

TOMALES VILLAGE COMMUNITY SERVICES DISTRICT

BOARD OF DIRECTORS HANDBOOK

WORKING DRAFT



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(This should be signed by all Directors and kept on file at the District Office)	

1. **Tomales Village Community Services District Board of Directors Policy Manual**

1.1. Mission Statement for the Board of Directors

The mission of the Board of the Tomales Village Community Services District (TVCS D) is to maintain the highest ethical standards for its Board members and staff while providing quality wastewater and recreation facilities in a fiscally responsible manner for the community of Tomales.

The proper operation of the District requires decisions and policy to be made within the proper channels of governmental structure, that public office not to be used for personal gain, and that Board members remain objective and responsive to the needs of the public they serve. Accordingly, it is the policy of the District that Board members and District staff will maintain the highest ethical standards.

The Board further finds that the common good is best served when all policies are based upon the most complete information that can be assembled, the counsel of reliable, independent experts is sought, and the District is administered fairly, objectively and without deference to special or self-interests.

1.2. Purpose of Board Policies

It is the intent of the Tomales Village Community Services District's Board of Directors to maintain a Manual of Policies. Contained therein shall be a comprehensive listing of the Board's current policies; which are the rules and regulations enacted by the Board. This policy manual will serve as a resource for directors, staff and members of the public in determining the manner in which matters of District business are to be conducted.

If any policy or portion of a policy contained within this manual is in conflict with rules, regulations or legislation of an entity that has authority over TVCS D, said rules, regulations or legislation shall prevail. This Policy Manual replaces and supersedes all previous board policies.

1.3. Adoption/Amendment of Policies

This manual cannot anticipate every situation, nor can it provide information that answers every possible question. Additionally, circumstances will undoubtedly require that guidelines, practices, and benefits described in this manual change. Accordingly, the Board of Directors reserves the right to modify, supplement, or rescind any provision of the manual, as it deems necessary.

Adoption of a new policy or an amendment to an existing policy may be initiated by any Director, or by the Administrator. The proposed adoption or amendment is initiated by submitting a written draft of the proposed adoption or amendment to the Administrator, and requesting that the item be included on the agenda of the appropriate meeting of the Board of Directors. Policies and procedures cannot be amended, altered or modified in any way by

oral statements. Adoption of a new policy or amendment of an existing policy shall be accomplished at a regular meeting of the Board of Directors and shall require a 4/5 affirmative vote of the entire Board of Directors.

2. Board of Directors

2.1. Basis of Authority

The Board of Directors is the governing body of the District. The Board shall act only at its regular meetings, regular adjourned meetings, special meetings or emergency meetings. All meetings are to be properly noticed in accordance with The Ralph M. Brown Act (Government Code Sections 54950 and following).

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

2.2. Elections for Board of Directors and Oath of Office

TVCS D's Board of Directors is elected by registered voters within the District's boundaries. The District holds odd year elections for selected seats on the Board. Directors are usually elected to four (4) year terms unless otherwise stated. The District's elections are organized and published through the Marin County Elections Department.

Individuals who are elected to the Board of Directors shall take office at Noon on the 1st Friday in December following the election. Individuals who are appointed take office when they are sworn into office. The Oath of Office shall be administered by the Administrator. Oaths may be taken as schedules allow or at a Board meeting. If the oath is taken outside of a meeting, the Board Secretary shall report as such at the next regular Board meeting. The Oath of Office form, provided by the Marin County Elections Department, shall be signed by the Director and the Board Secretary. The original is retained by the Director being sworn in, a copy is kept on file at the District office, and a copy is sent to the Marin County Elections Department.

The members of the Board of Directors, and persons elected or appointed but who have not yet assumed office as members of the Board, will fully comply with the provisions of The Brown Act at all times.

2.3. Officers of the Board

At the first regular Board of Directors meeting following the election, the Directors shall elect one of their members as Board Chair and another member as Vice Chair. Term of office for each shall be two years. The elected Board Chair and Vice Chair may succeed him or herself in office for a maximum of four terms, upon being duly re-elected by the Board each

term. Should the Board Chair or Vice Chair vacate his/her term, a replacement shall be appointed at the next regular or special meeting by a majority vote of the Board to complete the term of the replaced officer.

2.4. Filling of Vacancy(s) on the Board

From time to time, a vacancy may occur on the Board for a variety of reasons. This policy is established to provide general guidelines and procedures for filling a vacancy on the Board. Under Government Code §1780, the District has a total of sixty (60) days in which to take action.

Upon being informed of the resignation or death of a member of the Board, the Board of Directors shall consider how to act to fill the vacancy, either by appointment or by calling a special election. The District shall notify the Marin County Elections Official of the vacancy no later than fifteen (15) days after the District Board is notified of the vacancy.

In cases where the Board decides to appoint a replacement to the Board, the District may publish a public notice of a vacancy and the process for considering candidates. The Board may establish an application and interview process including requiring a resume or application form detailing qualifications and experience of the candidates. The District shall post the notice of vacancy in at least three conspicuous places in the District at least fifteen (15) days before the Board makes an appointment. If the Board makes an appointment, the District shall notify the Marin County Elections Official within fifteen (15) days.

The Board may review and invite those candidates that a majority of the Board determines are the most qualified of all of the candidates for an interview before the Board at a public noticed meeting. The Board may then consider the interviewed candidates and vote to determine if a majority of the Board can agree on a selected replacement candidate. A Director appointed to fill a vacancy that occurs the first half of a term of office and at least 130 days prior to the next general district election shall serve until the next scheduled election that takes place at least 130 days after the vacancy, and thereafter until the duly elected Director has been qualified. A Director appointed to fill a vacancy that occurs during the first half of a term of office but less than 130 days prior to the next general district election, or that occurs during the second half of a term of office, shall serve until the expiration of the term of office.

If the Board of Directors chooses to call a special election, the Board must do so within sixty (60) days of notification of the vacancy or the effective date of the vacancy, whichever is later. All costs for any election shall be identified for consideration by the Board in making the decision of appointment or election.

If the Board fails to take action within sixty (60) days or if there is a lack of a quorum to take action, Government Code §1780 provides that the Marin County Board of Supervisors may appoint a successor to fill the vacancy.

3. Duties of the Board of Directors

3.1. Duties of the Board Chair

The Chair of the Board of Directors shall serve as chairperson at all Board meetings. He/she shall have the same rights as the other Directors in voting, introducing motions, resolutions and ordinances, and any discussion of questions that follow said actions. The Board Chair cannot move or second any motion. If the Board Chair wishes to move or second a motion he/she must pass the gavel to the Vice-Chair and step down as the presiding officer for that particular agenda item.

Responsibilities of the Board Chair regarding administrative tasks of the District include:

- a) Sign all instruments, act and carry out stated requirements and the will of the Board;
- b) Sign the minutes of the Board meetings following their approval;
- c) Call such meetings of the Board as he/she may deem necessary, giving notice as prescribed by law;
- d) Coordinate the preparation of meeting agendas with the Administrator and Board Secretary;
- e) Confer with the Administrator or designee on crucial matters which may occur between Board of Directors meetings;
- f) Be the Spokesperson for the Board; and
- g) Perform other duties as authorized by the Board.

The Board Chair shall have the following duties regarding meetings of the Board:

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

3.2. Duties of the Vice Chair

The Vice Chair shall act if the Board Chair is absent or unable to act and shall exercise all of the powers of the Board Chair on such occasions.

3.3. Duties of All Board Members

If the Board Chair and Vice Chair of the Board are both absent, the remaining members present shall select one of themselves to act as chairperson of the meeting.

Directors shall thoroughly prepare themselves to discuss agenda items at meetings of the Board of Directors. Information may be requested from staff or exchanged between Directors before meetings. Requests by individual Directors for substantive information and/or research from District staff will be channeled through the Administrator.

Information that is exchanged before meetings shall be distributed through the Administrator, and all Directors will receive all information being distributed. Copies of information exchanged before meetings shall be available at the meeting for members of the public in attendance. If the information is requested after the meeting is adjourned, the public may request the information in writing from the Administrator, either by mail or e-mail.

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

Directors shall defer to the chairperson for conduct of meetings, but shall be free to question and discuss items on the agenda. All comments should be brief and confined to the matter being discussed.

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

Directors shall abstain from participating in consideration of any item involving a personal or financial conflict of interest. However, unless such a conflict of interest exists, Directors should not abstain from the Board's decision-making responsibilities. For more information regarding Conflicts of Interest, see Section 12.01 of this policy manual.

3.4. Authority of Individual Board members

All powers of the District shall be exercised and performed by the Board as a body. Individual Board members, except as provided in this manual or otherwise authorized by the Board, shall have no independent power to act for the District, or the Board, or to direct staff of the District. As individuals, Board members may not commit the District to any policy, act, or expenditure.

The District will have liability insurance for Board members. However, the insurance shall not cover liability for Board members acting outside the scope of their responsibility and nothing in this policy manual exonerates an official from liability for injury caused by that individual's own wrongful conduct (Government Code Section 820.9).

4. Employees and Consultants

4.1. Principal Employees of the Board of Directors

The Board shall, as necessary, appoint an Administrator, a Treasurer, a Board Secretary, Legal Counsel(s) and an Auditor. The Administrator may act as Board Secretary and/or Treasurer but no sitting Director shall be appointed as Administrator or Board Treasurer. The Administrator, Board Secretary, or a third party who is not a Director may be appointed as the District Treasurer. (Govt. Code § 61040(e).)

4.1.1. Administrator

The District's Administrator shall be responsible for:

- a) The implementation of policies established by the Board of Directors for the operation of the District;
- b) The appointment, supervision, discipline, and dismissal of the District's employees, staff or contractors authorized by the Board;
- c) The supervision of the District's facilities and services; and
- d) The supervision of the District's finances.

The District's Administrator serves at the pleasure of the Board, under contract approved by the Board. The Board will provide policy direction and instruction to the Administrator on matters within the authority of the Board during duly-convened board meetings. Members of the Board will deal with matters within the authority of the Administrator through the Administrator, and not through other District staff. Members of the Board will refrain from making requests directly to District employees (other than the Administrator) to undertake analyses, perform other work assignments or change the priority of work assignments. As members of the public, Directors may request non-confidential, factual information regarding District operations from District employees. If requesting public records, Directors must follow TVCSD's Request for Public Records Policy.

4.1.2. District Treasurer

The Board will, after considering the recommendation of the Administrator, appoint the District's Treasurer. The position of District Treasurer is required by state law (Government Code Section 61050(b)) if the Board has designated an alternative depository for its funds pursuant to Government Code Section 61053, such that the Marin County Treasurer is not serving the District. The Board may appoint the Administrator or another party who is not a Director to act as District Treasurer. The Board shall require the District Treasurer, if any, to be bonded. The District shall pay the cost of the bonds (Government Code Section 61050(f)).

Duties and responsibilities of the District Treasurer:

- a) Adopt a system of accounting and auditing that shall completely and at all times show the District's financial condition and that shall adhere to generally accepted accounting principles;
- b) Be a full member of the standing Finance Committee;
- c) Follow the procedure for drawing and signing checks for payroll and claims against the District ;
- d) Determine if claims and demands against the District conform to the District's approved budget;

4.1.3. Board Secretary

The Board shall appoint the Board Secretary at a regular meeting of the Board. The Secretary performs the duties outlined below and any other duties assigned by the Board.

Duties and Responsibilities of the Board Secretary:

- a) In regard to Board of Directors:
 - i. Certify or attest to actions taken by the Board when required;
 - ii. Give the Oath of Office to all incoming Board members; and
 - iii. Be responsible for receiving, forwarding and retaining statements of economic interest (700 Form) or campaign statements in accordance with California Code Regulations, Title 2, Section 18227.
- b) In regard to Board Meetings:
 - i. Post and publish all notices and agendas as required by law;
 - ii. Prepare and distribute agenda packets for all Board meetings according to TVCSD policy, which includes agendas, minutes, resolutions, ordinances, notices and other related matters;
 - iii. Attend all regular, special, emergency, and adjourned board meetings as well as standing committee meetings as required, record the meetings and take non-verbatim notes of business transacted in order to prepare the minutes; and
 - iv. Sign the minutes of the Board meetings following their approval.

c) In regard to the Office of the Board and Document Management:

- i. Provide input in formulating the budget of the office of the Board and have the authority to expend funds in accordance with the annual budget of the Board;
- ii. Manage the office of the Board and maintain confidential information and files;
- iii. Prepare reports, memoranda and other documents;
- iv. Serve as filing officer or filing official for the Board and District;
- v. Maintain resolutions, ordinances, Board approved policies and District agreements;
- vi. Attest to ordinances and resolutions;
- vii. Accept correspondence on behalf of the Board; and
- viii. Sign documents as directed by the Board on their behalf when given the authority, and sign all other items which require the signature of the Secretary.

4.1.4. Legal Counsel

The Board of Directors shall appoint a Legal Counsel to assist the Board and District in all applicable issues and activities. Legal counsel shall be the legal advisor of the District and shall perform such duties as may be prescribed by the Board of Directors. Legal Counsel is required to review and approve as to form District legal documents, i.e. contracts, agreements, etc. The Legal Counsel shall serve at the pleasure of the Board, and shall be compensated for services as determined by the Board.

Legal Counsel reports to the Board as a whole. In order to streamline legal services, one point of contact for the Board shall be appointed by the Board Chair. Legal Counsel shall also be available to the District's management for consultation on applicable issues and activities. Individual Board members may contact the District's legal counsel if they feel something illegal or inappropriate has occurred. However, Board members and TVCSD Management should use their best judgment before incurring legal fees.

4.1.5. Auditor

The District Auditor shall be appointed by the Board by a majority vote in a public meeting. The Board shall determine the duties and compensation of the Auditor. The Auditor shall serve at the pleasure of the Board. Selection of the Auditor shall be done in a noticed public meeting and at least every five (5) years. The auditor will be responsible for conducting an annual audit of the District's books, records, and financial affairs in accordance with state law. The Board may ask the auditor to present the findings of the annual audit at a regularly scheduled meeting of the Board. The auditor shall also prepare and submit the State Controller's Annual Report of Finances and supply electronic copies of the Annual audit of the Finances.

4.2. Other Officers, Employees, and Professional Consultants

The Board may also appoint and employ, fix the compensation of, and prescribe the duties and authorities of other officers, employees, attorneys, engineers, and other professional consultants as necessary or convenient for the business of the District.

5. Meetings: Time, Place and Manner

5.1. Regular meetings - Time & Place

Regular meetings of the TVCSD Board of Directors shall be the second Wednesday of each month. The meeting shall start at 6:00 PM. However, if a meeting date shall fall upon a legal holiday, the regular meeting shall be held on the next full business day or moved to a specified date set by the Board. Motion and approval by Board majority can reset the regular meeting to accommodate Directors' schedules.

5.2. Other Types of Meetings

5.2.1. Special Meetings

Special meetings may be called by the Board Chair or a majority of the Board. All Directors, the Administrator, and District Counsel shall be notified of the special board meeting and the purpose or purposes for which it is called. Said notification shall be in writing (agenda), delivered to them at least 24 hours prior to the meeting. Posting requirements for the public as outlined in The Brown Act shall be followed, including notifying those who have a written request on file with the District.

5.2.2. Emergency Meetings

In the event of an emergency situation involving matters upon which prompt action is necessary due to the disruption or threatened disruption of public facilities, the Board of Directors may hold an emergency special meeting without complying with the 24-hour notice required above. An emergency situation means a crippling disaster or threat of crippling disaster which severely impairs public health, safety, or both, as determined by the Administrator, Board Chair or Vice Chair in the Chair's absence.

Organizations and property owners who have requested notice of special meetings in accordance with The Brown Act shall be notified by at least one hour prior to the emergency meeting. In the event that telephone services are not functioning, the notice requirement of one hour is waived, but the Administrator, or his/her designee, shall notify such organizations and property owners of the holding of the emergency special meeting, and of

any action taken by the Board, as soon after the meeting as possible. No closed session may be held during an emergency meeting, and all other rules governing special meetings shall be observed with the exception of the 24-hour notice. The minutes of the emergency special meeting shall include a list of persons the Administrator or designee notified or attempted to notify, a copy of the roll call vote(s), and any actions.

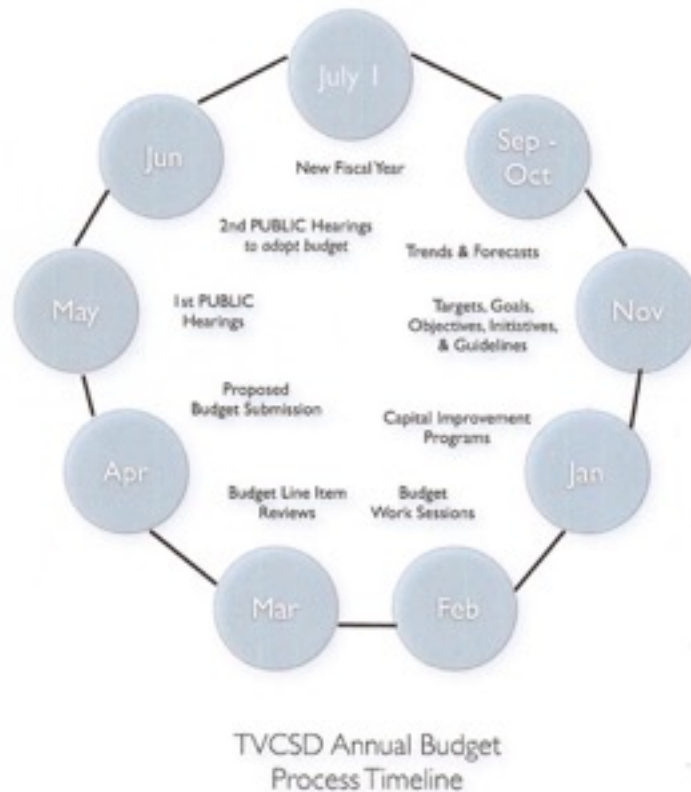
5.2.3. Adjourned Meetings

A majority vote by the Board of Directors may terminate any meeting at any place in the agenda to any time and place specified in the order of adjournment. If no Directors are present at any regular or adjourned meeting, the Administrator may declare the meeting adjourned to a stated time and place.

5.2.4. Budget Workshops

An annual budget proposal shall be prepared by the Administrator. The proposed budget for the following fiscal year will be based on previous spending and estimates from District staff of future expenses. Prior years' spending, personnel costs and CIP expenses shall be included for review.

Prior to review by the Board of Directors, the Board's Finance Committee shall meet with the Administrator and review the proposed annual budget in March of each year. The budget process is a fluid process and shall adhere to an established timeline as follows:



The proposed annual budget as reviewed and amended by the Finance Committee shall be reviewed by the Board of Directors at a special budget session or regular meeting in April. In accordance with California Government Code (CGC) Section 61110, a notice shall be published in a newspaper of general circulation in the District at least two (2) weeks prior to the first public hearing in May stating the following:

- a) The Board has adopted a preliminary budget or the Administrator has prepared a proposed final budget, which is available for inspection by the public by calling the District office during working hours and requesting a copy.
- b) The date, time, and place when the Board of Directors will meet to adopt the final budget.
- c) Any person may appear at the meeting and be heard regarding any item in the budget or regarding the addition of other items.

The proposed annual budget as amended by the Board of Directors during its review shall be presented at a second public hearing and adopted by the Board's at its regular meeting in June.

This policy is meant to give a basic timeline to follow for budget preparation. CGC states a District may adopt a preliminary budget by July 1st. A final budget must be adopted by the

Board of Directors on or before September 1st. When a budget is passed, it shall be sent to the Marin County Auditor Controller's Office in accordance with CGC § 61110(f).

5.2.5. Annual Organizational Meeting

The Board of Directors shall hold an annual organizational meeting at its regular meeting in January. At this meeting the Board will elect a Board Chair and Vice Chair from among its members if the two year term is up, appoint members to the standing committees; adopt the schedule for regular board meetings which will include identifying and resolving any conflicts with holidays or other District activities, and identify any months where meetings will be canceled at the Board's discretion.

5.2.6. Workshops and Public Hearings

Board workshops and public hearings are held on an as needed basis or when required by law on specific subjects that are posted on the agenda. These meetings will be noticed according The Brown Act.

5.3. Board Member Attendance at Meetings

Directors make a commitment to attend monthly meetings and actively participate as a Board member. Directors shall attend all regular and special meetings of the Board unless there is good cause, as determined by the Board of Directors, for absence. Directors who will be absent for a meeting shall notify the Administrator and/or Board Secretary as soon as possible.

Vacancies can occur due to a variety of reasons. An office becomes vacant on the occurrence to the incumbent, before the expiration of a term, of any of the following events or any others listed in California Government Code Section 1770:

- a) Death;
- b) Physical or mental incapacitation due to disease, illness, or accident when there is reasonable cause to believe that the incumbent will not be able to perform the duties of his/her office for the remainder of the term;
- c) Resignation;
- d) Removal from office;
- e) Termination of residency within TVCSD District boundaries;
- f) Absence from the state without the permission required by law beyond the period allowed by law;
- g) Failure to discharge the duties of his or her office for the period of three consecutive months, except when prevented by sickness, or when absent with prior arrangements made with the Board;

- h) Conviction of a felony or of any offense involving a violation of his or her official duties; or
- i) Refusal or neglect to file the required oath within the time prescribed.

5.4. Compliance with The Ralph M. Brown Act

All meetings of the TVCSD Board of Directors and committees shall be open and public and all persons shall be permitted to attend any public meeting of the Board of Directors except as provided by law; provided, however, that closed sessions may be held when permitted by law.

5.5. Board Meeting Conduct

Meetings of the Board of Directors shall be conducted by the Chairperson in a manner consistent with the policies of the District. Section 8 “Rules of Order for Board and Committee Meetings”, contained within this policy manual shall be used as a general guideline for meeting protocol.

The conduct of meetings shall, to the fullest possible extent, enable Directors to:

- a) Consider problems to be solved, weigh evidence related thereto, and make wise decisions intended to solve the problems; and
- b) Receive, consider and take any needed action with respect to reports of accomplishment of District operations.

Provisions for permitting any individual or group to address the Board concerning any item on the agenda of a special meeting, or to address the Board at a regular meeting on any subject that lies within the jurisdiction of the Board of Directors, shall be as follows;

- a) Three minutes may be allotted to each speaker and a maximum of 15 minutes to each subject matter, though time limits may be changed by the Board Chair.
- b) No boisterous conduct shall be permitted at any Board meeting. Persistence in boisterous conduct shall be grounds for summary termination, by the Chairperson, of that person’s privilege of address.
- c) No oral presentation shall include charges or complaints against any TVCSD Board or staff member whether or not they are identified in the presentation by name or by another reference which tends to identify. All charges or complaints against any staff member, contractor or volunteer shall be submitted to the Administrator in writing. Charges or complaints against the Administrator or any Board member shall be submitted in writing to the Board of Directors.

Willful disruption of any of the meetings of the Board of Directors shall not be permitted. If the Chairperson finds that there is in fact willful disruption of any meeting of the Board such

that removal of the disruptive persons is not sufficient to restore order, he/she may order the room cleared and subsequently conduct the Board's business without the audience present.

- a) In such an event, only matters appearing on the agenda may be considered in such a session.
- b) After clearing the room, the Chairperson may permit those persons who, in his/her opinion, were not responsible for the willful disruption to re-enter the meeting room.
- c) Duly accredited representatives of the news media, whom the Chairperson finds not to have participated in the disruption, shall be admitted to the remainder of the meeting.

6. Agendas

6.1. Setting of Agenda

The Administrator and Board Secretary, in cooperation with the Board Chair, shall prepare an agenda for each regular and special meeting of the Board of Directors. Any Director may request any item to be placed on the agenda. Requests must be in writing (fax or email) and submitted to the Administrator or Board Secretary at least five (5) business days prior to the date of the meeting. Directors should submit the wording they want on the agenda and designate it as a discussion only item or action item.

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

- a) The request must be in writing and be submitted to the Administrator or Board Secretary with supporting documents and information, if any, at least five (5) business days prior to the date of the meeting.
- b) The Board Chair shall be the sole judge of whether the public request is or is not a "matter directly related to District business" and shall decide, in consultation with the Administrator, whether or not to include the item on the agenda.
- c) No item that is legally a proper subject for consideration by the Board in closed session will be accepted under this policy.

This policy does not prevent the Board from hearing public comments at regular and special meetings of the Board on matters which are not on the agenda which a member of the public may wish to bring before the Board.

6.2. Notice Requirements and Distribution for Agendas and Agenda Packets

The Board Secretary shall prepare and post agendas for each meeting as required by The Brown Act and shall develop an agenda packet which will contain all documents related to the items listed on the agenda. Agendas shall be posted conspicuously for public review at the Deli, the Tomales Village Post Office, and the TVCSD website. Agendas and packets will be posted and made available as follows:

6.2.1. Regular Meetings

At least 72 hours prior to the time of all regular meetings, an agenda, which includes all matters on which there may be discussion and/or action by the Board, will be posted. Agenda packets will be made available for Board members' review 3 days before each regular meeting (starting at Noon on the Saturday preceding a Wednesday meeting). Agenda packets will be made available to the public at the same time by delivery to two designated community members.

6.2.2. Special Meetings

The agenda for a special meeting shall be posted at least twenty four (24) hours before the meeting in the same locations as for regular meetings. Agenda packets for special meetings will be available to the Board and the public as soon as they are created, usually no less than ten (10) hours before the special meeting.

6.2.3. Emergency Meetings

The agendas for Emergency meetings shall be posted no less than one (1) hour before the meeting in the same locations as for regular meetings. Emergency meetings are called only if there is an issue that severely impairs public health, safety or both, as determined by the Administrator or a majority of the Board.

6.3. Additional Distribution

Agendas shall be mailed or sent by electronic media to any person who has on file with the District a written request to receive agendas, after the District has received payment of the appropriate fees to cover either faxing or mailing of said agendas. There will be no fee if the agenda is sent electronically.

6.4. Agenda Change

The Board may take action on an item that is not on the agenda by first identifying the item and upon a determination by a two-thirds vote of the members of the Board of Directors present at the meeting, or, if less than two-thirds of the members are present, a unanimous vote of those members present, that there is a need to take immediate action and that the need for action came to the attention of the local agency subsequent to the agenda being posted, as specified in California Government Code Section 54954.2(b).

6.5. Public Comment on Agenda Items

Any member of the public may address the Board on any item on the agenda at the time that item is being considered by the Board. The Board Chair will ask for public comment before a vote is taken on any item. Speakers will be limited to three (3) minutes per agenda item as monitored by the Board Secretary. Additional time may be extended by the Board Chair. Speakers shall not be allowed to “split” their time, nor shall they be permitted to “reserve” all or any portion of their allotted time. If any person fails or refuses to abide by these rules, causing disruption of the meeting, the Board Chair, after warning the speaker, may declare that the speaker is disrupting, disturbing or impeding the orderly conduct of the meeting and order the speaker to leave the meeting room.

6.6. Public Comment on Items not on the Agenda

Any member of the public may address the Board on any item of interest to the public within the jurisdiction of the District that is not on the agenda, subject to the time limits and restrictions for public comments on agenda items. No action shall be taken on any item not appearing on the agenda except as set forth in Section 6.04 above. The Board shall not engage in debate, dialogue, or take action on any matter brought to its attention under public comment, except to refer the matter to staff or to determine that the matter should be included on a future agenda for consideration and action.

6.7. Manner of Addressing the Board by an Individual

A member of the public addressing the Board may give his/her name, in an audible tone of voice for the record. All remarks shall be addressed to the Board as a body, not to any individual Director. Individuals addressing the Board shall follow the guidelines outlined in Section 5.05 (Board Meeting Conduct) of this policy manual.

6.8. Manner of Addressing the Board by a Group of Persons

Whenever a group of members of the public wish to address the Board on a single subject matter, the Board Chair may request that a spokesperson be chosen by the group to address the Board and, in case additional matters are to be presented at the same time by any member of that group, to limit the number of persons addressing the Board, so as to avoid repetition. The Board Chair may set a time limit for each side of an issue. Groups of persons addressing the Board shall follow the guidelines outlined in Section 5.05 (Board Meeting Conduct) of this policy manual.

6.9. Correspondence to the Board

All written or electronic correspondence addressed to the Board of Directors is to be sent to the District Office. Copies of the written or electronic correspondence and written

responses in reply thereto, if any, shall be distributed to each member of the Board together with the next regular agenda or at the next regular meeting of the Board, depending on date of receipt or response.

7. Minutes of Meetings

7.1. Minutes

The Secretary of the Board of Directors shall keep minutes of all meetings of the Board and any other meetings as required by The Brown Act.

Copies of a meeting's minutes shall be distributed to Directors as a part of the information packet for the next regular meeting of the Board, at which time the Board will consider approving the minutes as presented or with modifications. Once approved by the Board, the official minutes shall be kept at the TVCSD Office for reference. A backup electronic copy will also be kept by the Board Secretary.

Motions, resolutions or ordinances shall be recorded in the minutes as having passed or failed and individual votes will be recorded unless the action was unanimous. All resolutions and ordinances adopted by the Board shall be numbered consecutively, starting new at the beginning of each calendar year. In addition to other information that the Board may deem to be of importance, the following information (if relevant) shall be included in each meeting's minutes:

- a) Date, place and type of each meeting;
- b) Directors present and absent by name;
- c) Administrative staff present by name;
- d) Call to Order time;
- e) Time and name of late arriving Directors or early departing Directors;
- f) Names of Directors absent during any agenda item upon which action was taken;
- g) Summarial record of staff reports;
- h) Summarial record of public comments regarding matters not on the agenda, including names of commentators;
- i) Approval of minutes or modified minutes of preceding meetings;
- j) Summarial record as to each subject of the Board's deliberation;
- k) Resolutions and ordinances described as to their substantive content and sequential numbering;
- l) Record of all contracts and agreements, and their amendment, approved by the Board;
- m) Approval of the annual budget and mid-year budget adjustments;
- n) Approval of all policies, rules and/or regulations;

- o) Approval of all dispositions of District assets or purchases of District assets; and
- p) Time of meeting adjournment.

Approved minutes of the Board meetings shall be public records open to inspection by the public. The Board Secretary shall make the approved minutes available to any person who submits a written request as outlined in the TVCSD Public Records Request Policy and after receiving the appropriate fee for copies.

7.2. Recordings

Unless directed otherwise, an audio recording of all meetings of the Board of Directors will be made. The recordings shall be kept for a minimum of 30 days from the meeting date and approved by the Board. Recordings of Board meetings are kept for the Board Secretary's convenience. These recordings are not the official minutes of TVCSD Board meetings.

Members of the public may request to inspect the recordings of Board meetings without charge on a playback machine that will be made available by the District. A charge will be incurred if the customer requests a copy of the recording on CD or other media. Members of the public who wish to request/inspect audio recordings or copies of the minutes must follow the steps outlined in the TVCSD Public Records Request Policy.

8. Rules of Order for Board and Committee Meetings

8.1. General Rules of Order

Action items shall be brought before and considered by the Board by motion in accordance with this policy. These rules of order are intended to be informal and applied flexibly.

8.2. Obtaining the Floor

Any Director desiring to speak should address the Board Chair and, upon recognition, may address the subject under discussion.

8.3. Motions

Any Director may make or second a motion. If the Board Chair wishes to move or second a motion he/she must pass the gavel to the Vice-Chair and step down as the presiding officer for that particular agenda item. A motion shall be brought and considered as follows:

- a) A Director makes a motion;
- b) Another Director seconds the motion;
- c) The chairperson states the motion and opens the issue for discussion and debate by the Board;
- d) After the matter has been debated by the Board, the public is offered an opportunity to comment;

e) The Board Chair calls for a vote on the motion.

8.4. Secondary Motions

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

8.5. Motion to Amend

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

8.6. Motion to Postpone

A main motion may be postponed to a certain time by a motion to postpone, which is then seconded and approved by a majority vote of the Board.

8.7. Motion to Table

A main motion may be indefinitely tabled before it is voted on by motion made to table, which is then seconded and approved by a majority vote of the Board.

8.8. Motion to Refer to Committee

A main motion may be referred to a Board committee for further study and recommendation by a motion to refer to committee, which is then seconded and approved by a majority vote of the Board.

8.9. Motion to Close Debate and Vote Immediately

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

8.10. Motion to Adjourn

A meeting may be adjourned by motion made, seconded, and approved by a majority vote of the Board before voting on a main motion or at any point in the agenda.

8.11. Point of Order

If a Director believes order is not being maintained or procedures are not adequate, then he/she should raise a point of order, not requiring a second, to the chairperson. A point of order is a matter raised during consideration of a motion concerning the rules of parliamentary procedure. A point of order may be raised if the rules appear to have been broken. This may interrupt a speaker during debate, or anything else if the breach of the rules warrants it. The point is resolved before business continues. The point of order calls upon the Board Chair to make a ruling on the point of order. If the ruling of the Board Chair is not satisfactory to the Director, then it may be appealed to the Board. A majority of the Board will govern and determine the point of order.

8.12. Decorum

The Board Chair shall take whatever actions are necessary and appropriate to preserve order and decorum during all meetings of the Board. The Board Chair may eject any person making personal, impertinent or slanderous remarks, refusing to abide by a request from the Board Chair, or otherwise disrupting the meeting or hearing. The Board Chair may also declare a short recess during any meeting.

8.13. Amendment of Rules of Order

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

- a) Temporarily suspend these rules in whole or in part;
- b) Amend these rules in whole or in part; or,
- c) Both.

9. Board Actions and Decisions

9.1. Method of Action

The Board shall act only by ordinance, resolution, or motion, in accordance with TVCSD Policy. Actions by the Board of Directors include but are not limited to the following:

- a) Adoption or rejection of regulations or policies;
- b) Adoption or rejection of resolutions and ordinances.
- c) Approval or rejection of any contract or expenditure.
- d) Approval or rejection of any proposal which commits District funds or facilities, including employment and dismissal of personnel.
- e) Approval or disapproval of matters that require or may require the District or its staff to take action and/or provide services.

In addition, the Board may give directions that are not formal action. Such directions do not require formal procedural process. Such directions include the Board's directives and instructions to the Administrator. The Board Chair shall determine by consensus a Board

directive and shall state it for clarification. Should any two Directors challenge the statement of the Board Chair, a voice vote may be requested.

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

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

9.2. Majority Vote Required

Action can only be taken by the vote of the majority of the Board of Directors. Three (3) Directors represent a quorum for the conduct of business. Actions taken at a meeting where only a quorum is present, therefore, require all three votes to be effective (unless a 4/5 vote is required by policy or other law). A member abstaining in a vote is considered as absent for that vote.

- a) Example: if three of five Directors are present at a meeting, a quorum exists and business can be conducted. However, if one Director abstains on a particular action and the other two cast “aye” votes, no action is taken because a “majority of the Board” did not vote in favor of the action.
- b) Example: if an action is proposed requiring a two-thirds vote and two Directors abstain, the proposed action cannot be approved because four of the five Directors would have to vote in favor of the action.
- c) Example: If a vacancy exists on the Board and a vote is taken to appoint an individual to fill said vacancy, three Directors must vote in favor of the appointment for it to be approved. If two of the four Directors present abstain, the appointment is not approved.

9.3. Recordation of Vote Exceptions

For action taken by motion without the unanimous vote of all Directors present, the names of the ayes and noes shall be entered in the minutes. For passage of all ordinances and resolutions, the names of the ayes, and noes, abstain and absent shall be entered into the minutes of the Board. The Board Secretary may record the names without a roll call vote, unless such a vote is required by law or requested by a Director.

9.4. Items Previously Voted On

Unless an emergency situation exists, an item previously voted on by the Board of Directors shall not be brought back for consideration by the Board for a minimum of one (1) year without approval of a majority of the Board.

9.5. Execution of Ordinances, Resolutions and Policies

All approved ordinances and resolutions shall be signed by the Board Chair and attested by the Board Secretary. Adopted or revised policies shall have the date of adoption or revision listed on the bottom right-hand corner for verification purposes.

9.6. Deviations

No deviation from or failure to follow the procedures set forth in this code shall invalidate any action or decision of the Board of Directors unless such deviation or failure has substantially prejudiced the rights of an interested person.

10. District Records

10.1. Records

Public records of the Tomales Village Community Services District shall be open to inspection as provided in the California Public Records Act and TVCSD Public Records Request Policy.

10.2. Requests for Public Records and Costs

Individuals requesting copies of public documents shall be charged fifteen cents (\$.15) per page copied to defray expenses associated with the copying process. Copies of agendas and other writing (except for privileged documents) distributed to a majority of the Board of Directors at open Board meetings shall be made available to the public. Two copies of such documents shall be made in advance of each meeting and made available to the public by delivery to two designated community members at no charge. Additional public copies may be made available by written request 5 days prior to the Board meeting.

10.3. Board Member Requests for Records

In seeking clarification on informational items, Directors may directly approach professional staff members to obtain information needed to supplement, upgrade, or enhance their knowledge to improve legislative decision-making. However, requests by individual Directors for substantive information and/or research from District staff will be channeled through the Administrator.

10.4. Board of Directors' Use of Confidential Information and Records

The Brown Act sets forth provisions that require public officials to maintain the confidentiality of certain information (California Government Code Section 54963). The following paraphrases provisions of The Brown Act that are applicable to TVCSD:

- a) A Director is not authorized, without approval of the Board of Directors, to disclose information that qualifies as confidential information under applicable provisions of law to a person not authorized to receive it, that (1) has been received for, or during, a closed session of the Board, (2) is protected from disclosure under the attorney/client or other evidentiary privilege, or (3) is not required to be disclosed under the California Public Records Act.
- b) This section does not prohibit any of the following: (1) making a confidential inquiry or complaint to a district attorney or grand jury concerning a perceived violation of law by the District, an elected official or staff member, (2) expressing an opinion concerning the propriety or legality of actions taken by the District in closed session, or (3) disclosing information acquired by being present in a closed session that is not confidential information. Prior to disclosing confidential information pursuant to (1) or (2), above, however, a Board member will first bring the matter to the attention of either the Board Chair or the full Board, to provide the Board an opportunity to cure an alleged violation.
- c) A Director who willfully and knowingly discloses confidential information received by him/her in the course of his/her official duties for monetary gain may be guilty of a misdemeanor under Government Code Section 1098.

11. Committees

11.1. General Rules Governing Committees

The Board Chair shall appoint members of the Board to serve on Standing Committees at the District's Annual Organizational Meeting. Other Board members may attend committee meetings as observers in accordance with The Brown Act, but have no authority to participate in any way in committee discussions. Ad Hoc committees shall be formed as necessary by the Board Chair.

Committees should focus on matters which typically require extensive research and review, but not operate in such a way that they make management decisions better left to paid staff or the Board.

At the time the Board Chair forms a committee, he/she shall give instructions of the duties of that committee. Additional duties and functions may be delegated by the Board Chair, as needs arise.

The Board Chair may appoint members of the public and District consultants to serve on committees, as well as Board members. Committees shall give a report at the regular meeting of the Board of Directors and if a need to take action should arise, the committee shall bring a recommendation to the Board of Directors at any duly noticed meeting. The committee chairman shall notify the Administrator of items to be placed on the agenda where action is needed, if possible, five (5) business days prior to the meeting.

11.2. Standing Committees

Standing advisory committees, irrespective of their composition, have either a continuing subject matter jurisdiction, or a meeting schedule fixed by ordinance, resolution, or formal action of the Board of Directors. A standing committee, even if comprised of less than a quorum of the Board, is subject to The Brown Act. The District can appoint any number of standing advisory committees as deemed necessary.

11.2.1. Finance & Budget Committee

The Board's standing Finance/Budget Committee shall be concerned with the financial management of the District, including preparation of an annual budget and Capital Improvement expenditures.

11.2.2. Park Committee

The Board's standing Park Committee shall be concerned with the functions, activities, operations, and capital improvements of the Tomales Community Park.

11.3. Ad Hoc Committees

Ad hoc committees are temporary advisory committees composed solely of less than a quorum of the Board. The committee serves a limited purpose, which is not perpetual, and will be dissolved once its specific task is completed. An Ad hoc committee is not subject to the Brown Act (California Government Code section 54952(b)). The Board of Directors shall appoint such ad hoc committees as deemed necessary or advisable by the Board. The duties of the ad hoc committees shall be outlined at the time of appointment, and the committee shall be considered dissolved when its final report has been made. The appointment of an Ad Hoc committee shall include the term "Ad Hoc" in its title.

12. Board Conduct

12.1. Conflict of Interest

Public Officials are required to conduct the public's business free of prohibited conflicts of interest. Conflict of Interest laws are complicated and are periodically updated. TVCSD is

committed to keeping its elected officials informed of the requirements of conflict of interest laws. TVCSD's policies and procedures are consistent with the laws set forth in California Government Code Section 87100, and following, and provisions of the Fair Political Practices Act and Fair Political Practices Commission (FPPC) regulations.

- a) A Board member may not have a financial interest in a contract with TVCSD or be a purchaser at a sale by TVCSD or a vendor at a purchase made by the TVCSD, unless the Board member's participation was authorized under Government Code Section 1091 or 1091.5, or other provision of law.
- b) A Board member may not participate in the discussion, deliberation or vote on a matter before the Board of Directors, or in any way attempt to use his/her official position to influence a decision of the Board, if he/she has a prohibited interest with respect to the matter, as defined in the Political Reform Act, Government Code Sections 81000, and following, relating to conflicts of interest.
- c) A Board member may not accept honoraria or gifts that exceed the limitations specified in the FPPC regulations. Board members will report all gifts, campaign contributions, income and financial information as required under the provisions of the Fair Political Practices Act and FPPC regulations.
- d) If a member of the Board believes that he/she may be disqualified from participation in the discussion, deliberations or vote on a particular matter due to a conflict of interest, the following procedure will be followed:
 - i. If the Director becomes aware of the potential conflict of interest before the Board meeting at which the matter will be discussed or acted on, the Director will notify the TVCSD's Administrator and the TVCSD's legal counsel of the potential conflict, so a determination can be made whether it is a disqualifying conflict of interest.
 - ii. If it is not possible for the Director to discuss the potential conflict with the Administrator and legal counsel before the meeting, or if the Director does not become aware of the potential conflict until during the meeting, the Director will immediately disclose the potential conflict during the Board meeting, so that there can be a determination whether it is a disqualifying conflict of interest; and
 - iii. Upon a determination that there is a disqualifying conflict of interest, the Director (1) will not participate in the discussion, deliberation or vote on the matter, which will be noted in the meeting's minutes, and (2) leave the room until after the discussion, vote and any other disposition of the matter is concluded.
- e) A Board member will not recommend the employment of a relative by TVCSD. A Board member will not recommend the employment of a relative to any person

known by the Board member to be bidding for or negotiating a contract with TVCSD.

- f) A Board member who knowingly asks for, accepts, or agrees to receive any gift, reward, or promise thereof for doing an official act, except as may be authorized by law, may be guilty of a misdemeanor under Penal Code Section 70.
- g) Board members are prohibited from soliciting political funds or contributions at TVCSD facilities, or from District employees. A Board member will not accept, solicit, or direct a political contribution from District employees, officers, consultants, contractors, or vendors. A Director will not use the District's seal, trademark, stationary or other indicia of the District's identity, or facsimile thereof, in any solicitation for political contributions contrary to state or federal law (Government Code Section 3205).
- h) Any Board member appointed or elected to a public office of another public entity, the duties of which may require action contradictory or inconsistent with the interest of TVCSD, will resign from the office of their choosing.
- i) A Board member will not directly or indirectly use or attempt to use the authority or influence of his/her position for the purpose of intimidating, threatening, coercing, commanding, or influencing any other person for the purpose of preventing such person from acting in good faith to report or otherwise bring to the attention of the Administrator or the Board any information that, if true, would constitute: a work-related violation by a Board member or District employee of any law or regulation, gross waste of District funds, gross abuse of authority, a specified and substantial danger to public health or safety due to an act or omission of a District official or employee, use of a District office or position or of District resources for personal gain, or a conflict of interest of a District Board member or District employee.
- j) A Board member will not use or threaten to use any official authority or influence to effect any action as a reprisal against a TVCSD Board member or employee who reports or otherwise brings to the attention of the Administrator or Board of Directors any information that, if true, would constitute a work-related violation of any law or regulation, as listed above (Government Code Sections 53298 and 53298.5).

12.2. Code of Ethics / Ethics Policy

The Board of Directors of the Tomales Village Community Services District is committed to providing excellence in legislative leadership that result in the provision of the highest quality of services to its constituents and to comply with state laws. All Board members are required to comply with AB 1234 Ethics Training by successfully completing the required two hour training within the first six months of assuming office, and at least once every two years thereafter. The course will be an approved course provided by the SDRMA or one of its

approved vendors and submit a copy of the certificate of completion to the Administrator. In order to assist in the governance of the behavior between and among members of the Board of Directors, the following rules shall be observed:

- a) The dignity, style, values and opinions of each Director shall be respected.
- b) Responsiveness and attentive listening in communication is encouraged.
- c) The needs of the District's constituents should be the priority of the Board of Directors. When a Director believes he/she may have a conflict of interest, the District's legal counsel may be requested to make a determination if one exists or not.
- d) The primary responsibility of the Board of Directors is the formulation and evaluation of policy. Routine matters concerning the operational aspects of the District are to be delegated to professional staff members of the District.
- e) Directors should commit themselves to emphasizing the positive, avoiding double talk, hidden agendas, gossip, backbiting, and other negative forms of interaction.
- f) Directors should commit themselves to focusing on issues and not personalities. The presentation of the opinions of others should be encouraged. Cliques and voting blocs based on personalities rather than issues should be avoided.
- g) Differing viewpoints are healthy in the decision-making process. Individuals have the right to disagree with ideas and opinions, but without being disagreeable. Once the Board of Directors takes action, Directors should commit to supporting said action and not create barriers to the implementation of said action.

Directors should practice the following procedures:

- a) In seeking clarification on informational items, Directors may directly approach professional staff members to obtain information needed to supplement, upgrade, or enhance their knowledge to improve legislative decision-making. However, requests by individual Directors for substantive information and/or research from District staff will be channeled through the Administrator.
- b) In handling complaints from residents and property owners of the District, said complaints should be referred directly to the Administrator.
- c) In presenting items at Board meetings, follow proper procedure found in Section 6 of this manual.
- d) In handling items related to safety, concerns for safety or hazards should be reported to the Administrator or to the District office. Emergency situations should be dealt with immediately by seeking appropriate assistance.
- e) In seeking clarification for policy-related concerns, especially those involving personnel, legal action, land acquisition and development, finances, and programming, said concerns should be referred directly to the Administrator.

- f) When approached by District personnel concerning specific District policy, Directors should direct inquiries to the Administrator. The chain of command should be followed.

The work of the District is a team effort. All individuals should work together in the collaborative process, assisting each other in conducting the affairs of the District.

When responding to constituent requests and concerns, Directors should be courteous, responding to individuals in a positive manner and routing their questions through appropriate channels and to responsible management personnel.

Directors should develop a working relationship with the Administrator wherein current issues, concerns and District projects can be discussed comfortably and openly.

Directors should function as a part of the whole. Issues should be brought to the attention of the Board as a whole, rather than to individual members selectively.

Directors are responsible for monitoring the District's progress in attaining its goals and objectives, while pursuing its mission.

A Board member will not include false or misleading information in a candidate's statement for a general District election filed pursuant to Section 13307 of the Elections Code.

12.3. Violations of Ethics Policy

This section specifies the Board's options for enforcing its ethics policy, while being mindful that Board members are entitled to due process regarding allegations of wrongdoing. A perceived violation of this policy by a Director should be referred to the Board Chair or the full Board of Directors for investigation and consideration of any appropriate action. A violation of this policy may be addressed by the use of such remedies as are available by law to the District, including but not limited to: (a) adoption of a resolution expressing disapproval of the conduct of the Board member who has violated this policy, (b) injunctive relief, and (c) referral of the violation to the District's Legal Counsel and/or the Grand Jury.

12.4. Fair and Equal Treatment

Board members, in the performance of their official duties and responsibilities, will not discriminate against or harass any person on the basis of race, religion, color, creed, age, marital status, national origin, ancestry, gender, sexual orientation, medical condition or disability. A Board member will not grant any special consideration, treatment or advantage to any person or group beyond that which is available to every other person or group in similar circumstances.

12.5. Proper Use and Safeguarding of District Property and Resources

Except as specifically authorized, a Board member will not use or permit the use of District owned vehicles, equipment, telephones, materials or property for personal benefit or profit. A Board member will not ask or require a District staff member to perform services for the personal benefit or profit of a Board member or other staff member. Each Board member must protect and properly use any District asset within his/her control, including information recorded on paper or in electronic form. Board members will safeguard District property, equipment, information, moneys and assets against unauthorized use or removal, as well as from loss due to criminal act or breach of trust.

12.6. Membership in Associations

The Board of Directors shall ordinarily hold membership in and attend meetings of such national, state, and local associations as may exist which have applicability to the functions of the District, and shall look upon such membership as an opportunity for in-service training.

The Board of Directors shall maintain membership in the following associations and shall insure that annual dues are paid when due:

- a) California Special Districts Association
- b) California Rural Water Association
- c) California Water Environment Association
- d) Underground Service Alert - North
- e) Other associations whose membership dues are approved by a majority of the Board at a regular meeting or the annual budget session.

12.7. Training, Education and Conferences

Members of the Board of Directors are encouraged to attend educational conferences and professional meetings when the purposes of such activities are to improve District operation. Hence, there is no limit as to the number of Directors attending a particular conference or seminar when it is apparent that their attendance is beneficial to the District. When three or more members of the Board attend a particular conference or seminar, they are prohibited from discussing TVCSD business amongst each other so as not to violate The Brown Act.

Trips or tours for pleasure at the public's expense (also known as junkets) will not be permitted at any time or for any reason.

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

District. Cash advances or use of District credit cards for these purposes is not permitted. See details on compensation in the section below.

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

Expenses to the District should be kept to a minimum. All reimbursement requests must be submitted as outlined in the next section. A Director shall not attend a conference or training event for which there is an expense to the District if it occurs after the Director has announced his/her pending resignation, or if it occurs after an election in which it has been determined that the Director will not retain his/her seat on the Board. A Director shall not attend a conference or training event when it is apparent that there is no significant benefit to the District.

Upon returning from seminars, workshops, conferences, etc. where expenses are reimbursed by the District, Directors will either prepare a written report for distribution to the Board or make a verbal report during the next regular meeting of the Board. The report shall detail what was learned at the session(s) that will be of benefit to the District. Materials from the session(s) may be delivered to the District office to be included in the District's library for the future use of other Directors and staff.

12.8. Required Trainings for the Board of Directors

12.8.1.Ethics Training

All Directors, the Administrator, District Treasurer, and any future staff, shall receive two hours of training in general ethics principles and ethics laws relevant to public service within six (6) months of election or appointment to the Board of Directors, and at least once every two years thereafter, pursuant to Government Code sections 53234 through 53235.2.

This policy applies to all staff members that are designated by the Board of Directors and to members of all commissions, committees and other bodies that are subject to The Brown Act.

All ethics training shall be provided by entities whose curricula have been approved by the California Attorney General and the Fair Political Practices Commission and approved for CIP acknowledgement from SDRMA.

Directors shall obtain proof of participation after completing the ethics training. Any director that serves on the Board of another agency is only required to take the training

once every two years. The Administrator shall maintain copies of the Certificates of Completion indicating both the dates the Directors completed the ethics training and the name of the entity that provided the training. These records shall be maintained for at least five (5) years after Directors receive the training and are public records subject to disclosure under the California Public Records Act.

12.8.2. Harassment Prevention Training

California Assembly Bill 1825 requires harassment prevention training, which is mandatory for supervisory employees of special districts in California. The legislation requires employers to ensure that all managers and/or supervisory staff members receive at least two hours of training every two years. Board members employ and supervise the Administrator and are therefore required to complete the harassment prevention training.

Ethics and Harassment trainings are made available to TVCSD at no cost as a membership benefit of the California Special Districts Association (CSDA) and the California Rural Water Association. TVCSD staff shall contact these agencies and coordinate with Board members to schedule the trainings when necessary.

13. Board Compensation & Travel Expense Reimbursement Procedures

13.1. Purpose of Reimbursement Policy

It shall be the policy of the District to reimburse Directors for travel expenses that are necessary, reasonable, ordinary, legitimate, permissible, and actually incurred when traveling on authorized District business, provided the expenses are authorized pursuant to above, are fully documented by receipts or other records, and are itemized on an approved Request for Payment (RFP) form. It shall be the responsibility of each Director, within two (2) weeks after travel is completed, to submit a properly completed RFP together with supporting documentation in accordance with this Article. All documents related to reimbursable expenditures are public records subject to disclosure under the California Public Records Act.

13.2. Registration Fees

Registration fees for approved conferences, seminars, workshops and meetings shall be a District expense and shall be paid in advance directly by the District.

13.3. Transportation Costs

Transportation costs for approved travel shall be a District expense. If travel is to be completed by use of a personal vehicle, the vehicle owner shall submit to the District proof of adequate insurance prior to travel. When a personal vehicle is used, the owner will be compensated for mileage at the rates provided in Internal Revenue Service Publication 463

or any successor publication. When available, Directors shall use government and group rates offered by transportation providers. In the case of air travel, under no circumstances will the reimbursement for airfare exceed the cost of the lowest available round trip airfare from Oakland, CA to the meeting site.

13.4. Lodging Costs

Lodging costs for approved travel shall be an expense of the District. Where an overnight stay is required, Directors may arrange to have the District billed in advance for lodging expenses. If advance payment by the District is not possible, the Director may advance the payment for lodging costs. If lodging is in connection with a conference or organized educational activity, lodging costs shall not exceed the maximum group rate published by the conference or activity sponsor, provided that lodging at the group rate is available at the time of booking. If the group rate is not available, Directors shall use government rates, if available, or shall use comparable lodging that is consistent with the requirements of this policy. Under no circumstances will the reimbursement for lodging exceed the cost of the lowest available single occupancy rate, plus tax. In addition, no reimbursement will be made for extra services or entertainment purchased by a Director.

13.5. Meal Costs

Meal costs while on approved travel shall be an expense of the District. The maximum amount authorized for meal expenses for each day a Director is traveling to or from and/or is in attendance at a meeting, conference, or other activity authorized by the District shall be the current per diem amount for meals as provided in Internal revenue Service Publication 463 or any successor publication. Under no circumstances will the District pay for or reimburse any expenses for consumption of alcoholic beverages.

The following guidelines should be used for reimbursement of meals while traveling on TVCSD business. Special circumstances will be required to justify reimbursement for amounts above the following:

	Partial Day Travel	Full Day Travel
Breakfast	\$10.00	\$45.00/day
Lunch	\$15.00	
Dinner	\$20.00	

In order to be eligible for meal reimbursement, the following criteria must be met:

- a) For Breakfast: you must have started traveling prior to 7 a.m. or have stayed overnight.
- b) For Lunch: you must have started traveling prior to 11 a.m. or have stayed overnight. If the travel ends prior to noon, lunch expenses will not be eligible for reimbursement.
- c) For Dinner: you must have started traveling prior to 4 p.m. or have stayed overnight. If the travel ends prior to 6 p.m., dinner expenses will not be eligible for reimbursement.

13.6. Method of Payment for Travel Expenses

Payment for travel and other expenses incurred in connection with authorized District related business is to be made in accordance with the following procedure:

- a) **Advance Payments** - Where travel has been authorized by the Board, the District may pay per diem meal expenses to a Director in advance and may prepay the costs of transportation, lodging and registration directly to the vendor. Requests for prepayment should be made to the District's Administrator.
- b) **Use of District Credit Cards** - The District's credit cards shall not be used, directly or indirectly, by Directors.
- c) **Cash Reimbursement** - The District shall reimburse Directors for expenses incurred in connection with travel previously authorized by the Board, provided the expenses are fully documented by receipts or other records, and are itemized on an approved Request for Payment (RFP) form. The RFP and related documentation shall show detailed information regarding the date, nature and amount of the expense for all travel items except for per diem expenses. Lodging statements and other receipts pertinent to travel expenses shall be attached to the RFP so that any personal expenses can be identified and charged to the Director. A properly completed RFP with supporting documentation shall be submitted to the Administrator within two (2) weeks following the completion of the authorized travel.

13.7. Reports from Directors on Training

Directors shall provide brief reports on meetings attended at the expense of the District at the next regular board meeting.

13.8. Limitations

All expenses that do not fall within the travel reimbursement policies of this Article or within the reimbursable rates provided in Internal revenue Service Publication 463, if applicable, must be approved by the Board, in a public meeting, before the expense is incurred. Expenses associated with spouses, relatives, guests, friends, and/or any person

other than the Director, shall not be paid by the District, nor shall such expenses be passed through the District's accounting system.

13.9. Reimbursement of Miscellaneous items

On occasion, Board members may purchase items for the District in order to save personnel time and travel expenses for the District. Board members may only purchase items that the Board has approved at a regular Board meeting or items requested by the Administrator that cost less than \$500. Board members shall submit a "Request for Payment" form along with the original receipt for the item to the Administrator for processing. The Administrator shall follow proper procedure in verifying the purchase and issuing a check for reimbursement.

14. Public Complaints & Claims Against the District

14.1. Public Complaints

The Board of Directors desires that public complaints be resolved at the lowest possible administrative level, and that the method for resolution of complaints be logical and systematic. A public complaint is an allegation by a member of the public of a violation or misinterpretation of a District policy, state, or federal statute by which the individual has been adversely affected.

The method of resolving complaints shall be as follows:

- a) The individual with a complaint shall first discuss the matter with the TVCSD office staff, contractors or volunteers with the objective of resolving the matter informally.
- b) If the individual registering the complaint is not satisfied with the disposition of the complaint by the office staff, the complaint may be filed with the Administrator. Within a reasonable time, the Administrator shall meet with the person filing the complaint to resolve the matter. At the option of the Administrator, he/she may conduct conferences and take testimony or written documentation in the resolution of the complaint. The individual filing the complaint may request a written decision from the Administrator.
- c) If the individual filing the complaint is not satisfied with the disposition of the matter by the Administrator, a written complaint may be filed with the Board of Directors within ten (10) days of receiving the Administrator's decision. The Board may consider the matter at the next regular meeting, or call a special meeting. The Board will expeditiously resolve the matter. In making the final decision, the Board may conduct conferences, hear testimony, as well as utilize the transcripts of written documentation. The individual filing the complaint may request a written decision from the Board.

This policy is not intended to prohibit or deter a member of the community or staff member from appearing before the Board to verbally present a testimony, complaint, or statement in regard to actions of the Board, District programs and services, or implementing considerations of the Board.

14.2. Claims Against the District

The purpose of this policy is to provide direction to District staff and Board members for processing and resolving (if possible) account adjustment requests and property damage claims against the District. Inherent in this policy is the recognition that every adjustment request or claim will be unique, and that guidelines cannot be written to accommodate every case. Therefore, staff must use discretion and good sense in handling each claim.

14.2.1. Property Damage Claims- Land and Improvements

In the course of District's operations, damage to land and improvements thereon occasionally occur due to the proximity of the District's facilities to the private property. When District staff members, contractors or volunteers are aware that property has been damaged in the course of their work, restorative measures are to be taken to return the property as close to its original condition if possible.

When a property owner informs a District staff member, contractor or volunteer of damage to their property (by telephone or in person), the person receiving the claim will document (in writing) the time, date, and description of the stated circumstances and allegations. Staff should respond to questions, be cordial and respectful, but refrain from commenting on liability questions.

As soon as possible after information about the damage has been received, it shall be given to the Administrator. The Administrator or his/her designee shall investigate the property owner's allegations.

If the owner of damaged property informs a Board member, the information will be given to the Administrator as soon as possible. Directors should not independently investigate claims, but may go with TVCSD staff to observe.

Claims in excess of the District's insurance deductible shall be forwarded to the insurance company (Special District Risk Management Authority, SDRMA), and the claimant shall be advised of this action.

Claims for personal injury/wrongful death shall not be investigated by District staff or Directors but shall be immediately forwarded to the District's insurance company.

14.2.2. Property Damage Claims- Vehicles and Unsecured Property

All claims of damage to vehicles or other unsecured property shall be submitted to the Administrator. He/she shall review the damage claim and the requested restitution. If he/she determines that the damage is the District's responsibility, he/she may authorize repairs or reimbursement of expenses to an amount not to exceed \$500. Claims in excess of \$500 shall be forwarded to the insurance company.

14.2.3. Property Damage Claims on District Form

All damage claims must be submitted in writing on a District claim form. This will ensure that a claim is valid and protect important rights of the District. If an individual does not wish to file a claim on the District form, he/she may present the claim by letter if it conforms to Section 910 and Section 910.2, California Government Code. Section 910 specifies that a claim needs to show all of the following:

- a) The name and post office address of the claimant.
- b) The post office address to which the person presenting the claim desires notices to be sent.
- c) The date, place, and other circumstances of the occurrence or transaction which gave rise to the claim asserted.
- d) A general description of the indebtedness, obligation, injury, damage or loss incurred so far as it may be known as the time of presentation of the claim.
- e) The name(s) of the public employee(s) causing the injury, damage, or loss, if known.
- f) The amount claimed as of the date of presentation of the claim, including the estimated amount of any prospective injury, damage, or loss, insofar as it may be known at the time of presentation of the claim, together with the basis of computation of the amount claimed.

Section 910.2 of the California Government Code specifies the following: "The claim shall be signed by the claimant or by some person on his/her behalf. Claims against local public entities for supplies, materials, equipment or services need not be signed by the claimant or on his/her behalf if presented on a billhead or invoice regularly used in the conduct of the business of the claimant."

If the filed letter/claim does not meet the requirements of the California Government Code 910 and 910.2, then a letter shall be sent to the claimant informing them of this fact.

District staff shall provide no assistance to the claimant in filling out the claim form. Claimant must fill out the claim form in its entirety and submit it via mail, FAX, or personal delivery to the District office. Upon receipt, office staff shall date-stamp the document.

End of Board of Directors Policy Manual

Acknowledgement of Receipt of Board of Directors Handbook

I hereby acknowledge that I have received a copy of the TVCS D BOARD OF DIRECTORS HANDBOOK dated June 11, 2012. I understand that I am to promptly read its contents, then sign, date and return this page to the TVCS D Office Manager within two (2) weeks of receipt. I understand that if I have any questions about the Handbook or its contents, I am to discuss them with the Administrator. I acknowledge that I am expected to read, understand, and adhere to TVCS D's policies and procedures documented in this Handbook.

I recognize that this Handbook supersedes and replaces any previous handbooks or policies, and to the extent that provisions of this Handbook conflict with previously issued policies or practices, whether or not such policies and practices were contained in an employee handbook, this Handbook shall prevail.

Finally, I agree that none of these policies and procedures can be amended, modified or altered in any way by oral statements. All modifications to policies and/or procedures set out in this Handbook are not valid unless made and approved at a regular meeting of the TVCS D Board of Directors.

Board Member's Name: _____
(Print or type)

TVCS D Board

Member's Signature: _____

D a t e :

TVCS D General

Manager Signature: _____

D a t e :
