Council Meetings or Study Sessions

Agreement:
Ground rules and principles

DO AVOID

- Everyone has the right to be heard respectfully.
- Avoid wording or phrasing that tends to "shut members down" by characterizing them personally in a negative way or characterizing their ideas in a way that becomes personal.
- Avoid personal attack and language that is demeaning.
- Focus on the issue not the person. It is acceptable for the council to question issues, decisions, projects, and process but to not personalize this with regard to staff members in public session.
- Use phrases such as "I see it differently". "My understanding is..." Avoid seeking to make the other person wrong or demeaning them. "You are wrong to believe..."

DO

- Be careful how you say what you say and be aware of physical clues, body language. Avoid being too thin-skinned.
- Listen fully without interrupting.
- Avoid correcting others behavior in public settings, especially in two areas – relevance of comments to the topic and length of comments – this is the prerogative of the mayor/chair of the meeting.
- Let the mayor balance the tension between moving on in order to get through issues; AND creating the opportunity for members to explore the issue as needed to reach a decision.
- Allow the mayor to run the meeting. Councilmembers to direct their process concerns to the mayor for action.
- Avoid people moving beyond their roles or taking over the mayor's role.
- Avoid pointing out ground rules to others and overlooking ground rules when topic is particularly important to you.
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- Council agrees to have the mayor call for a recess when a situation is volatile.
- At public meetings, council should praise in public and criticize in private.

Level of Agreement: All councilmembers concurred with this agreement.

11. Council Appointments

Agreements:
When a councilmember cannot attend a meeting of a committee, they will call their alternate in advance. Councilmembers also agreed to periodically report back to the full

council on their committee assignments. Councilmembers are welcome to attend committees on which they are not the designated representative or alternate as an observer (As a courtesy, try to notify representatives if possible). If 3 or more councilmembers are present at any of these meetings, the non-representative councilmembers must not participate in the meeting.

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Level of Agreement: All councilmembers concurred with this agreement.

~~**4. Managing the Pace of Council Meetings Agreement**~~

~~**Agreement:**~~
~~OK to have dialog on selected issues as warranted. Members may call for "expanded dialogue" as an understood phrase. At this point, the mayor will set a time limit on the expanded dialogue.~~

~~Level of Agreement: All councilmembers concurred with this agreement.~~

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Level of Agreement: All councilmembers concurred with this agreement.

~~6. Questions and Follow Up Questions During Council Meetings~~

~~**Agreement:**~~
~~Generally one question and one follow up with permission to ask for addition follow up questions are permitted. Another option is for a councilmember to request a certain amount of time (generally no more than 5 minutes) to pursue a series of questions. These guidelines may be varied at the discretion of the mayor. If the issue involves an appeal by a member of the public, on a case by case basis, the mayor and council may allow the appellant additional time to state his/her position.~~

~~Level of Agreement: All councilmembers concurred with this agreement.~~

7. Amount of Staff Time and Resources Spent on Individual Councilmember Inquiries Before Requiring Council Concurrence

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- Focus on the issue not the person. It is acceptable for the council to question issues, decisions, projects, and process but to not personalize this with regard to staff members in public session.
- Use phrases such as "I see it differently". "My understanding is..." Avoid seeking to make the other person wrong or demeaning them. "You are wrong to believe..."

DO

- Be careful how you say what you say and be aware of physical clues, body language. Avoid being too thin-skinned.
- Listen fully without interrupting.
- Avoid correcting others behavior in public settings, especially in two areas – relevance of comments to the topic and length of comments – this is the prerogative of the mayor/chair of the meeting.
- Let the mayor balance the tension between moving on in order to get through issues; AND creating the opportunity for members to explore the issue as needed to reach a decision.
- Allow the mayor to run the meeting. Councilmembers to direct their process concerns to the mayor for action.
- ~~Have a "code phrases" or process for "expanded dialogue" with a time limit – Mayor in control of process.~~
- Avoid people moving beyond their roles or taking over the mayor's role.
- Avoid pointing out ground rules to others and overlooking ground rules when topic

is particularly important to you.

- ~~Use "code phrases" for process and ground rules that councilmembers abide by.~~
-

- Council agrees to have the mayor call for a recess when a situation is volatile.

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- ~~If there are citizen inquiries to council during public comment, the mayor will direct the questions to staff to be handled outside of the meeting.~~

- At public meetings, council should praise in public and criticize in private.

Level of Agreement: All councilmembers concurred with this agreement.

~~**13. List of Code Phrases**~~

~~**Agreements:**~~
~~The council agreed to develop additional coded words as needed. Current list:~~
~~"Expanded dialogue"~~
~~"Can we move on?"~~

~~Level of Agreement: All councilmembers concurred with this agreement.~~

14. Council Appointments

Agreements:
When a councilmember cannot attend a meeting of a committee, they will call their alternate in advance. Councilmembers also agreed to periodically report back to the full council on their committee assignments. Councilmembers are welcome to attend committees on which they are not the designated representative or alternate as an observer (As a courtesy, try to notify representatives if possible). If 3 or more councilmembers are present at any of these meetings, the non-representative councilmembers must not participate in the meeting.

Level of Agreement: All councilmembers concurred with this agreement.

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BOARD GUIDELINES

Dublin San Ramon Services District

Water, wastewater, recycled water

Guidelines for Conducting Dublin San Ramon Services District Business

Third Edition
Revised July 2014

The purpose of these guidelines is to provide directors with information that will assist them in carrying out their duties and responsibilities as elected public officials of the Dublin San Ramon Services District, and assist the public in understanding how the district's Board of directors conducts its business.

First Edition 2005
Second Edition 2009
Third Edition 2014
Created by Executive Services Division
Designed, edited, and produced by Public Information Division

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CHAPTER 1

Introduction

These *Guidelines for Conducting Board Business* (hereafter, "Guidelines") describe the methods, means, customs, and practices that the board of directors (hereafter referred to as the "board") employs in exercising its authority, complying with various legal requirements, working with the public and Dublin San Ramon Services District (hereafter referred to as the "district") staff, and otherwise conducting the district's business.

The board is the legislative body that governs the district, sets the district's policies, hires its general manager, appoints district officers, and is ultimately responsible and accountable to the people of the district. It exercises these powers pursuant to the Community Services District Law (*California Government Code*, section 61000 et seq.).

No individual member of the board has any individual authority, since only the board as a whole can exercise authority. Using authority provided in the Community Services District Law or delegated by the board, the general manager is responsible for running the day-to-day business of the district and is accountable to the board.

The roles, responsibilities, duties, and authority of the board and individual directors are explained more fully in the various sections of these Guidelines.

CHAPTER 2

Director Roles and Duties

A successful director clearly understands the role of the board of directors as a whole, as well as his or her role as an individual director.

DIRECTOR ROLES AND DUTIES – AS A BODY AND INDIVIDUALS

Board of Directors

The board of directors is the legislative body that holds governing authority for the district and its roles and responsibilities are as follows:

- Establish policies, procedures, and regulations for district operations.
- Establish and oversee the district's finances and its budgets, programs, and performance.
- Provide the resources needed by management and staff to carry out district policy.
- Determine the mission of the district.
- Approve and ensure the implementation of the district's strategic plan and vision.
- Appoint and evaluate the general manager, general counsel, treasurer, and district secretary (appointments and evaluations of the latter two positions are limited to the statutory duties prescribed by law for those offices).

Individual Directors

Apart from his/her normal function as a part of the board of directors, each individual director's roles and responsibilities are as follows:
Function only as one member of the board.

- Have no individual authority (other than ceremonial duties of the president and vice president of the board as described elsewhere).
- May not commit, nor represent that they can commit, the district to any policy, act, or expenditure.
- Support decisions made by the board.

Traits of Effective Directors

Directors most effectively represent the district when they do the following:

- Represent all constituents of the district, considering the viewpoints of everyone as they conduct the district's business.
- Attend all board meetings and meetings of committees to which they are appointed; if a director cannot attend, he/she should follow the process outlined in *Chapter 6–Preparation for Committee Meetings* and notify the board president (or the other committee member for committee meetings) and the general manager as soon as possible.
- Are decisive, making and accepting a decision and moving on.
- Consider and set short-term and long-term policy.
- Support district policy, once decided.
- Ask the general manager routine or clarifying questions ahead of the board or committee meeting to avoid surprises and allow time for staff to prepare helpful answers.
- Ask the general manager for supplemental information in advance of a board or committee meeting to avoid potential Brown Act conflicts.
- Let staff administer and manage the district, provided that such actions are consistent with the policies set by the board.
- Read board and committee agenda packets and prepare for all meetings.
- Are a positive public face of the district.
- Are inquisitive.
- Are courageous about difficult decisions.
- Clearly communicate their positions and reasoning and do not leave colleagues and staff guessing.
- Think big picture.
- Manage conflict carefully and use civil discourse.
- Stay focused and efficient, using words carefully and concisely.
- Are creative about solving problems.
- Express optimism and open-mindedness.
- Offer respect and consideration to each other, staff, guests from other agencies, and the public.
- Work as a team.
- Are timely with attendance and communications.
- Remain policy oriented and avoid focusing overly on operational details.

CHAPTER 3

President and Vice President Roles and Duties

Generally, at the first board meeting in December, the board of directors selects directors for the offices of board president and vice president. District policy is that these positions rotate among members of the board. The board has adopted a separate policy regarding the annual election and rotation of board officers.

PRESIDENT AND VICE PRESIDENT ROLES AND DUTIES

Board President

The president has no additional powers beyond those of any other director. The following are the roles and responsibilities of the board president:

- Serve as presiding officer at board meetings that the president attends (if the president's attendance is via teleconference logistically it is better to allow the vice president to preside because that director is physically present at the board meeting).
- Maintain proper conduct of board meetings:
  - Run effective and efficient meetings, including but not limited to ensuring appropriate opportunities for public participation and managing the time.
  - Keep the board focused on the discussion at hand and true to its proper role and responsibility.
  - Avoid diversions from the agenda or disruptions in the conduct of district business.
  - Maintain proper and appropriate parliamentary procedure and agenda management (e.g. ensure that actions are taken with proper motions and seconds).
  - Acknowledge and diplomatically facilitate appropriate public participation in the activities of the board.
  - When necessary and appropriate, call a special board meeting.
- Vote, discuss, and make motions the same as other members of the board; however, the president will only rarely make motions and second motions.
- Allow other directors to complete their comments on an item before offering his/her own.
- Keep the meeting discussions focused on properly noticed agenda items and steadfastly move the board toward making decisions.
- Sign various board-approved documents on behalf of the board.

- Propose for board approval standing and ad-hoc committees considering the policy and business needs of the district (see guidelines below).
- Propose the membership of each committee, including two regular members and one alternate for each committee, subject to approval by the board.
- Act as official head of the district for ceremonial purposes.
- Serve as the primary interface for the board with the members of the media—though other directors may be contacted by the press and may also discuss matters with them (when contacted by the media, a director should inform the general manager).

Vice President

The vice president performs all duties of the president in the event of the president's absence.

GUIDELINES FOR ESTABLISHING COMMITTEES

Process

If the president so desires, the president will propose a set of standing board committees at the start of his/her term as well as propose which directors are to serve on each committee. The traditional process for doing so is as follows:

1. At the meeting at which the president is elected, the president asks the directors to let them know on which committees they might be interested in serving.
2. At the following meeting, generally using the criteria below, the board president proposes a set of standing committees and membership (including alternates) for each committee.
3. The board considers the president's proposal by Motion.
4. The committee term traditionally begins January 1.
5. Once established, staff will work with each committee to identify a schedule for standing committee meetings.
6. At the first meeting of each committee, that committee will develop a charter with the following elements:

- Meeting time and place.
- Committee Mission (staff will work with each committee to ensure there is no overlap in Missions between or among committees).
- Goals for the year.

7. In early February, the charters from each committee are presented for the board's consideration by motion.

Criteria for Committee Assignment

There are no rules for assigning directors to committees. In past years, board presidents have used the following criteria as they develop their recommended committee assignments:
Continuity

- Exposure to all areas of the district's business
- Area of director Interest
- Developing working relationships among board members

CHAPTER 4

General Manager's Role

GENERAL MANAGER'S ROLE

Legal Requirements

The Community Services District Law, the enabling statute under which the district was organized and now operates, defines the general manager as the highest level management appointee who is directly responsible to the board for the implementation of the policies established by the board (see *Government Code*, sections 61002(f), 61040, and 61050 et seq.). The general manager serves as the district's chief executive officer and is responsible for the day-to-day operations and functions of the district.

The powers and duties of the general manager specified by the law are as follows (*Government Code* section numbers are shown in parentheses):

- Implement the policies established by the board for the operation of the district (61051).
- Appoint, supervise, discipline, and dismiss district employees, consistent with the employee relations system established by the board (61051).
- Supervise the district's facilities and services (61051)
- Supervise the district's finances (61051).
- If authorized by the board, transfer funds between budget categories, other than transfers from the designated reserve for capital outlay (61111(b)).
- Co-sign promissory notes with the board president (61131(c)).
- Prepare and file various reports.

The general manager may not be a member of the board (61040(e)) but may serve as the district treasurer (61050(c)). Traditionally, the board has appointed a district treasurer different than the general manager. The Community Services District Law specifies that the general manager serves at the pleasure of the board and that the board sets the compensation of the general manager (61050(d) and (e)).

Appointed by the board, the general manager is a full-time district employee who serves under contract and at the pleasure of the board. The role of the general manager is defined in several ways: by law, by contract, through an adopted job classification, and by district practice based on principles of good governance.

Contractual Requirements

The terms and conditions of the general manager's employment are expressed in a contract with the District. That contract provides that the incumbent shall perform all duties and assume all obligations of the office of general manager described in the job classification for the position of general manager, and shall be subject to all pertinent provisions of the ordinances, resolutions, rules, regulations, and all other lawful orders and directives of the district or the board. The contract requires that all duties and obligations be performed in an efficient and professional manner and in conformance with the standard generally prevailing for the performance of the duties and obligations pertaining to the office of similar managerial positions of public or private entities, including but not limited to community services districts.

Job Classification

The job classification for the position of general manager is approved by the board and specifies the required minimum qualifications (experience and training), knowledge, skills, and abilities as well as the duties of the position. The duties specified in that job description are as follows:

- Serve as the chief executive officer of the district.
- Be in charge of the administrative affairs of the district.
- Be in charge of the engineering functions of the district.
- Represent the board's policies and programs with employees, customers, community organizations, governmental agencies, and the general public.
- Review budget requests and make recommendations to the board for expenditure levels.
- Be responsible for personnel matters including employee relations, employment procedures, grievances, affirmative action, and negotiations with employment representatives.
- Serve as district engineer overseeing the preparation of engineering designs, reviewing submittals, conferring with developers, preparing engineering standards and specifications, and reviewing and modifying construction standards and specifications.

- Provide advice and consultation on the development of district programs and policies.
- Coordinate the preparation of the agenda for board meetings.
- Conduct special studies and surveys to determine the effectiveness of district programs and services.
- Prepare grant applications.
- Prepare leases and agreements with other agencies.

The general manager delegates many of these duties to other district managers and staff. In doing so, the general manager remains accountable to the board.

Practices Based on Good Governance

The role of the general manager is also defined by the relationship between the position and the board. In its simplest form, the relationship is defined as the board setting policy for the district or providing policy-level guidance to the general manager, and the general manager being responsible for implementing those policies. The general manager is responsible for the performance of the district within policy criteria established by the board and is accountable to the board for all aspects of district operation. As such, the board views all organizational successes and/or failures as those of the general manager.

The board's sole connection to the operational aspects of the district is through the general manager. Decisions or instructions of individual directors or committees are not binding on the general manager, who can only take direction from the board. The board can only give direction to the general manager and not to other district managers or staff. The general manager is available to all directors to discuss district issues and strategies. The general manager is the clearinghouse for all informational requests originating from directors.

The board establishes the general manager's annual performance plan and typically evaluates the performance of the general manager on an annual basis, but can do so more frequently if the situation warrants. Traditionally, the board also conducts an informal mid-year performance discussion with the general manager.

CHAPTER 5

The Role of General Counsel and Special Counsel

Appointed by and serving at the will of the board, the general counsel is an attorney whose law firm serves under contract to and at the pleasure of the board. The role of the general counsel is defined in several ways: by law, by contract, and by district practice based on principles of good governance. Special counsel from other law firms may be hired to assist under certain circumstances.

THE ROLE OF LEGAL COUNSEL

The primary obligation of both general counsel and special counsel is to provide all the legal options available, including advantages and disadvantages of each, and to advise of legal risks. (When the term *legal counsel is* used throughout this document, it shall mean both general counsel as well as special counsel). The public official receiving that advice has the right to make policy decisions, based on the legal options provided and legal risk entailed.

General Counsel

The Community Services District Law provides that a district may engage professional services, including legal counsel (*Government Code,* 61060(g)). The district board of directors appoints the general counsel. The general counsel serves as the primary legal advisor, is responsible for day-to-day legal questions, and provides ongoing legal advice and opinions regarding the long-term interests of the district. The general counsel is expected to provide high-quality, trustworthy, and responsive legal counsel in a professional manner to assist in accomplishing the district's goals and objectives. When necessary, the general counsel represents the district in litigation matters and before administrative agencies, and in some instances manages special counsel appointed for a particular matter. The general counsel should seek to practice preventative law in an effort to help the district recognize and manage risks in a timely and effective manner. Preventative law can limit the expenditure of district resources to defend legal actions, reduce the frequency and severity of disputes, and help the district maintain a positive image in the community.

Special Counsel

The district may, at the district's sole discretion and without approval or consultation with general counsel, hire outside special counsel. However, the district may, but is not required to, seek general counsel's assistance in determining whether to utilize outside special counsel or in the selection

process. The retention of special counsel may be necessary based on any number of factors, including the need for highly specialized knowledge, the provision of a defense by an insurer, or should a conflict of interest arise with the general counsel on a particular matter. Unless prevented by a conflict of interest, general counsel should facilitate and cooperate in the retention of special counsel services to ensure the district receives accurate and cost-efficient legal advice and services

The District as the Client

While the general practice of the district is for the board to delegate day-to-day management authority to the general manager, it is important to remember that legal counsel to the district represents the entity rather than any natural person (i.e., legal counsel is not the attorney for any individual director, district employee, or officer). The client in such a representation is the entity itself as embodied in the "highest authorized officer, employee, body or constituent overseeing the particular engagement" (*California Rules of Professional Conduct*, Rule 3-600(A)). In the case of the district, the highest authorized authority is generally the board of directors. The board may delegate this authority to the general manager by action of the board duly taken. The most common points of contact for legal counsel are the general manager, the district's senior management, and to a lesser extent other district employees and individual directors.

During the course of representation, the legal counsel may become aware of information that indicates that the interests of a district official or employee may not be aligned with the interests of the district. Should such situations arise, legal counsel's duty of loyalty and confidentiality is owed to the district and not the individual. In such a situation, the individual's communications with the legal counsel are not confidential and cannot be withheld from others with authority over the matter at issue, whether the general manager or the board of directors.

Hiring and Termination

General counsel and special counsel are hired by and may only be terminated by the board unless those actions have been delegated to the general manager by duly taken action of the board.

Regular Performance Evaluations

The board, with the assistance of the general manager, establishes the general counsel's annual performance plan and typically evaluates performance on an annual basis.

SPECIAL ETHICAL CONSIDERATIONS FOR PUBLIC LAWYERS

In California, lawyers are regulated by both the legislature and the California Supreme Court, under Rules of Professional Conduct promulgated by the California State Bar board of Governors and approved by the court (see, generally, the *State Bar Act* and *California Business & Professions Code,* section 6000 et seq.). Public agency attorneys are also subject to the laws and rules contained in the Political Reform Act and *Government Code*, section 1090. Statutes may also impose a duty on public agency attorneys that they owe directly to the public. Further, the courts have enunciated the principle that lawyers for public agencies have special ethical obligations to further justice–i.e., these lawyers are held to a higher standard than other attorneys.

For example, under *California Rules of Professional Conduct,* Rule 3-600(B), an entity's lawyer who becomes aware of the conduct of an entity's agent which may be or is a violation of law that is "reasonably imputable to the organization" or that "is likely to result in substantial injury to the organization," may take the matter to the "highest internal authority within the organization." No confidential information may be disclosed beyond the organization, unless it is to prevent a criminal act that the attorney reasonably believes is likely to result in death of, or substantial bodily harm to, an individual, but only after the attorney has exhausted all options to convince the client not to commit the criminal act.

PROTECTING ATTORNEY-CLIENT PRIVILEGE, ATTORNEY WORK-PRODUCT DOCTRINE AND MAINTAINING THE CONFIDENTIALITY OF COMMUNICATIONS WITH COUNSEL

Protecting both the attorney-client privilege and the attorney work-product doctrine, and maintaining confidentiality of communications between the district and legal counsel, are vital to ensuring the district's ability to confide freely in its attorneys.

Attorney-Client Privilege

The district, acting through legal counsel, may claim the attorney-client privilege (see, generally, *California Evidence Code,* section 954). However, the privilege only protects communications and only extends to information given for the purpose of obtaining legal representation. Core information is not necessarily protected and the information will not be privileged simply because it has been told or provided to the general counsel. The privilege may be waived if the confidential communications are disclosed to third parties.

Whenever a director communicates in writing with staff on a matter that involves a legal matter, appropriate legal counsel should be copied on that correspondence.

Attorney Work-Product Doctrine

The Attorney Work-Product Doctrine protects the work of the attorney and includes the legal theories and strategies of legal counsel. Attorney work-product may be found in interviews, statements, memoranda, correspondence, briefs, mental impressions, personal beliefs, and countless other forms. The attorney work-product doctrine is broader than the attorney-client privilege in that it protects materials prepared by the attorney, whether or not disclosed to the client, and materials prepared by third parties for the attorney (see Laguna Beach County Water District v. Sup. Ct. (Woodhouse) (2004) 124 Cal.App.4th 1453 and *California Code of Civil Procedure*, section 2018).

Whenever a director receives a work-product from an attorney, that work-product must not be transmitted to any third party. The director shall also take great care in managing that document, keeping it only as long as needed and destroying or returning copies to the district or legal counsel.

Confidentiality of Communications

The duty of confidentiality is broader than the attorney-client evidentiary privilege and the attorney-client work-product doctrine. Legal counsel's duty of confidentiality runs to the district itself, including the board of directors as a whole, rather than to an individual board member, district official, or employee (see, generally, *California Business & Professions Code,* section 6068). When an individual board member receives advice from legal counsel, that advice is provided to the director in his/her official capacity and the advice is subject to disclosure to the entire board.

Information and advice provided to the board of directors or legal counsel during a closed session is generally confidential and may also be privileged. It is important to note that a board member may inadvertently waive the attorney-client privilege by discussing closed session matters with third parties. Directors and others present at a closed session should take care to prevent unauthorized disclosure of confidential information. There is a particular risk of a breach of confidentiality when a director maintains material distributed in a closed session in personal files.

CHAPTER 6

Working with District Staff

WORKING WITH DISTRICT STAFF

The district's success in efficiently accomplishing its mission is partly due to the direct and regular access staff has to directors. This helps in that decisions are made in real time, with minimal re-work. However, even with the real-time communication that occurs at committee and board meetings, there are times when a director needs additional information from staff. The following guidelines will enable a director to quickly and efficiently get needed information without disrupting staff's routine work.

- Always start with the general manager, as he/she can obtain an answer or get the right person involved in the discussion, as needed.
- If the general manager is unreachable, contact the Assistant general manager.
- If neither the general manager nor the Assistant general manager is available, contact one of the senior managers.
- The district secretary can help you at any time with administrative matters (e.g. scheduling, expense reports, requirements such as Fair Political Practices Commission forms, and travel arrangements).
- The district's human resources staff can help a director at any time with issues dealing with a director's personnel benefits or issues of a similar personal nature.

Given the workload that staff faces and the general manager's expectation that each senior manager (and employee) is responsible to complete assigned work, it is important that management has the ability to adjust staff's priorities and not be surprised.

When discussing a matter with staff, please keep in mind the following principles.

The district offers directors a great degree of access to staff. If not handled properly, such access can lead to micro-management and political criticism. Micro-management by the board also leads to morale issues and undermines the authority of the general manager and senior staff.

- **Don't make assignments.** It is quite easy for staff to interpret a simple question or comment from a director as direction to drop current assignments and undertake some project, research, or investigation, creating the risk that important priorities and assignments are not completed on time or that the district does not fulfill commitments made to others (very often customers).
- **Take any information as work in progress.** Be cautious with the use of information. What is heard from a staff member may not be what the general manager ultimately recommends. Very often, there are differences of opinion among staff as an issue is vetted prior to being presented to the board. In addition, the general manager's opinion given at an early point in a project may change as more information becomes known and before the matter is formally presented to the board. Finally, keep in mind that it is hard for some staff members to say, "I don't know," when talking to a director.
- **Request information judiciously.** The district is a public agency and therefore very little information, other than personal data about employees or customers, cannot be disclosed to directors. However, take care not to overwhelm the general manager and staff with requests for information.
- **Let the general manager know if disappointed by any response.** Since the board judges the general manager on the performance of the whole staff, inform the general manager when improvement is needed.

GUIDELINES FOR CONDUCTING DISTRICT BUSINESS

CHAPTER 7

Board and Committee Meetings and Allowable Discussions

All board meetings are open to the public and are subject to the provisions of state law called the *Ralph M. Brown Act* (hereafter referred to as the "Brown Act"), also known as the Open Meeting Law (*California Government Code,* section 54950 et seq.). With limited exceptions, all board meetings must be publicly noticed in advance of the meeting to inform the public about the business of the district and to provide an opportunity for public participation.

BROWN ACT AND ROSENBERG'S RULES

The district's board meetings are conducted following the general guidelines of *Rosenberg's Rules of Order: Simple Parliamentary Procedures for the 21st Century,* (League of California Cities, 2003, Appendix A). These Guidelines can be especially helpful when the board is discussing controversial issues.

TYPES OF BOARD MEETINGS

There are four types of board meetings: regular, special, adjourned, and emergency.

Regular Board Meetings

Most district business is conducted at regular board meetings. The dates, times, and locations of regular board meetings are established by resolution of the board. Currently, regular board meetings are held the first and third Tuesday of each month, beginning at 6:00 p.m., in the district boardroom located at 7051 Dublin Boulevard, Dublin, California. The agenda for regular board meetings must be posted in a public place at least 72 hours prior to the meeting.

Special Board Meetings

Occasionally, special board meetings are held for the purpose of discussing a special topic, for a workshop, or if it is necessary to hold a meeting at a time or date other than the regular board meeting. Special board meetings may be called at any time by the board president or a majority of the board. They may be held at a time and place desired by the board but generally must be convened within the district's service area. Written notice must be given to directors, the media, and the public 24 hours in advance of a special board meeting. The agenda for a special board meeting must be posted in a public place at least 24 hours prior to the meeting.

GUIDELINES FOR CONDUCTING DISTRICT BUSINESS

Adjourned Board Meetings

After any regular or special board meeting has been called to order, it may be adjourned by the board to another date, time, and place if the business of that meeting has not been completed or if the board's deliberations would benefit from continuing the meeting at another time or in another location. Also, if less than a quorum is present, the directors who are present (or, if none are present, the board secretary) can adjourn the meeting to another date, time, and place.

Emergency Board Meetings

The board may hold an emergency board meeting when prompt action is necessary due to the disruption or threatened disruption of public facilities. There are two levels of emergency. An *emergency* is a work stoppage, crippling activity, or other activity that severely impairs public health, safety, or both, as determined by a majority of the board. A meeting to deal with such a situation may be called on one hour's notice to the newspapers and media outlets that have requested notice of meetings. A *dire emergency* is a crippling disaster, mass destruction, terrorist act, or threatened terrorist act that poses peril so immediate and significant that advance notice to media is not required. Newspapers and media outlets that have requested notice of meetings may be notified of the emergency meeting at or near the time directors are notified.

Board Meetings Outside District Service Area

Regular or special meetings of the board may be held at a district-owned facility outside the district's service area provided that the topics of the meeting are limited to items directly related to that facility. There are other limited times when a board meeting may be held outside the district boundaries (examples include but are not limited to multi-agency meetings, meetings with legal counsel, or meetings to inspect real property). General counsel should be consulted for the particular requirements related to these and other limited exceptions.

GUIDELINES FOR CONDUCTING DISTRICT BUSINESS

TYPES OF COMMITTEES AND COMMITTEE COMMUNICATION

Deliberative Committees

A deliberative committee is one with a particular subject matter jurisdiction. The board establishes the committee's charter. The committee makes recommendations to the board upon matters within its scope. Currently, the External Affairs, Finance, Personnel, Water, and Wastewater Committees are deliberative committees. A deliberative committee may deliberate and recommend changes in district policy or direction but may not create or change policy or direction. Although they have commonly been called technical committees, a more precise description is deliberative committees because they permissibly perform some of the deliberative functions of the board, enabling the board to better focus on the policy questions raised by the particular matter.

Currently, the District has two types of Board committees, deliberative and liaison. Both are subject to the Brown Act. Although composed of only two members (less than a quorum), the committees are subject to the notice and open meeting provisions of the Brown Act, as they have a continuing subject matter jurisdiction.

Liaison Committees

Liaison committees enable the board to receive information from other agencies and to convey the board's policy positions to those agencies. There are two types of liaison committees: *traditional liaison committees* (e.g., board committees that meet with a subset of the members of the legislative bodies of the City of Dublin, City of San Ramon, and Zone 7 Water Agency), and *de facto liaison committees* that represent the district on the board of the joint powers authorities (JPAs) with which the district is involved (e.g., DERWA and LAVWMA). Unless specifically charged by the board with doing so, liaison committees do not deliberate or recommend changes to district policy.

Communications from Committees

To reduce the risk of communications that could result in impermissible deliberation or consensus building, there are ground rules for communicating between different committees (or their respective members) through either the board or the general manager. (Note: the board may only provide new policy direction to district staff or management via the general manager.)

GUIDELINES FOR CONDUCTING DISTRICT BUSINESS

The Brown Act prohibits directors from conducting district business outside board or committee meetings. The normal definition of a meeting is the congregation of a majority of the members of a legislative body at the same time and place to hear, discuss, or deliberate upon any item that is within the subject matter jurisdiction of the legislative body. However, it is possible to develop a consensus among a majority of the board without a majority of members being physically present at the same time and place. Effective in 2009, the Legislature amended the Brown Act to state that "a majority of the members of a legislative body shall not, outside a meeting authorized by this chapter, use a series of communications of any kind, direct or through intermediaries, to discuss, deliberate, or take action on any item of business that is within the subject matter jurisdiction of the legislative body" (*Government Code*, section 54952.2(b)(1)). The Brown Act does not impose an absolute prohibition on all discussion outside meetings that may involve a majority of directors. This additional clarification took effect in 2009: "Paragraph (1) shall not be construed as preventing an employee or official of a local agency from engaging in separate conversations or communications outside of a meeting authorized by this chapter with members of a legislative body in order to answer questions or provide information regarding a matter that is within the subject matter jurisdiction of the local agency, if that person does not communicate to members of the legislative body the comments or position of any other member or members of the legislative body" (*Government Code*, section 54952.2(b)(2)).

There are three basic ways to comply with the Brown Act while employing committees to address matters that do not fall within the jurisdiction of any of the current deliberative committees. Each alternative employs a different strategy to guard against improper deliberations or the development of a collective consensus in violation of the Brown Act. This does not diminish the importance of following the procedures regarding communication between committees discussed below.

- The first alternative is to ensure that no two committees consider the same policy matters. This is the reason for developing a mission statement within the charter of each committee.

- The second alternative entails creating a new committee specific to a major topic of importance as a separate deliberative committee and carving out the subject matter of the new committee from the existing deliberative committees. This approach avoids the same issue being addressed serially in more than one deliberative committee, so that a majority of directors would not have deliberated on the same topic except at a board meeting. While this approach could sidestep many Brown Act issues, there may be practical difficulties in actually carrying it out, given possible interrelationships of the subject matter of a new committee with the traditional committees.
- The third alternative is to have a given subject handled in its entirety by the board and thereby avoid any separate committee deliberations. This has been the district's past practice for certain labor negotiations and broad policy-level issues (such as the district's position on groundwater injection).

Directors should remember that any form of communication between or among committees has the potential to result in impermissible deliberation or consensus building outside noticed board meetings. The most reliable way to avoid improper communication is to transmit information between committees only through the board or through the general manager. Deliberative committees must avoid deliberating on the same subjects. It is the responsibility of the general manager to identify when this is happening, or could happen, and to take action.

OPEN VERSUS CLOSED SESSION DISCUSSIONS

Board and committee meetings can have open as well as closed session topics for discussion.

Open Session Discussions

The board and its committees transact the vast majority of the public's business in open session. Open sessions are those portions of the board or committee meetings that are open to the public and at which the public can address the board or committee and comment on any item of business being considered or on any matter within the board's subject matter jurisdiction or the committee's charter that is not on the agenda.

GUIDELINES FOR CONDUCTING DISTRICT BUSINESS

Matters discussed in closed session are strictly confidential. Disclosure of information from a closed session may prejudicially impact district interests and can result in the possible censure by the board of a director who breaches the confidentiality requirement, or the issuance of an injunction against such conduct by a court.

To protect the confidentiality of information presented in closed session, staff will collect all written material distributed during the session at the end of the session.

Closed Session Discussions

In general, the Brown Act directs the district to conduct all of its business in public. However, the board and its committees may also meet in closed session under a series of carefully defined exceptions to the Brown Act. Closed sessions are used when the public's interest could be adversely affected if the board's or committee's discussion took place in public. Closed sessions are used to give direction to district negotiators for labor contracts with district employees and for the acquisition or disposal of real property. The board and its committees may also meet in closed session to confer with general counsel regarding claims or threats of litigation, initiation of litigation, or to discuss actual litigation in which the district is involved. Finally, the board and its committees may meet in closed session when evaluating the performance of a public employee, when dealing with the hiring, dismissal, or discipline of a public employee; or with certain security matters.

GUIDELINES FOR CONDUCTING DISTRICT BUSINESS

CHAPTER 8

Placing an Item on the Board or Committee Agenda

Items on the Board agenda originate from a variety of sources: the General Manager, deliberative committees, Directors, and the public.

PROCESSING MATTERS THAT REQUIRE BOARD ACTION

Any matter requiring board action will be presented initially to the board for consideration without committee review or involvement unless it is specifically identified as a matter that may be initially considered by a committee. When so presented, the board may:

- Consider the matter and render an appropriate decision (approve, disapprove).
- By motion, refer the matter to a board committee for deliberation, asking that committee to formulate a recommendation (in such cases, the maker of the motion should be as specific as possible as to exactly what question is being referred to the committee).

If a matter is referred to committee by the board, it will be handled in accordance with the normal process for handling committee items.

MATTERS THAT MAY BE CONSIDERED INTIALLY BY A COMMITTEE

The following matters may be considered by a committee without a formal referral from the board:
Development of committee charters

- Rates and fees (finance or related committee)
- Labor relations matters (personnel or related committee)
- District budgetary issues within the charter of a committee
- District operational issues within the charter of a committee
- Informational items requested by the committee
- Issues that a committee may wish to preliminarily explore ahead of formal consideration
- Issues that staff may wish to preliminarily explore with an appropriate committee ahead of formal consideration

ITEMS THAT ARE ALWAYS TO BE CONSIDERED BY THE BOARD WITHOUT COMMITTEE REVIEW

Several types of items are always considered by the board without committee review, regardless of their origin, because they are routine or because it is proper or legally required that only the full board consider them. The following items are always placed on a board agenda without committee review.

Administrative Matters

- Proclamations
- Warrant list
- Notifications (availability of ethics training, etc.)
- Board organizational matters (appointment of president or vice president)
- Appointment of committee

Board Oversight

- Performance evaluations (general manager, general counsel, treasurer, district secretary)
- Mandated reports (e.g., annual $100 list of expenses, annual aged receivables report)
- Consideration of conference attendance/day of service payments to a director

Procedural Streamlining

- Second reading of an ordinance
- Rejection of routine claims
- Acceptance of projects
- Acceptance of developer improvements
- Intention to levy assessments in existing assessment districts (mandated notification step in anticipation of formal action later)

- Routine construction project awards (e.g., project approved, under budget, no bid irregularities, no contractor issues, no public concern)
- Items accomplished within previous direction given by board (e.g., labor MOUs that conform to negotiating direction, revisions to items as previously directed by board)
- Follow-up on action items previously presented in workshops for discussion

District-Wide Matters

- Items with over-arching policy implications (e.g., budgeting, strategic planning)[4]
- Items spanning the adopted charter of two or more committees
- General informational items that keep the board current on a matter or allow members to discuss the implications of continuing with a previously agreed upon course of action
- Presentations requested by the board
- Actions required by law (e.g., consolidation of district elections, amending conflict of interest codes)

Matters to Protect the District's Interest

- Personnel appeals (that are before the board and on which the board must be unbiased and rule on the record before them)
- Environmental review documents where the administrative record must be developed in front of the entire board

[4] *Individual components may go to a committee whose charter covers that area.*

PLACING AN ITEM ON AN AGENDA

Items Originating from the General Manager

Many items on the agenda originate with the general manager and district staff. The following types of items are typical:

- Matters on which policy direction from the board is required.
- Items with over-arching policy implications (e.g., labor negotiations, budgeting, strategic planning).
- Actions required by law (e.g., consolidation of district elections, amending a Conflict of Interest Code).
- Intermediate actions in the overall implementation of a board-approved project or program (e.g., awarding construction contracts, considering an environmental review document).
- Discretionary decisions for which authority has not been delegated to the general manager.
- Informational items to keep the board current on a matter or to allow them to discuss the implications of continuing on a previously agreed course of action.
- Items with critical timing.
- Proclamations honoring special events or individuals.

Items Originating from or of Interest to a Director

A director may ask that a new item be placed on a future committee or board agenda during the board member Items portion of a board meeting or during the committee comments portion of a committee meeting. However, in such cases, the advance notice requirements of the Brown Act only allow the committee to decide to place such a matter on a future agenda; the matter cannot be discussed at the meeting at which it was first mentioned.

If the director originating an item wishes the item to be discussed by the committee or board when he/she brings it up, the director should contact the general manager to explain the issue so that the agenda can be properly prepared to allow discussion. The director who placed the item on the agenda is cited as the reference and is expected to lead the discussion.

For any matter referred to or being discussed by a committee, the committee shall report its findings back to the board and capture its deliberations in the notes prepared for the committee. If, after reviewing the notes prepared by the committee, a director wishes to have the matter discussed by the full board, he/she may state this request at a board meeting or notify the general manager. The general manager shall then notify the committee of the director's request and schedule the matter for discussion at the next reasonably available committee meeting. This process allows the committee to complete its work and respond to concerns raised. Following that committee meeting, the general manager shall place the matter on the board agenda for discussion at the next reasonably available board meeting.

Items Originating from the Public

During the public comment portion of a board or committee meeting, members of the public may ask to have an item placed on a future board or committee agenda. If the board or committee desires to have the item placed on a future agenda, it will direct the general manager to do so through a properly seconded and approved motion. The committee or board may not discuss the matter brought up by the public at the same meeting at which it is first mentioned.

The Board meeting agenda is an informational, decision-making, and management tool. It presents the issues under consideration and provides a brief general description of actions the Board will consider taking. The agenda is accompanied by a packet of supporting materials designed to aid decision-making by presenting in sufficient factual detail the issues and options which are to be used in the decision-making process. Typically, each item presented to the Board includes recommendations for specific actions.

CHAPTER 9

The Board Meeting Agenda

BOARD MEETING AGENDA

The agenda of each board meeting includes the elements described below.

Preamble

Whenever a meeting is recorded, and before the meeting is called to order, the district secretary states for the record the date and time of the meeting and identifies the presiding director.

Call to Order

The president of the board shall strike the gavel and begin the board meeting. In the absence of the president, the vice president shall call the meeting to order. In the absence of both the president and vice president, but with the presence of a quorum, the district secretary shall call the meeting to order and as the first item of business facilitate the board deciding by motion which director will chair the meeting. If no such motion is passed, the district secretary will administratively facilitate the meeting by calling for agenda items; the district secretary shall not participate in any deliberations or considerations at the meeting.

Pledge to the Flag

The person calling the meeting to order shall lead the directors, staff, and public in the pledge of allegiance to the flag of the United States of America.

Roll Call, Determining and Maintaining a Quorum

The district secretary calls the roll of the directors and records the names of those present and those absent in the minutes of the meeting. If a director enters the meeting late or departs early, these times also are recorded in the minutes. If a quorum of the board (three directors) is not present, no further proceedings or discussions may occur and the district secretary announces that the meeting is adjourned for lack of a quorum.

The board must maintain a quorum throughout the meeting in order to conduct business. However, the meeting may be adjourned with less than a quorum by those directors who are present; if no directors are present, the district secretary can adjourn the meeting.

Special Announcements and Activities

During this section of the meeting, the general manager or staff members designated by the general manager address the board with matters such as introducing a new district employee, acknowledging or giving a special award, or recognizing an event, local students, or dignitaries.

If neither the president nor vice president is present, the district secretary asks for a motion to name a president pro-tem for that meeting. If the motion is made, seconded, and passed (requires a 3-0 vote) the director so named presides over the meeting. If there is no such motion or second, or if the motion does not pass, the district secretary presides over the meeting but cannot make motions or seconds, vote on any item, or enter into policy-level deliberations and discussions.

Public Comment

At every board meeting, members of the public are allowed to address the board on any item of interest within the subject matter jurisdiction of the board that is not already included on the posted agenda. The board president asks anyone desiring to make public comments to fill out a speaker card with his/her name and address so that the minutes accurately reflect the speaker's identity and affiliation, and so that the district can contact the speaker if necessary. Members of the public who decline to provide a speaker card shall be allowed to address the board. The president calls speakers to the lectern and asks them to identify themselves, announce their item, and address the board. Speakers may decline to identify themselves. Public comments are limited, as noted on the agenda, to five minutes per speaker. Directors may ask clarifying questions but cannot take any action on, discuss, or debate the matters presented during the public comment period. Members of the public also may make a request to have an item placed on a future agenda during the public comment portion of the meeting. After considering such a request, the board may provide direction to the general manager by motion, properly seconded and approved, regarding including that item on future board or committee agendas.

Reports by General Manager and Staff

The general manager, general counsel, or, at the general manager's direction, district staff verbally report on upcoming events, recent occurrences, and informational matters that may have significance to the district.

Board Correspondence

An announcement will be made identifying all correspondence received by the district as of the close of business on the day of the board meeting that is addressed or copied to the board or an individual director (correspondence addressed to a board committee is similarly reported to the appropriate board committee and is documented in the notes from that committee meeting). The announcement informs the public what correspondence has been received and documents that all material sent to the board have been transmitted to the board. Generally, staff makes the announcement, but if directors have received correspondence that has not been sent to staff, they are encouraged to make a similar announcement. The announcement should identify the sender, the subject, the form of communication (letter, email, etc.) and the date of the correspondence.

An announcement will also be made identifying all correspondence sent by the board in accordance with the Board Correspondence Policy. If directors have received correspondence that has not been sent to staff, they are encouraged to make a similar announcement.

All board correspondence reported under this item (as well as all material first made available on any agenda item at the board meeting) is maintained by the district in accordance with a Brown Act provision that took effect on July 1, 2008 (*Government Code,* section 54957.5). A binder containing this information is available for inspection by the public upon request.

Committee Reports

All directors receive written summaries of recent deliberative committee meetings. These summaries are noted on agendas and are public records. Directors may, but are not required to, call attention to any item discussed in committee. A director not on a committee may ask clarifying questions about a matter discussed at committee but must be cautious about discussing the matter before it is a properly noticed agenda item for the board. Once presented to the board, the committee notes are considered to be final.

Once any item is removed from the consent calendar, the remaining items are considered and approved by a single motion. The removed items are then discussed and considered individually.

The following are considered standing items for the consent calendar:

- Upcoming board calendar
- Report of checks and electronic disbursements

Board Business

Board business is the section of the agenda where the board considers and decides the more complex or significant matters of the district's business or conducts formal public hearings when required to do so by an applicable law or regulation. Some items require an action by the board; others are informational. In some cases, the board will discuss a matter without making a decision and refer the matter back to staff or a deliberative committee for further development. See *Chapter 4–Transacting Board Business* for appropriate protocol.

Board Member Items

During this section of the meeting, directors are invited to comment on their district-related activities or to suggest new ideas and concepts. At the direction of the president, and with the concurrence of at least one other director, any new item that requires board consideration will be calendared on a future board agenda for further discussion by the board or will be referred to a deliberative Committee for development and discussion. It is important that the board not deliberate new ideas at this time nor render any decisions, as extensive discussions and/or decisions not noticed on the agenda would constitute a violation of the Brown Act. The board may only discuss a new item for the following purposes: to allow understanding of what is being proposed, to enable district staff to understand the issue being raised, or to give direction to the general manager.

Closed Sessions

Closed sessions are typically scheduled at the end of the meeting (see *Agenda Management*, page 11).

Reports from Closed Sessions

Upon returning to open session, the board president will announce any reportable action taken in closed session. Such reports are required by law.

Adjournment

The board president will adjourn the meeting and announce the time of adjournment for the record. The meeting may be adjourned if there is less than a quorum present by action of those directors who remain in attendance; if no directors are present, the district secretary may adjourn the meeting. Occasionally, meetings are adjourned in memory of a loved one or close friend of the district, or in honor of a significant event.

Agenda Management

At this point in the meeting, a director or the general manager has an opportunity to propose rearranging the order of items on the agenda. The board president will rearrange agenda items if the need should arise. For example, a closed session may be moved to an earlier time in a meeting, or a board business item may be moved ahead of another item due to some unusual circumstance or if audience members are present for a particular agenda item. With the advent of the district's recording of board meetings, where possible closed session business should be transacted at the end of the meeting after all open session items have been handled or alternatively as a special board meeting called to order appropriately in advance of the start of the regular board meeting. For the benefit of viewers of the recordings of the board meetings, the board president should announce that the board meeting will continue while the board is in closed session but the recording may terminate (if the closed session is held at the end of the meeting) and advise the viewers that they may contact the district secretary for any reports from closed session that may have been made.

Approval of Minutes

At each regular board meeting, the board receives draft summary minutes of recent regular and special board meetings. The board considers and approves each set of minutes by motion. Directors may suggest revisions. The board then considers and may approve the proposed revision as part of the motion to approve the minutes, or they may take a separate action if the change being requested is complex or contentious. Directors may, but are not required to, vote on minutes of meetings they have not attended, based on their reading and consideration of the written minutes as drafted. The board has the sole discretion to approve the contents and the format of the minutes. A Director may vote on the approval of any minutes presented to the Board for consideration whether that Director was present at the subject meeting or not. Nevertheless, it is common practice for a director to abstain from voting on minutes from a meeting that they did not attend.

Consent Calendar

Matters listed under the consent calendar are considered routine and generally are acted upon by one motion. Directors normally do not discuss consent calendar matters. Items may be removed from the consent calendar in three ways.

- If a director has an unanswered question or concern about any of the items listed on the consent calendar, he/she must request that the matter be removed prior to a motion being made and approved. Any such request by a director is automatically granted. When a director wishes to remove an item from the consent calendar for discussion, it is helpful if he/she contacts the general manager before the board meeting to explain his/her concern. This enables staff to provide information that might be needed to further the board's discussion.
- On occasion, the general manager may request that the president remove an item from the consent calendar. Typically this occurs so staff can clarify for the record inaccuracies in the written material provided to the board, to present new information that came to staff's attention subsequent to the preparation of the agenda, or for other similar administrative reasons. Any such request by the general manager is granted unless a majority of the board objects.
- A member of the audience may request that the board remove an item from the consent calendar so that it may be discussed. Any such request must be made prior to the time the board votes on the matter as part of the consent calendar. Any such request from a member of the public will only be granted if a director agrees that the item should be removed from the consent calendar and makes a director request. Nevertheless, any member of the public has a right to comment on any item on the consent calendar and, if they desire to comment, should make their request known to the district secretary before the board considers the consent calendar. The member of the public should identify the item and proceed to make their comments. Such commenting does not automatically require that the board remove the item from the consent calendar unless a director so requests for discussion or a separate vote.

CHAPTER 10

Transacting Board Business

TRANSACTING BUSINESS ON AN ITEM

Introducing an Item

The board president announces each agenda item, referencing the item number and the nature of the matter.

Staff Presentation

The general manager, or at the general manager's direction, a staff member, summarizes the item being considered, including background, pertinent facts and details, analyses conducted by staff, and options available for the board's consideration. On occasion, a consultant may assist the general manager or staff in presenting an agenda item.

General Manager Recommendation

The general manager makes a recommendation on each action item. That recommendation is identified in the Summary and Recommendation (discussed in *Chapter 5–Meeting Preparation)* and typically is stated at the conclusion of the staff report. The general manager often delegates this responsibility to the senior managers.

Committee Recommendation

If a deliberative committee has reviewed the matter, the outcome of its deliberation will be noted in the Summary and Recommendation included in the board agenda packet. Should any of the directors on the committee so desire, this is the time to state the committee's recommendation and the reasons for it. On rare occasions the recommendation of the committee may differ from that of the general manager.

Clarifying Questions

Directors ask questions of the presenter and offer general comments about the subject matter after the staff presentation. Questions and comments at this time are to clarify the matter and the recommendation. Debates or deliberations occur after public comment and after a motion has been made.

Items presented for consideration at Board meetings are handled in a consistent manner to ensure that:

- Pertinent facts associated with a matter are presented not only for the benefit of the Board but also for the benefit of any member of the public who is present;
- Actions taken by the Board are properly approved; and
- The Board takes action only on items that are scheduled for action on the agenda. For example, the Board may discuss but may not take action on an item that is identified as being for Discussion and Information or as a Special Announcement.

Public Comment

The board president then opens up the meeting to the public for comment on the matter. The public must have an opportunity to comment on every agenda item. Sometimes this is done very formally through a public hearing. Other times, the president simply asks the audience if there are any comments. The president will ask speakers to fill out a speaker card[1] and to state their name, address (can be a business address), and affiliations for the record and for the benefit of others in the audience. If it is obvious that no potential speakers are present, there is no need to formally call for public comment. In the event the district has received written correspondence from the public on the matter after the publication of the agenda, that written correspondence will be presented to the board at this time.[2]

Motion and Second

After public comment, a board member may make a motion regarding the action to be taken on the item. The motion must be seconded before additional discussion, debate, or deliberation on the matter is permitted. No discussion may occur on a motion without a second. A motion fails if it does not receive a second.

Discussion

After a motion is properly made and seconded, the board discusses the merits of the item in an attempt to reach a decision. During this time the board may ask staff or the public additional questions or seek the advice of the general manager and/or general counsel. As deliberation by the board ensues, the motion may be amended or withdrawn, or a substitute motion offered. These actions must follow the procedures adopted by the board as noted in *Appendix A.*

[1] A person may not be denied the right to speak if he or she refuses to fill out a speaker card.

[2] Any written correspondence received on a matter before publication of the agenda will be included in the agenda packet.

Decision

When the board president senses that discussion has run its course, or when a motion to call the question is properly made and seconded, the board president calls for a vote on the motion on the floor. After hearing the results, the board president announces the vote. Voting may be by voice or roll call, at the president's option.

MAJORITY VOTE REQUIRED

A majority vote is required for any action to be taken by the board (i.e., there must be a minimum of three affirmative votes) regardless of how many directors are present. This requirement is mandated by state law. In certain instances, a supermajority vote[3] of the board is required (e.g. to adopt a resolution of necessity to condemn real property or to add an emergency item to an agenda). In those cases, general counsel will provide guidance.

ACTIONS TAKEN BY THE BOARD

The board of directors approves items in the following ways:

- Motion
- Minute Order
- Resolution
- Ordinance

Motion

The board uses a motion to submit a matter for action. A motion can be a parliamentary tool used by a member of the board (plus another member who seconds the motion) to place a matter before the entire board for its consideration. A motion also can be a legislative action used to autho-

[3] A vote that requires more than three votes for passage.

rize or approve action on simple matters that are routine in nature, such as providing direction to staff, communicating a district position, approving a task order, increasing a purchase order amount, or approving a proclamation. The minutes of the board meeting document the board's determination on these matters. A motion is always used to place a recommendation before the board to authorize a minute order, approve a resolution, or adopt an ordinance.

Minute Order

A minute order formalizes an action taken by the board for which a more formal document, such as a resolution or ordinance, is not required. The board's decision is recorded in the minutes as evidence that an action did occur, and the minute order provides formal documentation of the action. A minute order memorializes approval of a project acceptance, authorizes execution of a notice of completion, and authorizes minor amendments to agreements. A minute order typically is used when a third party requires written evidence of a board action. The district secretary may prepare a minute order, as necessary, to reflect past action of the board.

Resolutions

A resolution constitutes a more formal written expression of the will of the board as the district's legislative body. Resolutions represent an official board action and/or position taken on a particular issue that is considered to be more temporary in nature than an ordinance but for which a separate permanent record is needed. Resolutions preserve the history of the action taken in a separate official instrument in addition to documentation in the board's minutes. A resolution becomes effective immediately and remains in effect until rescinded, cancelled, or superseded by the board acting by means of a new resolution. Resolutions typically are used to adopt poli-

cies, approve agreements (e.g. master agreements, construction agreements, public facilities planning agreements, and transfer agreements), award contracts for materials or services, approve memoranda of understanding with bargaining groups, and establish or amend job classifications. Resolutions, if properly written, can be used to change the rates and charges the district imposes for the privilege of receiving service. Given the nuances of the law in this area, general counsel should always be consulted to determine the proper instrument for approving rates and charges.

Ordinance

An ordinance is the most formal form of action that can be taken by the board. Ordinances are used to establish the local laws that are within the district's power to enact and are applicable throughout the district. Ordinances may apply only to matters not covered by federal or state law. An ordinance is also the authorizing instrument to change the District Code, which is a compilation of the rules and regulations of the district. Ordinances also may be used to set the district's rates and charges after consultation with general counsel (see *Resolutions,* above). State law requires that some ordinances be published or posted. In some cases, a public hearing is required prior to consideration. An ordinance generally becomes effective 30 days after adoption unless it expressly provides otherwise. Ordinances remain in full force and effect until repealed, modified, or superseded by the board in another ordinance, or by action of the voters through initiative or referendum. Everyone at the district, including the board, is bound by the requirements of an ordinance (and the code it establishes). Ordinances are the law of the district and must be enforced by staff, who have no discretion to act otherwise. Only the board itself may waive, modify, or suspend an ordinance by the enactment of a subsequent ordinance. The only way to change an ordinance is to pass an ordinance that revises the original.

CHAPTER 11

Effective Participation in Board Meetings

GROUND RULES FOR EFFECTIVE PARTICIPATION IN BOARD MEETINGS

The following ground rules apply to all directors.

- Come to meetings prepared. Contact the general manager ahead of any meeting if you have clarifying questions or need additional background. Many times your questions can be answered without taking up meeting time. Also, it helps staff to understand your concerns ahead of the meeting so they can be prepared with the information you need.
- During the meeting, express your thoughts and support them wherever possible with facts, figures, and references. Specifically identify your sources of information so as to establish their credibility with your colleagues. Specific statements are more persuasive to your colleagues on the board than generalized statements. Examples: (a) "I spoke with _____, who is the president of the ____ Homeowners' Association and they would like the district to _____" is better than "The public thinks that we should do ____;" (b) "[Specific name] told me _____" is better than "I was told that _____;" (c) "[Specific organization] has a concern with _____" is better than "Everyone thinks that _____."
- Be creative. Innovative ideas supported by sound reasoning are welcome on complicated matters when the board is attempting to arrive at a consensus.
- Take a positive approach. Keep an open mind. When a director proposes an idea, look for the value in that idea.
- Be enthusiastic. Enthusiasm can be contagious!
- Stay on the subject. Don't introduce other agendas. Keep your comments brief but long enough to establish your points.
- When you don't understand what someone is saying, ask for clarification. Make criticism positive and constructive. Direct critical comments to the issues being discussed, not toward the person expressing the idea.
- Protect the rights of others to have their opinions and feelings heard. Encourage silent members to participate.

- Help the board president when others take up outside issues. Interrupt gently and say, "We're getting a little off the subject here, maybe we should get back to our topic."
- Share your thoughts. Holding back when you have an idea robs the board and staff of your knowledge and opinion and prevents further development of your idea. Have confidence in yourself and speak up.
- Protect ideas. Help the board president set an atmosphere where people will feel comfortable expressing ideas even if they aren't perfect. When someone begins attacking another's idea, say, "That idea probably has faults, Fred, most ideas do. Let's just let ideas come out for now and evaluate them later."
- Attend and participate. Be on time and stay for the entire meeting. Advise the general manager or district secretary if you are unable to attend.
- Be an active listener. Be open-minded: listen and consider all points of view.
- At all times ask yourself, "What, right now, would help the board move ahead and get this problem solved? What can I do to help the board function more effectively? How can I help?"
- Always remember that civil discourse is one of the keys to effective communication.

OPTIONS TO IMPROVE PUBLISHED VIDEO RECORDINGS

When a meeting is being recorded, directors can take simple administrative steps to facilitate an orderly meeting that will be more understandable to viewers of the recording. However, the primary focus of any meeting, recorded or not, must be conducting the district's business efficiently. As such, directors should not conduct themselves differently when the meeting is being recorded than when it is not. Refrain from "Playing to the camera."

The board president carries a greater responsibility to make the meeting more understandable to the video audience. Examples of what the president can do include the following:

- When recognizing a director's right to speak, use the person's name.
- When motions and seconds are made, announce who did so by name.

- When calling on staff to contribute to the discussion, call on them by name.
- When a presenter is not speaking into the microphone, politely stop them and ask them to start over and speak clearly into the microphone.
- PowerPoint presentations are often shown on the west screen, which is not visible to the video audience. If a PowerPoint presentation is included in the board agenda packet, the president should note where it can be found in the packet when the item comes before the board.
- When members of the public or consultants are addressing the board, strongly encourage them to do so from the lectern.

In addition, directors and senior staff seated at the dais can help make the meeting more understandable to the video audience in the following ways:

- Address one another by name.
- Lean forward and speak clearly into the dais microphone. (For a voice to be picked up on the recording, it must be amplified through the room speakers. The recording system collects sound only via the speakers in the room.)
- Enunciate words and do not mumble.
- Maintain a level volume when speaking; do not lower the volume at the end of your sentences.
- While it is good to maintain eye contact with the individuals you are addressing, be aware that if you turn your head away from the microphone, the listening audience may not hear what you are saying.
- Do not rock or swivel the chair when speaking.
- Do not rustle papers near the microphone.
- Do not speak on top of another speaker.
- Minimize sidebars because it is difficult for the audience to hear anyone when several people are speaking at the same time.

CHAPTER 12

Preparation for Board Meetings

BOARD MEETING INFORMATION

The board agenda packet may include includes various pieces of information for any given item, as described below.

SUMMARY AND RECOMMENDATION

The Summary and Recommendation is a one-page summary of an item. Each item to be considered by the board (including matters on the consent calendar as well as those listed as board business) will have a Summary and Recommendation. It includes the following information:

Title of Item

The title is a brief description that reveals the nature of the item. The title is the same on the Summary and Recommendation as on the agenda, and wording must comply with Brown Act requirements to provide a brief general description of the item. The title determines what action the board is allowed to take or the nature of the information that the board may receive. For example, if an item is identified on the agenda under "recommended action" as being for *discussion* or for *information*, the board may not vote on that item at that meeting. This requirement ensures the public is properly informed of actions the board may take so they can decide whether or not to participate.

Presenter Information

This identifies which staff member, director, or committee will present the item and the nature of the presentation (verbal, slides, etc.).

Anticipated Time

Staff estimates how long the board will take to hear and transact the item. These estimates are intended help to manage time during a board meeting but do not limit the actual time the board may spend on any item.

District staff prepares a detailed agenda packet summarizing the business to be transacted at a board meeting. Agenda packets are delivered to directors and are available to the public at that time, with allowances for copying time. Full agenda packets are also posted to the district's website. Materials for the closed session portion of the agenda are not made available to the public. For regular meetings, agenda packets are prepared and delivered no later than Saturday of the week preceding the meeting because the board meets on Tuesdays and 72 hours advance posting of the agenda for the public is required. Directors prepare for board meetings by studying the agenda packet in detail in advance of the meeting.

If a Director has questions about the information in the packet, he/she should contact the General Manager for clarification or further explanation. District business is transacted in the most complete, efficient, and effective manner when Directors review and understand the information and issues presented for Board consideration before they arrive at the Board meeting.

Form of Action

The form of action (motion, minute order, resolution, or ordinance) required by the board is noted.

Committee Review and Recommendation

If an item was reviewed by committee, the name of the committee, the date it last discussed the item, and its recommendation are noted as applicable.

Legal Counsel Review

When staff has received legal counsel's review and/or opinion related to an item, the Summary and Recommendation notes that fact.

Costs and Funding Source

The cost (known or estimated) associated with a recommended action is noted, along with its funding source. The Summary and Recommendation only notes the cost of the item being presented to the board for decision. For example, if approval of a $250,000 consulting agreement associated with a $10 million project is being considered, the cost noted is $250,000. When the board certifies an Environmental Impact Report (EIR) on a $5 million project, the cost shown on the Summary and Recommendation is $0, because there is no additional cost to the district associated with the certification.

Recommendation

The general manager's recommendation for action is presented at the top of the Summary and Recommendation. The recommendation is phrased in such a way so that, if a director concurs, he/she may read or make specific reference to the recommendation when making a motion.

Summary

The balance of the Summary and Recommendation provides a short, general summary of the action being considered by the board. Additional details are provided in staff reports or other documents.

Staff Reports

One or more staff reports may be included for an item if the board needs more information than can be provided in the one-page Summary and Recommendation.

Action Document

The recommended action document (minute order, resolution, or ordinance) typically follows the Summary and Recommendation.

Reports

Reports (or their executive summaries) may be attached if they are needed for the board to consider and deliberate.

CHAPTER 13 Preparation for Committee Meetings

COMMITTEE MEETINGS

Traditionally, the board has established various committees based on specific subject matter to facilitate the board's consideration of district business. Committee structure and membership are proposed by the board president and confirmed by the board. This is done every year in December when the new board president assumes office. There is no legal requirement for the board to form committees.

Committee meetings serve as venues for developing and deliberating issues before they reach the entire board for consideration. A committee by itself can take no action; only the board can take action. Committees may provide on-going guidance to staff so long as that guidance is consistent with the broad policy direction set by the board.

As is done for board meetings, district staff prepares a detailed agenda packet summarizing the business to be transacted at each committee meeting. The agenda packets are delivered to committee members and alternate members and are also made available to the public at that time.

SCHEDULING AND ATTENDANCE

Standing committee meetings generally are scheduled monthly, quarterly, or annually depending on the needs of the district. Monthly committee meetings in particular occur on a fixed schedule (e.g., the Thursday following the first board meeting of each month). Committee meetings generally occur during daytime work hours or immediately after (starting times approximately from 8:00 a.m. though 6:00 p.m.).

Many directors are employed or conduct their own business during those hours and may have expected or unexpected conflicts in schedule between committee meetings and their own employment or business needs. However, rescheduling committee meetings due to conflicts in directors' schedules can make it difficult for the public to attend, create scheduling difficulties for interested parties and consultants who are often present for discussion of an item, and increase the workload for district staff.

To minimize these impacts while allowing flexibility for directors, the following scheduling principles should be kept in mind:

- The public has a right to easy, timely, and predictable access to the deliberations of the board of directors and its committees.
- The district shall schedule and hold committee meetings only when needed to conduct district business.
- To the greatest extent practical, committee meetings should be scheduled on a regular, predictable basis. Directors and staff should make a deliberate effort to attend committee meetings as scheduled.

- Often a director or key staff member knows of an upcoming schedule conflict well in advance. Examples are planned business trips or vacations, conference attendance, or other activities in which the district has a business interest.
- Both directors and staff have a responsibility to bring such conflicts in schedule to the attention of others affected so that a committee meeting can be rescheduled well in advance.
- Directors may, within the requirements of the Brown Act, attend a committee meeting via teleconference when they are unable to attend in person. Directors should make teleconferencing arrangements with staff well in advance and always before agendas are posted so the requirements of the Brown Act are satisfied.

If a director is unable to attend a committee meeting as scheduled, it is his/her responsibility to consider the options in the following priority order:

1. Ask the alternate to attend the meeting.
2. Arrange for attendance at the meeting via teleconference.
3. Do not attend, recognizing that a committee meeting can be held with only one member.
4. As a last resort, request rescheduling, realizing that this may impact the public, support personnel and consultants, and district staff. The other committee member must agree to the new schedule.

Guidelines for Cancelling Committee Meetings

To minimize the cost and administrative burden associated with preparing agendas for committee meetings, the following guidelines and process shall be employed to cancel committee meetings:

- Committee meetings will be cancelled if there is no business to be discussed.
- Committee meetings will be cancelled if the business that is to be conducted is judged by the general manager to be routine and non-controversial.
- Committee meetings will be cancelled if the business that is to be conducted is not time sensitive and can wait until a subsequent committee meeting.
- Committee meetings will be cancelled if the agenda consists entirely of information items (in which case the information reports shall be transmitted to the committee members).

Committee meetings will be canceled by proper notice posted in accordance with the Brown Act provided that district staff has notified the committee members of a proposed cancellation and no committee member objects within a 24-hour period. If a committee member objects, the committee member should identify the item(s) they would like to see placed on the agenda.

Posting

For regular meetings, agenda packets are prepared and posted on the Friday immediately preceding the week in which the committee meets. This is required for regular meetings held on Monday afternoons and conservatively meets the posting requirements for meetings on any other day of the week. For regular meetings held on Monday mornings, the agenda is posted on the previous Thursday to meet the 72-hour posting requirement.

For special committee meetings, there is a 24-hour posting requirement. It is the district's administrative goal to post agendas for all special committee meetings on the Friday immediately preceding the week in which the committee meets or earlier, conservatively meeting the requirement. Occasionally, the need for a special committee meeting arises mid-week; in those cases, the agenda must be posted 24 hours in advance of the meeting.

Additions to Committee Agendas

A committee may, on a two-thirds vote (unanimous for a two-member committee), add an item to the agenda of that committee meeting if the need to discuss that item became known after publication of the agenda and if the committee members who are present determine that there is a need for immediate action.

Posting Committee Agendas

The agenda packets for each committee are delivered to the committee members and alternate members on Friday or Saturday of the week preceding the meeting (or as soon as possible for a committee meeting newly scheduled mid-week). The full agenda for committee meetings is also posted on the district's website. The agenda packets are also made available to the public at the same time. Directors prepare for committee meetings by studying the agenda packet in detail in advance of the meeting.

Preparation

If a director has questions about the information in the packet, he/she should contact the general manager for clarification or for further explanation. Committee business is transacted in the most complete, efficient, and effective manner when directors have reviewed and understand the information and issues presented for consideration by the time they arrive at the committee meeting.

Format

Staff work on any given agenda item can be in various stages of completion at the time it is presented to the committee. Often the work is not in final form and the materials presented to the committee are less formal than those presented to the board.

The material presented to a committee may be in the form of a final or draft Summary and Recommendation, a memorandum from the general manager and/or district staff, executive summaries and/or excerpts from draft or final reports, simple tables, drawings, PowerPoint presentations, or similar work.

Staff will continue to work on items after the committee agenda has been posted. As a result, district staff will often bring additional written material to a committee meeting so as to present the latest information about the topic.

On occasion, the agenda will note, "Material to be available at the committee meeting." This is only done when the work is not completed by the preceding Friday. District staff strives to avoid this approach, as it compromises a committee member's ability to prepare properly for the meeting.

Anticipated Time

Staff estimates how long the committee will take to hear and transact the item. These estimates are intended to help manage time during committee meetings but do not limit the actual time the committee may spend on any item.

COMMITTEE RECOMMENDATIONS TO THE BOARD

A committee can make one of five recommendations to the board: approval, disapproval, neutral, no recommendation, and informational.

- A recommendation to approve is given when the committee endorses the general manager's recommendation or, alternatively, develops a recommendation of its own to present to the board. In the latter case, both the general manager's recommendation and that of the committee are presented to the board.
- A recommendation to disapprove is less common and occurs when board action is required on a matter (keeping in mind a committee cannot kill an item) or in those instances when the general manager's recommendation differs from the consensus developed by a committee.
- A neutral recommendation occurs in those instances when a committee is split on a matter; in such instances, the committee's discussions, if any, are summarized for the board.
- No recommendation occurs when the committee specifically decides not to make a recommendation; in such instances, the committee's discussions, if any, are summarized for the board.
- An informational recommendation is made when the committee desires input from the board in order to complete its deliberation; in this instance the item is calendared for discussion only by the board (no action) and subsequently returns it to the committee for additional discussion and deliberation.

CHAPTER 14

Use of Electronic Devices During Meetings

USE OF ELECTRONIC DEVICES DURING MEETINGS

District Furnished Devices and Service

Directors are encouraged to use appropriate electronic devices such as laptop and tablet computers for district business. The district boardroom is enabled as a Wi-Fi hotspot enabling any such devices being used by a director, staff, or the public to access the internet without incurring usage charges.

Access to Agenda Materials

All board and committee agendas (agenda face sheet as well as all attachments) are posted at the district office, as well as on the district's website (www.dsrsd.com), at essentially the same time. Board meeting minutes and committee meeting notes also are posted on the website, as are the recordings of district board meetings. Directors are encouraged but not required to download agenda material for board and committee meetings from the website, saving the district the cost of delivery. Directors should notify staff if they wish to not receive paper agenda materials.

Appropriate Use of Electronic Devices in Public Meetings

The appropriate use of electronic devices by directors can save money and increase the productivity of district staff. However, barring a personal emergency or similarly urgent situation, directors should not use such devices for any sort of communication (emailing, texting, checking voicemails, etc.) while a public meeting is in progress. Doing so carries risks, including the following:

- The integrity of the open meeting can be questioned by anyone concerned that a director is communicating with someone not present at the meeting, an audience member, or even a fellow director or staff, about an agenda item in a manner that is not available to all present at the meeting.
- A violation of the Brown Act may be alleged if a director is communicating electronically about an agenda item during a public meeting.
- If there is a Brown Act violation, the actions that the board took related to that violation can be invalidated.

CHAPTER 15

Effective Communications

A Director has many opportunities to communicate effectively. Openness, timeliness, directness, and truthfulness are the traits of good communication, regardless of the format or venue.

EFFECTIVE COMMUNICATIONS

General Guidelines

- Make no promises for the board or the district.
- Be aware of how various forms of communication affect how messages are received: formal versus informal, written versus verbal, in-person versus over the phone versus electronic. Strive to use each form at the appropriate time.
- Confer with the general manager when in doubt—staff is always available to advise you on how best to proceed.
- Maintain neutrality when required by not discussing nor commenting upon matters that are quasi-judicial in nature—such as, but not limited to, administrative hearings on personnel matters or environmental impact reports—until the entire record is presented to the full board is imperative that a director maintain an open mind on such matters until after all information has been entered into the public record and presented to the full board.

Communicating with the Public

- A director can always communicate with district constituents.
- Inform the general manager as soon as possible about concerns you hear from your constituents. Many times the concern can be handled administratively or is already a work in progress.
- Don't make personal commitments or promises for the district because only the board can commit the district to an action or policy.
- Understand that very often there is a fair amount of background to an issue and you may have heard only one perspective.

Communication with Other Agencies

- It is acceptable to attend meetings of other public agencies and it is good to introduce yourself so everyone knows you are present.
- If you are speaking for the district at another agency's public meeting, always clearly state that what you are saying has been approved by the board and do not deviate from the message and/or position.

- Be clear when the board has no position on an issue.
- Take opportunities to develop relationships but always in a way that supports board policy and avoids accusations of deal making.
- Be positive and cooperative in comments and attitudes about people and other agencies (particularly in public).
- Communicate in a way that builds positive relationships.

Speaking as a Private Individual

- If you speak as a private citizen at a public gathering, clearly state that you are doing so.
- Keep in mind that even when you say you are speaking as a private individual, many in your audience nevertheless hear your comments in light of your position as a director of the district.
- Apply common sense.
- Avoid personal statements that might be interpreted as district policy.
- Support district policy, avoiding personal statements that conflict with policy and identify when your personal opinions deviate from board policy as determined by the board majority.
- It is acceptable to speak as an individual on issues not related to district business, but make it clear that your remarks are solely your own.

Communicating with the Media

- If you choose to talk with the media, the following practices can help you present your thoughts effectively.
- Do not use the phrase, "No comment," as this phrase has been stigmatized and may be interpreted negatively.
- Feel free to refer media inquiries to the general manager or confer with the general manager prior to speaking with the media to ensure that you are fully briefed on the facts associated with the topic at hand.
- Feel free to use and ask staff to prepare talking points so as to convey a consistent message about district actions.
- Clarify when your view is dissenting, but support adopted board policy even when you are in the minority. Don't stimulate or inflame controversy.

- If you communicate with the media before you vote on a matter, you can inadvertently become a party to a serial meeting in conflict with the Brown Act if the media were to poll other directors and share with them your predisposition on a matter.

Communicating at Liaison Committees

- Liaison committees do not make policy, but simply gather information and present district policy. (If the district has no policy, say so.)
- Always bring the information back to the board.
- Communicate critical issues promptly to the general manager to avoid surprises.
- Officials at other agencies are busy, so liaison committee meetings should focus on current issues; avoid meeting just for meeting's sake (do need-based scheduling).

Communicating at Joint Powers Authority Meetings

- At meetings of a joint powers authority (JPA), your role is different from that of your role at a liaison meeting because you also serve as a director of the JPA, which is an independent governmental agency.
- When serving on a JPA board, the California Attorney General has opined and the Joint Powers Act suggests that a director has independent discretion apart from the agency board to which he/she was elected. In other words, a JPA director owes his/her primary duty to the JPA when acting in that capacity. However, since a district director serves on a JPA board at the pleasure of the district board, the district board can terminate the director's appointment to the JPA at its sole discretion and without a showing of cause for the termination of that appointment.
- Subject to the points above, if the district board has discussed a matter and arrived at a decision, the JPA representatives should advocate and vote as decided by the district board.
- Problems can arise when there is a conflict around a specific issue, either between the best interest of the JPA versus the best interest of the district or between the majority district position and the

representative's individual view. In such situations, prior consultation with the general manager and/or general counsel is advised.

- The board president considers the individual views of a director when suggesting appointments to JPA positions to avoid potentially awkward situations.
- If the representative knows there is a serious personal conflict, he/she can ask to be replaced by the alternate for those meetings dealing with the issues of concern.
- Matters discussed in a closed session of the JPA are subject to the same confidentiality obligations as a district closed session. However, there are certain exceptions and exemptions to this general rule. Specific concerns over what may be discussed with the district board and under what circumstances should be addressed with the general counsel.

Building Goodwill with Other Agencies

- Remain positive in outlook, comments, and tone, particularly in public.
- Work on building and improving positive relationships and mending previously strained relationships.
- Remember that the professional staff of the district and other agencies can, and do, work things out with input and guidance from their respective boards. Sometimes it may be more efficient not to say anything.
- Learn about and understand the interests and needs of the other agencies.
- Informal interactions help build connections better than formal interactions.
- Don't force relationships; work on them to the extent they are needed.
- There is an appropriate time and place for applying pressure to get desired results; grandstanding at public meetings rarely achieves this purpose.
- Whatever happens, model good behavior, keep communications professional and civil, and always show others the same respect you hope to receive in return.

Communicating in Writing

Refer to and follow the Board Correspondence Policy and consult with the general manager on all correspondence and other written communications. In addition:

- **Corresponding as an individual director related to district business.** Directors may send correspondence stating their personal views related to district business (and may use their title as a director). Such correspondence should clearly state that the statements are the view of the sending director and not the official position of the district. The sending director should convey a copy of such correspondence to the general manager and/or district secretary who shall circulate it to the other directors for their information. When corresponding as an individual, the director may not use district letterhead, the district logo or seal or any functional electronic equivalent thereof.
- **Corresponding as an individual director unrelated to district business.** Directors may send correspondence to other public agencies if the correspondence states that it is being sent by the director as a private citizen and represents their personal views on a public matter that is not related to district business. While not required, the director is encouraged to provide a copy of such correspondence to the general manager and/or district secretary.

Communicating Electronically

- All communications to and from a director related to district business, including email, mobile-to-mobile texting, mobile instant messaging, computer-based instant messaging, chat logs, and similar modes of electronic communication, could be considered a public record (even those originating from personal email) and are subject to disclosure under the Public Records Act to the same extent as traditional written materials.
- Electronic communications are potentially discoverable if legal proceedings are involved.
- Keep in mind that these forms of electronic communication are often retained by and can be retrieved from electronic devices, software programs, and/or the companies that provide such services, even if deleted from display.

- With constituents and other agencies, generally it is better to communicate in person rather than through email. When you communicate face to face, the other party is more likely to interpret your message correctly.
- When you receive an email related to district business, consider:
  - Copying the email (and any response you make) to the general manager;
  - Using the email response as an opportunity to open a subsequent verbal communication with the constituent; and
  - Referring the matter to the general manager for assistance in preparing a response (with suggestions for what might be included in the response).
- When writing back, refer to and rely on board policy to address the concerns raised.
- Be careful about using *Reply to All* and features that automatically fill in email addresses when emailing or posting on discussion boards, social media messages, and social networking sites. This can lead to inadvertent serial meetings that are prohibited by the Brown Act.

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POLICY
Fairfield-Suisun Sewer District

Policy No.:	xxxx	
Type of Policy	**Board Policy**	
Policy Title:	**Director Travel and Expenses**	
Policy Description	**Reimbursement of Travel and related expenses incurred by Directors while on District business**	

Approval Date:		Last Review Date:	
Approval Resolution No.:		Next Review Date:	
Rescinded Resolution No.:		Rescinded Resolution Date:	

As established in Resolution 2007-13, Resolution 06-16, and Resolution 04-39, the Board of Directors is authorized to attend the regular meetings of the California Association of Sanitation Agencies (CASA) and to be reimbursed for expenses and to be compensated for each day of service while attending the conference.

Expenses for travel other than CASA must be approved by the Board of Directors.

It is the Policy of the Fairfield-Suisun Sewer District that:

- Expenses for travel other than CASA must be approved by the Board of Directors.
- Each Director shall exhibit good judgment in the matter of travel and incidental expenses, and shall have proper regard for the propriety and economy of conducting District business.
- To reimburse reasonable and actual travel and/or incidental expenditures of Directors incurred when they are on District business.
- That travel to and attendance at California Association of Sanitation Agency (CASA) conferences by Directors shall be consistent with the approved budget of the District.
- A day-of-service includes participation in the CASA or training provided by the California Sanitation Risk Management Authority.
- Directors arrange and prepay for their own travel.
- District staff, if requested by a Director, will reserve a hotel room and conference reservation using District credit card
- That expenditures of Directors for travel shall be allowed in general accordance with the following criteria:

  Registration Fees: A registration or similar fee charged by the organizers of CASA conference is allowable.

Preliminary

Lodging: Amounts equivalent to the cost of a standard single occupancy room at the hotel or motel at which the conference or meeting is held or comparable nearby lodging are allowable. Conference rate if available at the time of booking and if one has been established

Transportation:

Air Travel: Amounts equivalent to the cost of coach class round-trip airfare from Oakland, San Jose, Sacramento or San Francisco to an airport reasonably near the destination are allowable.

Rental Cars: The cost of a mid-size rental car at a destination is allowable.

Private Automobiles: Travel to and from a destination more than 15 miles from the District office using private automobiles is allowable at the IRS mileage rate. This applies so long as the amount so calculated does not exceed the cost of pre-purchased round-trip coach class airfare plus ground transportation that would be incurred for the same trip. If that is the case, the expense shall be limited to the cost of pre-purchased (rate established four weeks in advance of the travel) round-trip coach class airfare plus estimated ground transportation.

When more than one District official travels in the same private automobile, allowance will be made to only the owner or lessor of the vehicle used. No credit for airfare or the avoided cost of a second automobile shall be paid to the second person.

If the General Manager determines that air transportation is not feasible due to work schedules, time involved or other similar reasons, an allowance for the use of a private automobile shall be determined on the basis of the IRS mileage rate and shall not be subject to the limitation specified herein.

Tolls and Parking: Tolls, parking and other similar charges are allowable; parking shall be at "non-valet" and "long term" rates when available.

Public Transportation / Taxis: Expenses for public transportation or private "for hire" ground transportation at the destination, to and/or from the destination and/or to or from the departure airport are allowable.

Meals: Actual and reasonable costs of meals while traveling are allowable up to the limits set herein.

No costs for any alcoholic beverages shall be eligible for reimbursement.

A maximum daily reimbursement for meals while traveling is hereby established at $62. Actual reimbursement including tax and tips will be based upon actual receipts submitted. The maximum daily reimbursement will be reduced in the following amounts to reflect pre-paid meals: $12 for breakfast, $16 for lunch and $34 for dinner. [or…. A maximum daily reimbursement for meals while traveling is hereby established at the Meal and Incidental Expense Rate for the destination city as established by the United States General Services Administration]

The maximum daily reimbursement shall also be reduced by the amount associated with the meals that a Director would normally have taken on his or her personal behalf before departure or after their return. Receipts for meals shall provide a detailed listing of the charges.

Incidental Expenses: Reasonable incidental expenditures related to travel or the conduct of District business in amounts less than $5.00 per item are allowable without receipt. These include items such as parking at meters, baggage handling, use of hotel fax services, phone charges, etc., and other similar expenses.

Preliminary

If a receipt is lost, the Director shall so note that on their expense report along with a brief explanation and their estimate of the expense; in such cases copies of credit card statements and/or checking account charges that show the date and amount of the charge and the payee are acceptable substitutes. The General Manager shall apply reasonable discretion, as supported by the evidence of the situation, and determine the actual amount to be reimbursed. (Example: a Director parks at the Oakland Airport for a three day trip but loses the parking receipt and paid cash. A reasonable estimate would be parking in Long Term Parking for a period from 90 minutes before scheduled departure of the flight to 60 minutes after actual arrival.)

No reimbursement is allowed for any direct or incremental expenses of family members or guests traveling with a Director. An example of an unallowable incremental expense is the added cost of upgrading a room or a rental car to accommodate a non-District traveling companion.

That allowable expenses as specified herein are only reimbursable for the time while the conference, business meeting, or other District business activity is occurring, with reasonable allowance for the need to arrive in advance of or depart after a conference or business meeting.

Receipts must be provided prior to reimbursement unless otherwise provided herein.

That the principal responsibility for compliance with this policy rests with each Director. The General Manager shall review all expenses submitted for reimbursement for conformance with this policy prior to approving payment. When necessary, the General Manager may exercise reasonable discretion in approving reimbursements related to unusual circumstances that are not in strict accordance with this policy but that in his judgment were necessary and prudent and were incurred while furthering the interests of the District. If a Director disagrees with the General Manager's determination, the Director submitting the reimbursement request shall refer the matter to the President of the Board (or Vice President if the expense sheet is that of the President) for consideration. A Director's reimbursement request shall be deemed an acknowledgement by that Director that the request, in the exercise of his or her judgment, complies with the terms of this policy, that any required approval of the Board was obtained in a timely manner, and that the Director has considered any issues that the General Manager has identified. If the matter is referred to the Board President (or the Vice President as the case might be), they shall approve the request unless they believe it substantially deviates from this policy. Directors may appeal any disapproved reimbursement by the President or Vice President by submitting the matter to the Board as an agenda item at a regular meeting not later than 60 days after the day for which reimbursement is requested.

That the General Manager shall administer this policy and shall institute appropriate accounting and control procedures to ensure the policy is being followed.

This policy supersedes all previously adopted District policies related to reimbursement for travel and incidental expenses.

Preliminary