

# Olivehurst Public Utility District



## Agenda Item Staff Report

Meeting Date: February 16, 2023

### Item description/summary:

**Amend Policies & Procedures Manual of the Board of Directors:** Staff proposes to amend the Olivehurst Public Utility District Policies & Procedures Manual of the Board of Directors to update Section B-70 – Appointment in Event of Board Vacancy. Given the Board of Directors’ recent decision to transition to ward-based voting, it was necessary to revise that portion of the Manual and the forms related thereto.

### Fiscal Analysis:

There is no fiscal impact to the proposed amendments.

### Employee Feedback

N/A

### Sample Motion:

That the Board of Directors approve the attached amendments to the Olivehurst Public Utility District Policies & Procedures Manual of the Board of Directors to update Section B-70 and related attachments – Appointment in Event of Board Vacancy.

Prepared by:

Joan Cox, General Counsel

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# Policies & Procedures Manual of the Board of Directors



# Table of Contents

## Board of Directors Policies and Procedures

[B-10 Duties of the Board and Board Members](#)

[B-20 Conflict of Interest](#)

[B-30 Board Member Compensation](#)

[B-40 Board Member Benefits](#)

[B-50 Board Meetings](#)

[B-60 Election and Duties of Officers](#)

[B-70 Appointment in Event of Vacancy](#)

[B-80 Agenda of Board Meetings](#)

[B-90 Minutes of Board Meetings](#)

[B-100 Board Committees](#)

[B-110 Authority over Personnel](#)

[B-120 Board Member Interaction with Staff](#)

[B-130 Board Member Training/ Conferences/ Seminars/ Travel](#)

[B-140 Electronic Communication to and from the Board](#)

[B-150 Memberships](#)

[B-160 Legal Counsel](#)

[B-170 General Manager Performance Evaluation](#)

[B-180 Engineer](#)

[B-190 Sexual Harassment](#)

## Duties of the Board and Board Members

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### B-10

**PURPOSE:** This policy establishes the responsibilities, duties and limitations of the Board and individual Board members.

**B-10-10 Policy Role.** The primary responsibility of the Board shall be the formulation and evaluation of policy. Routine operation of the District shall be delegated to the General Manager and to other members of the District staff, as appropriate. The Board and individual Board Members shall have no authority over day-to-day operations of the District.

**B-10-20 Limits on Commitments.** Individual Board Members or a group of Board Members representing less than a quorum of the Board shall not imply or express any commitment of the Board or the District.

**B-10-30 Obtaining Information.** Board Members may obtain information from other Board Members or the General Manager in accordance with the Ralph M. Brown Act (California Government Code §54950 through §54926). In seeking clarification for policy-related concerns, especially those involving personnel, legal action, land acquisition and development, finances, and programming, said concerns should ordinarily be referred directly to the General Manager for access to legal counsel.

**B-10-40 Personal Conduct.** Board Members shall conduct themselves with dignity, shall treat other Board Members and District Staff with courtesy, shall respect the rights of other Board Members to give opinions, shall listen attentively and respond appropriately in a professional manner, give first priority to the needs and best interests of the District, and emphasize the positive. Differing viewpoints are healthy in the decision-making process. Directors do not represent any fractional segment of the community, but are, rather, a part of the body that represents and acts for the community as a whole. Once the Board of Directors takes action, Directors should commit to supporting the collective Board action and not to create barriers to the implementation of said action. Board members should use the District Strategic Plan as a general basis and focus when developing and considering future policy. When a Director believes he/she may have a conflict of interest, the California Fair Political Practices Commission or District Legal Counsel, as applicable, shall be requested to make a determination as to its existence.

**B-10-50 Focus on Issues.** Board Members shall focus on issues and not personalities, respect differing points of view, disagree without being disagreeable, and once the Board has acted, support the action of the Board.

**B-10-60 Complaints.** The needs of the District's constituents should be the priority of the Board of Directors. Board Members shall refer customer complaints directly to the General Manager, report public health and safety concerns immediately to the General Manager, and seek clarification and information from the General Manager on such issues as policy, personnel, legal action, land acquisition and development, finances, and other matters related to the operation of the District.

**B-10-70 Interactions with District Personnel.** If approached by District personnel concerning specific District policy, Directors should direct inquiries to the General Manager.

**B-10-80 Meeting Attendance.** Members of the Board of Directors are expected to attend all regular and special meetings of the Board unless there is good cause for absence.

## **Conflict of Interest**

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### **B-20**

**PURPOSE:** This policy establishes the rules for disclosure of financial interest and sets forth provisions to avoid conflict of interest.

**B-20-10 Statements.** Board Members shall file statements of economic interest as required by the Fair Political Practices Commission's regulation, 2 California Code of Regulations §18730.

**B-20-20 State Regulations.** The terms of Title 2, California Code of Regulations §18730 and any amendments to it adopted by the Fair Political Practices Commission are hereby incorporated by reference.

**B-20-30 Compliance Requirements.** Board Members shall comply with all terms and conditions of the conflict of interest code.

**B-20-40 Abstaining from Voting.** Where a conflict of interest exists, Board Members shall abstain from discussion and voting, and leave the Board Room for any agenda item involving a personal or financial conflict of interest. Unless a conflict of interest exists, Board members should ordinarily not abstain from the Board's decision-making responsibilities.

## **Board Member Compensation**

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### **B-30**

**PURPOSE:** This policy establishes compensation for Board Members to attend meetings.

**B-30-10 Limit on Meetings.** Directors of Olivehurst Public Utility District shall be compensated in accordance with OPUD Ordinance 182.4, which currently stipulates the board member compensation is \$400 per month

**B-30-20 Compensation Statutes.** Board Member's compensation is regulated by California Public Utilities Code, section 16002..

**B-30-30 Reimbursement for Expenses.** Subject to adoption of a resolution or ordinance, Board Members may be compensated for all reasonable and legitimate expenses incurred in attending meetings or taking trips on behalf of the District that have been authorized by the Board. Expense reports shall be submitted within 30 days of attendance at the meeting. Any disputes shall be settled by majority vote of the Board.

**B-30-40 Prevailing District Mileage Rate.** Reimbursement for travel by private car shall be at the prevailing IRS mileage rate.

\* California Government Code Section 53232.1 (b) provides "A local agency may pay compensation for attendance at occurrences (other than meetings) only if the governing body has adopted, in a public meeting, a written policy specifying other types of occasions that constitute the performance of official duties for which a member of the legislative body may receive payment."

## **Board Member Benefits**

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### **B-40**

**PURPOSE:** This policy establishes the rules for benefits for Board Members.

**B-40-10 Life Insurance.** Each Board Member may elect to participate in the life insurance program offered to all District employees. If a director participates, the cost of the premium is deducted from the compensation described in section B-30-10 above.

## **Board Meetings**

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### **B-50**

**PURPOSE:** This policy sets forth the rules for the conduct of Board meetings.

**B-50-10 Regular Meetings.** District Board meetings are held the third Thursday of each month at 7:00 PM at the OPUD main office at 1970 9<sup>th</sup> Avenue, Olivehurst, CA. Meetings are opened to the Public.

**B-50-20 Special Meetings.** A special meeting of the Board may be called as needed by the Board President or by a majority of the Board. A written notice of the special meeting, specifying the time and place of the meeting and the business to be transacted or discussed, shall be posted and delivered at least 24 hours prior to the meeting to Board Members. Newspapers of general circulation in the District, radio stations and television stations, organizations, citizens and property owners who have requested notice of special meetings in accordance with the Ralph M. Brown Act, California Government Code §54950 et seq., shall be notified. Those requesting notification of special meetings must file said requests annually in January. Only business set forth in the notice shall be considered or discussed at special meetings.

**B-50-30 Emergency Meeting.** In the case of an emergency situation requiring prompt action due to the disruption or threatened disruption of public facilities, the Board may hold an emergency meeting without complying with either the 24-hour notice requirement or the 24-hour posting requirement for a special meeting. "Emergency situation" means any of the following:

- (a) Work stoppage or other activity that severely impairs public health, safety, or both, as determined by a majority of the members of the Board.
- (b) Crippling disaster that severely impairs public health, safety, or both, as determined by a majority of the members of the Board.

Each local newspaper of general circulation and radio or television station which has requested notice of special meetings shall be notified one (1) hour prior to the emergency meeting utilizing all practical means. In the event that telephone services are not functioning, the notice requirements shall be deemed waived, and the District shall notify those who requested notifications of the holding of the emergency meeting, the purpose, and any action taken at the meeting as soon after the meeting as possible.

The Board shall not meet in closed session during an emergency meeting. All special meeting requirements are applicable to emergency meetings except the 24-hour notice requirement.

The minutes of emergency meetings, a list of persons the District notified or attempted to notify, a copy of the roll call vote, and any actions shall be posted for a minimum of 10 days in a public place as soon after the meeting as possible.

**B-50-40 Closed Sessions.** Closed sessions of the Board of Director shall be held only in cases where the business of the Board of Directors meets the criteria set forth in the Ralph M. Brown Act (California Government Code §54950 through §54926). Customary closed session matters include litigation or potential litigation, labor negotiations, real estate negotiations, or matters relating to the employment status of public employees. No business other than that announced on the public agenda may be discussed in the closed session.

**B-50-50 Public Comment.** The Board shall take public comment at regular and special meetings of the Board on matters that are not on the agenda, but the Board shall not discuss or take action on such matters at that meeting except in the following circumstances:

- 1) An emergency situation is declared by the majority vote of the Board.
- 2) A need to take immediate action on a matter that arises after the agenda is posted is declared by a two-thirds vote of the Boards, or unanimous if less than two-thirds of the Board is present.
- 3) An item on a posted agenda is continued from a Regular Board meeting held not more than five (5) days prior.

The General Manager shall ensure that appropriate information is available for the audience at meetings of the Board of Directors, and that physical facilities for said meetings are functional and appropriate. There is a three-minute time limit on public comment, subject to reasonable modification by the Board Chairperson.

**B-50-60 Rules of Order.** Board meetings shall be conducted by the Board President in a manner consistent with Board policies and the Ralph M. Brown Act (California Government Code §54950 through §54926).

**B-50-70 Agenda.** Board meetings shall begin at the time stated on the agenda and shall be guided by the agenda. The President shall have the authority to change the order of the agenda.

**B-50-80 Quorum Required.** Individual Board Members or a group of Board Members representing less than a quorum of the Board shall not take any action or make any representation that results in 1) budgeting or expending of District funds, 2) establishing of any procedures or making policy, or 3) taking of any action on behalf of the Board, without first obtaining the Board's approval at a legal meeting of the Board.

**B-50-90 Majority Vote.** Action can only be taken by a majority vote of the Board. Three (3) Board Members constitute a quorum required to conduct business. When only a quorum is present, to take action, all votes must be unanimous.

**B-50-100 Abstentions.** A Board member abstaining in a vote will be so noted in the minutes under "Abstaining". Thus, an abstention when only a quorum is present prevents the Board from taking action. Similarly, two abstentions with all Board Members present on matters requiring a two-thirds vote automatically defeats the motion.

**B-50-110 Rules for Speakers.** The public shall be allowed to address the Board regarding agenda items and any other matter within the jurisdiction of the District. The Board President shall determine the appropriate place or places in the agenda for such public comment and shall have the authority to set equal time limits on speakers.

**B-50-120 Maintaining Order.** No person shall be allowed to disrupt the meeting. The Board President shall have the authority to bar disruptive persons from giving public comments or to order their removal from the Board Room. Any necessary and reasonable actions may be taken by the President to maintain order and allow the meeting to continue.

**B-50-130 Preparation.** Board Members shall thoroughly prepare themselves to discuss agenda items. All materials pertaining to the Board shall be provided to the General Manager for distribution to all Board members.



**B-50-140 Action Items.** Board actions shall include, but are not limited to, adoption or rejection of regulations or policies, resolutions, ordinances, contracts or expenditures, any proposal that commits District funds or facilities, matters that require or may require the District or its employees to take action and /or provide services.

**B-50-150 Action by Consensus.** The Board by consensus and without formal action may give directions or instructions to the General Manager. The President shall determine if a Board consensus has been reached and note consensus direction to the Board Secretary. Should any two Board Members challenge the President's determination of consensus, a voice vote shall be taken. A formal motion may be made to place a disputed directive on a future Board agenda or to take some other action, such as referring the matter to the General Manager for review and recommendation.

**B-50-160 Limits on Consensus.** Informal action by consensus constitutes Board action and shall only be taken on agenda items.

**B-50-170 Open-Meeting Law.** Under provisions of California's Ralph M. Brown Act (California Government Code §54950 through §54926) open-meeting law, all meetings of the Board are open to the public except for closed sessions. A majority of the board shall not discuss nor reach consensus on any matter under the jurisdiction of the District except at a legal meeting of the Board. The Board fully supports the letter and spirit of the open-meeting law and the public's right to view the public's business in open session.

**B-50-180 Recording Vote.** Except where action is by unanimous vote of all members present and voting, the ayes and nays shall be taken and recorded on all actions.

## **Election and Duties of Officers**

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### **B-60**

**PURPOSE:** This policy establishes the rules for election of Board officers and sets forth the duties of the officers.

**B-60-10 Annual Organizational Meeting.** The Board shall hold an annual organizational meeting at a regular meeting in December each year during which the officers of the Board shall be established or reconfirmed. Officers assume their duties immediately upon Board confirmation. At this meeting the Board shall elect officers of the Board including Board President and Vice-President.

**B-60-20 Term of office.** The term of office for President shall be one year. The term of office for Vice-President shall be one year.

**B-60-30 Office of President.** The President shall serve as chairperson at all Board meetings and shall have the same rights as the other Board Members in voting; introducing motions, resolutions and ordinances; and participating in discussions.

**B-60-40 Chairperson.** The President of the Board shall serve as Chairperson for meetings of the Board. In the absence of the President, the Vice President shall serve as chairperson. If both the President and Vice President are absent, the chairperson shall be determined by reference to Section B-100-30 and shall be the chair of the first committee listed who is available to serve. That person shall also serve as Board president until the President or Vice President is available to serve.

**B-60-50 Executing Documents.** Where otherwise required, the President shall execute District documents on behalf of the Board unless such authority has been delegated to the General Manager.

**B-60-60 Assuring Integrity.** As presiding officer at Board meetings, the President shall assure the integrity of the Board process, including the effectiveness of meetings and the Board's adherence to Board policy. The President shall recognize speakers and makers of motions, call for public participation, rule on the passage or failure of motions, ensure that all Board Members have an equal opportunity to speak during discussions, appoint standing and ad hoc committee members and chairpersons, and may set the time and place for special meetings and emergency meetings.

**B-60-70 Public Ceremonies.** The President shall represent the District in public ceremonies unless otherwise designated by the Board of Directors.

## **Appointment in Event of Board Vacancy**

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### **B-70**

**PURPOSE:** This policy determines when a Board vacancy occurs and sets forth procedures to fill the vacancy.

**B-70-10 How a Vacancy Occurs.** A vacancy on the Board exists when a Board Member resigns, is impeached or recalled, dies or, without excuse, fails to discharge the duties of office for three consecutive months without specific action of the Board to extend.

**B-70-20 Time to Fill Vacancy.** The remaining District Board members have 60 days immediately subsequent to either the date on which the District Board is notified of the vacancy or the effective date of the vacancy, whichever is later, to either fill the vacancy:

1. By appointment, or
2. By calling a special election

(Government Code § 1780 (c))

**B-70-30 Notification of County.** The District shall notify the Yuba County elections official of the vacancy no later than 15 days following either the date on which the District Board is notified of the vacancy or the effective date of the vacancy, whichever is later.

**B-70-40 Appointment to Fill Vacancy.** If the District Board decides to appoint someone to fill the vacancy, the Board first must post a notice of the vacancy requesting applications from

those members of the public residing in the ward in which the vacancy occurred and announcing a schedule for the application period and a date when applicants will be interviewed by the Board in open public session in three or more conspicuous places in the District ward in which the vacancy occurred at least 15 days before the appointment is made. (See Attachments A & B for sample Notice and Application to Serve on Board.)

**B-70-50 Resumes.** Applicants shall complete a District form and may attach a resume and submit it to the Clerk of the Board within the specified application period.

**B-70-60 Majority Vote.** The appointment to fill the vacancy shall be by majority vote. The Board must notify the county elections official of the appointment no later than 15 days after the appointment is made.

**B-70-70 Term of Appointment.** The person appointed shall hold office until the next general District election that is scheduled 130 or more days after the date the District Board is notified of the vacancy, and thereafter until the person elected at that election to fill the vacancy has been qualified. The person elected to fill the vacancy shall fill the balance of the unexpired term. If the term of office is due to expire following the next general District election and that election is scheduled 130 or more days after the date the County Elections Official is notified of the vacancy, the person appointed to the vacancy shall fill the balance of the unexpired term of his or her predecessor. (Government Code § 1780 (d) (1))

**B-70-80 Election to Fill Vacancy.** In lieu of making an appointment, or if the vacancy is not filled by appointment, the remaining Board members may, within 60 days of the date the District Board is notified of the vacancy or the effective date of the vacancy, whichever is later, call an election to fill the vacancy in concurrence with the County Registrar of Voters. The election shall be held on the next established election date that is 130 or more days after the date the district board calls the election. (Government Code § 1780 (e) (1))

A regular election as defined by Elections Code § 1000 is:

- a) The second Tuesday of April in each even-numbered year.
- b) The first Tuesday after the first Monday in March of each odd-numbered year.
- c) The first Tuesday after the first Monday in June of each year.
- d) The first Tuesday after the first Monday in November of each year.

**B-70-90 Board of Supervisors.** If the vacancy is not filled by the District Board by either making an appointment or calling a special election within 60 days of the date the District Board is notified of the vacancy or the effective date of the vacancy, whichever is later, the District shall turn the matter over to the Yuba County Board of Supervisors for a decision on an appointment or the calling of an election to fill the vacancy.

The Board of Supervisors may appoint a person to fill the vacancy within 90 days of the date the District Board is notified of the vacancy or the effective date of the vacancy, whichever is later, or may order the District to call an election to fill the vacancy.

The election shall be held on the next established election date (see above list) that is 130 or more days after the date the Board of Supervisors calls the election. (Government Code § 1780(b)(f)(1)).

**B-70-100 Lack of Quorum.** Notwithstanding any other provision of this section, if the number of remaining members of the District Board falls below a quorum, then at the request of the District Clerk or a remaining member of the District Board, the Board of Supervisors shall promptly appoint a person to fill the vacancy, or may call an election to fill the vacancy. The election shall be held on the next established election (see above list) that is 130 or more days after the date the District Board calls the election.

The Board of Supervisors shall only fill enough vacancies to provide the Board with a quorum. (Government Code § 1780(h) (2))

**B-70-110 If the Board of Supervisors Fails to Act.** If within 90 days of the date the District Board is notified of the vacancy or the effective date of the vacancy, whichever is later, no action has been taken by any governing body to fill the vacancy by appointment or by calling for a special election, the District must call an election to fill the vacancy. (Government Code § 1780 (g)(1)).

The election shall be held on the next established election (see above list) that is 130 or more days after the date the district board calls the election. (Government Code § 1780(c))

**B-70-120 Term of Office.** A person appointed to fill a vacancy shall hold office only until the next general district election that is scheduled 130 or more days after the date the county elections official is notified of the vacancy and thereafter until the person elected at that election to fill the vacancy has been qualified to fill the vacancy for the remainder of the unexpired term. (Government Code 1780 (d)(3))

A person elected at an election to fill the vacancy shall hold office for the remainder of the unexpired term. (Government Code § 1780(d)(2))

A person elected at a regular Board member election or appointed in-lieu of election takes office at noon on the first Friday in December following his or her election in November and shall serve for four years. (Elections Code § 10554, 10507)

## **Agenda of Board Meetings**

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### **B-80**

**PURPOSE:** This policy establishes the procedures to prepare Board agendas.

**B-80-10 Preparation of Agenda.** The General Manager, in consultation with the Board Members and department heads, shall prepare the agenda for all regular, adjourned, special and emergency meetings of the Board in accordance with the Ralph M. Brown Act (California Government Code §54950 through §54926).

**B-80-20 Form and Order.** The agenda form and order shall be at the discretion of the General Manager. The General Manager consults with the Board Members and may consult with legal counsel prior to issuing the agenda.

**B-80-30 Additional Items.** Board members may request to add agenda items at a Board meeting or may submit a request to the General Manager. Absent an emergency, any matter to be included in the agenda shall be provided, along with written support material, to the Board Secretary at least eight (8) business days preceding the meeting. Requests to add an agenda item will be routinely respected unless there is a compelling reason to deny or delay such a request in the judgment of the General Manager in consultation with the Board President and/or Legal Counsel.

**B-80-40 Public Requests.** A request from the public for the addition of an agenda item for a regularly scheduled meeting of the Board shall be made in writing to the General Manager and shall be “a matter directly related to the District business.” Such requests will be routinely respected unless there is a compelling reason to deny or delay such a request in the judgment of the General Manager in consultation with the Board President and/or Legal Counsel. The General Manager shall consult with the Board President regarding the request. If the request is honored, the matter shall be considered by the Board at a future regular meeting.

**B-80-50 Attachments.** All agenda reports that have attachments shall be included in the Board packet when delivered. If an attachment is not included in the Board packet, the item shall be provided to the Board in a timely manner and shall be made available to the public as required by law.

**B-80-60 Matters Not on the Agenda.** The Board may take public comment on matters not on the agenda at any meetings, but the Board shall not discuss nor take action on the matters until placed on an agenda.

**B-80-70 Special Circumstances.** Only matters listed on the agenda may be discussed and acted upon by the Board, except in accordance with applicable law.

**B-80-80 Public Review of Agendas.** Agendas for regularly scheduled meetings of the Board shall be posted in accordance with the Ralph M. Brown Act (California Government Code §54950 through §54926) at least seventy-two (72) hours prior to the meeting. Agendas for special meetings shall be posted similarly at least twenty-four (24 hours) prior to the meeting.

## **Minutes of Board Meetings**

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### **B-90**

**PURPOSE:** This policy establishes the rules for preparation of minutes, what items may be included and procedures to approve or amend the minutes.

**B-90-10 Preparation of Minutes.** With the assistance of the General Manager, the Secretary of the Board of Directors shall provide “action” written minutes of all meetings of the Board from meeting notes and the meeting audio/video recordings, if needed. The audio/video recordings will be kept for at least 1-year following the meeting date which generated the recording. The written minutes shall be considered the formal minutes of the District.

**B-90-20 Contents.** The written minutes shall contain all actions taken by the Board and the names of who voted, each yea, nay, abstention and recusal with names of members of the public who spoke, and the substance of their comments, and any relevant restrictions/amplifying remarks from staff, legal counsel, or consultants.

**B-90-30 Required Details.** The written minutes shall also include date, time, place, and type of meeting; roll call; notation of late-arriving or early-departing Board Members and any absences when votes are taken; notices of special meetings; and time of adjournment. A record of those present and serving the District as contractors and consultants will also be recorded.

**B-90-40 Individual Items.** The types of agenda items that shall be included in the written minutes are including but not limited to the approval of written minutes of prior meetings; resolutions; ordinances; contracts; bid proceedings; warrants; budgets; reports by staff, legal counsel and consultants; important correspondence; appearances by delegations and special guests; and policy and procedure issues. Other items may be included in the written minutes at the discretion of the General Manager. The written minutes shall not include anything discussed in a closed session but shall include any report out from a closed session.

**B-90-50 Approval Procedure.** The Board shall consider written minutes for approval in a timely manner. Approval will be by motion. A majority vote of the Board is required to approve any corrections. If corrections are approved by a majority of the Board, the written minutes as corrected will then be approved by motion.

## **Board Committees**

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### **B-100**

**PURPOSE:** This policy establishes rules for standing and ad hoc committees and study sessions (workshops).

**B-100-10 Appointment of Committees.** The Board President shall establish and/or confirm the members of the standing committees for the ensuing year no later than the Board's regular meeting in January, as he/she deems necessary with the cooperation of the other Board Members. Additionally, he/she shall appoint ad hoc committees as needed at any time throughout the year.

**B-100-10-1 Specific Purpose.** Standing and ad hoc committees are created for specific purposes. Standing committees duties are outlined in B-100-40. The duties of ad hoc committees shall be determined at the time of formation along with an associated timeline for the committee. For ad hoc committees, the committee will be deemed dissolved after its final report is made to the Board.

**B-100-10-2 Appointment of Chairperson.** The Board President, in cooperation with the other Board Members, shall designate the committee chairperson, who shall schedule the next committee meeting date,/time, and place at the preceding month's regular board meeting. The chairperson shall make periodic reports to the Board on the committee's progress.

**B-100-10-3 Scope of Responsibility.** The committee shall gather information, explore alternatives, examine implications, and offer recommendations to the full Board. The committee may meet with staff and/or District consultants, but shall not interfere with their duties as determined by the Board.

**B-100-10-4 Limits on Authority.** Except where formally, expressly authorized by Board action, the committee shall not speak or act on behalf of the Board, shall not conflict with authority delegated to staff by the Board, and shall not attempt to exercise authority over staff.

**B-100-20 Periodic Study Sessions.** The Board, by majority vote, may call for a Board study session as deemed necessary and appropriate. A study session may be held separate from the regular meeting of the Board at a time and place to be determined by majority vote of the Board. The study session may be an adjourned regular or special meeting. The General Manager in consultation with the Board President shall recommend appropriate items to be discussed at the study session. The agenda will be prepared and posted in the same manner as other Board meeting as is set forth in Policy B-80.

**B-100-20-1 Study Sessions and Action Plans.** Study sessions shall generally be conducted to identify or determine key issues facing the District and provide the opportunity to develop plans of action that addresses those issues with specific actions, along with a timeline and responsibilities for carrying out the action plan to achieve District goals.

**B-100-30** The following shall be standing committees of the Board:

**B-100-30-1** Water/Wastewater Committee;

**B-100-30-2** Parks and Recreation Committee;

**B-100-30-3** Fire/Safety Committee; and,

**B-100-30-4** Yuba County Liaison Committee;

**B-100-40 Duties of the Standing Committees.** Upon direction of the Board, standing committees meet\* and review District functions, activities, and/or operations pertaining to their respective areas of concern as set for the below.

**B-100-40-1** The Water/Wastewater Committee shall be concerned with the planning, operation, maintenance, staffing, materials, billing and administration of the OPUD water and wastewater divisions.

**B-100-40-2** The Parks and Recreation Committee shall be concerned with operation, maintenance, staffing, materials, billing and administration of the OPUD Parks and Recreation division.

**B-100-40-3** The Fire/Safety Committee shall be concerned with

operation, maintenance, staffing, materials, billing and administration of the OPUD Fire/Safety division.

**B-100-40-4** The Yuba County Liaison Committee shall be concerned with coordinating and cooperating with assigned Yuba County personnel on matters of mutual interests to both agencies.

- \* **All meetings of standing committees shall conform to the open meeting laws that pertain to meeting of the Board of Directors.**



## **Authority over Personnel**

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### **B-110**

**PURPOSE:** This policy delegates to the General Manager general authority over personnel matters and authority to administer the District.

**B-110-10 Administration.** The Board delegates to the General Manager, as Executive Officer of the District and for the Board, the authority to administer the District with exclusive management and control of the operations and works of the District, subject to approval of the Board, and to provide day-to-day leadership of the District. The General Manager also has general charge, responsibility, and control over all property of the District.

**B-110-20 Personnel Matters.** The Board delegates to the General Manager general authority over personnel matters involving District staff, including, evaluating, disciplining, and discharging employees.

**B-110-30 Non-Interference.** Individual Board members shall not interfere with the General Manager in District personnel matters.

**B-110-40 Discipline.** Subject to OPUD Ordinance 107.3, including references therein and amendments thereto, the General Manager may suspend, demote, reduce in pay, or discharge any regular employee, and will inform the Board after taking such actions as soon as practical.

**B-110-50 Wage Increases.** The General Manager shall report to the Board when delaying, or not granting a regular or special wage step increase.

**B-110-60 Employee Evaluations.** Individual employee performance evaluations are privileged and confidential.

**B-110-70 Other Duties.** The General Manager shall have authority to carry out other duties specified in the District's official job description for the position.

### **Board Member Interaction with Staff**

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### **B-120**

**PURPOSE:** This policy establishes procedures for Board Member communication with the General Manager and District Staff.

**B-120-10 Communication Path.** The general path of communication shall be Board to General Manager then General Manager to staff. The General Manager may delegate the communication directly to a Board member or staff member for particular issues only.

**B-120-20 Non-Interference with Staff.** Individual Board Members shall not interfere with or direct District staff nor use District facilities in such a way that the action is unreasonable or interferes with the operation of the District.

**B-120-30 Simple Information Requests.** Individual Board members may make simple information requests of staff, through the General Manager. A simple information request is one that would take the General Manager, District Staff or Counsel two (2) hours or less to complete in the view of the General Manager.

**B-120-40 Substantial Information Requests.** A substantial information request is made through the General Manager and one that would take the General Manager, District Staff or Counsel more than two (2) hours to complete in the view of the General Manager. Individual Board members may place a substantial information request item on any future agenda to request substantial or to add an item on a future agenda. The request shall be made as a motion under the Board Request section of the agenda. A majority affirmative vote is necessary to approve the action.

## **Board Member Training/ Conferences/ Seminars/ Travel**

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### **B-130**

**PURPOSE:** This policy establishes the general rules for attendance at training, conferences, seminars and other travel. Board members will limit expenses being borne by the District to be within the allowed limits.

**B-130-10 Attendance Encouraged, but Annual Limit on Number of Conferences/ Seminars/ Trainings.** Board Members are encouraged to attend educational training, conferences and seminars, and serve as representatives of the District at professional meetings that clearly benefit to the District and are directly related to improving the operation of the District. Since trips and travel expenses for training, conferences and seminars are being paid for with public funds, it shall be the responsibility of the official undertaking the trip to make every effort to attend the entire conference and/or as many sessions as possible to attain maximum benefit. Absent unusual circumstances, prior Board authorization must be received in order to receive financial reimbursement. As a general rule, there shall be a limit of four (4) conferences or seminars per fiscal year for each Board Member. The District will pay expenses in accordance with the approved usual and reasonable travel related reimbursement schedule found in District policy. For multi-day conferences, compensation shall be at a maximum of one meeting per day. Further specificity is set forth in District Policy; Compensation for Meetings and Travel.

**B-130-20 Usual and Reasonable Costs (Cost Control).** The District will pay all usual and reasonable costs (Ref: District Policy, Compensation for Meetings and Travel), associated with authorized attendance at approved training, conferences, seminars, and other travel, including, but not limited to, registration, lodging, personal automobile mileage, meals, ground transportation and travel. A meal expense will not be allowed when the meal is provided as part of the registration cost of the attended function. Board members must submit their Expense Report form within 30 days of the expense being incurred, accompanied by receipts documenting each expense.

**B-130-30 Report to Board.** Any and all Board members who attend a conference/seminar/etc. for which the District has expended funds shall briefly report orally or in writing at the following District governing body regular meeting. If multiple officials attended, a joint report may be made.

## **Electronic Communication to and from the Board**

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### **B-140**

**PURPOSE:** This policy establishes the proper procedures for communication with Board Members.

**B-140-10 Primary Communication.** Routine communication between the District Office and Board Members at home shall be by fax, e-mail or other agreed and effective means. In general, it is expected that Board members shall communicate with the District via email when out of the District office. Board members should refrain from using any communication method that may result in a serial meeting.

**B-140-20 Provision for Communications.** The District may provide appropriate and necessary equipment and/or services to allow for reasonable communications with the District by Board members.

### **Memberships**

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### **B-150**

**PURPOSE:** This policy sets forth the rules for membership in associations and establishes who may represent the District.

**B-150-10 Appropriate Memberships.** To take advantage of in-service training opportunities, the District may hold membership in Industry related associations. Board members and staff may attend meetings of national, state, and local associations directly related to the purposes and operations of the District. Decisions to continue, discontinue or add new memberships shall occur through the annual budget process.

**B-150-20 Appointment of Representatives.** The President shall appoint Board Members as representatives and alternates, as appropriate, to serve as contacts between the District, stakeholder groups, associations and others. The representatives and alternates shall report to the Board in a timely manner on their activities involving these associations. In some cases members may be allowed certain expenses for travel and membership in such associations. This shall be determined and approved by the full Board.

**B-150-30 General Manager Memberships.** The President may designate the General Manager as the appropriate representative or alternate in connection with memberships in any association. The General Manager may designate those associations or industry specific organizations with which his/her association is necessary or desired.

## Legal Counsel

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### B-160

**PURPOSE:** This policy establishes the process to select and hire a Legal Counsel for the District, and sets forth:

- The duties of the Legal Counsel.
- The policy for correspondence between individual Board members and District Legal Counsel.
- The process for authorizing Legal Counsel charges.

**B-160-10 Method.** The Board by resolution shall employ by contract or other appropriate means an attorney to serve as Legal Counsel for the District.

**B-160-20 Selection Process.** The process to select a Legal Counsel may include, but not be limited to, the following: 1) issuance by the Board of a Request for Proposals, 2) appointment by the President of an ad hoc Board committee, which may include the President, to review the proposals in cooperation with the General Manager, 3) selection by the committee of leading candidates to be interviewed by the Board in, 4) background check of the leading candidate or candidates, and 5) selection of a Legal Counsel by the Board in open session. A fee schedule and other conditions of employment, including provisions for evaluation and termination, shall be negotiated between the Board and the legal counsel in and approved by the Board in open session.

**B-160-30 Annual Review.** The District Counsel's evaluation will be prepared by the General Manager for the Board's consideration. After the Board's consideration and concurrence the evaluation will be presented to District Counsel in closed session. This performance evaluation should occur in properly noticed closed session at the Regular Board Meeting in September of each year.

**B-160-40 Adviser.** The Legal Counsel shall advise the Board and General Manager concerning their respective legal responsibilities for full compliance with all laws pertaining to the governing, administering, and operating of the District. The Legal Counsel shall review and comment on all appropriate District matters that come before the Board or other District matters as requested by the General Manager

**B-160-50 Duties.** Specific duties of the Legal Counsel shall include, but not be limited to, preparing and reviewing contracts, leases, deeds, agreements, and other legal documents; handling legal aspects of land and right-of-way actions; preparing and processing petitions and other documents involved in annexations; handling legislative matters of interest to or affecting the District; making all necessary preparations for Board elections and reviewing election procedures and returns; bringing to the Board's attention matters of interest or concern; advising the Board on labor-law requirements; performing other tasks as requested by the Board.

**B-160-60 Attendance.** The Legal Counsel shall attend all meetings as needed. Meeting attendance may not be necessary as determined by the General Manager.

**B-160-70 Relationship to General Manager.** The Legal Counsel shall advise the General Manager on appropriate legal matters and shall perform other duties as requested by the General Manager.

**B-160-80 Correspondence between individual Board Members and Legal Counsel.** Individual Board Members shall not contact Legal Counsel unless such has been pre-authorized via formal Board action. If Board pre-authorization is infeasible (e.g. due to time constraints associated with conducting a Board meeting), individual Board Members are required to obtain authorization from the Board President (Vice-President when the President is unavailable). The individual Board Member must also notify the General Manager that the individual Board Member has obtained authority to contact Legal Counsel. If the authority for the individual Board Member to contact Legal Counsel does not come from Board action, the authorization for consultation with Legal Counsel is expressly limited to one (1) billable hour.

## **General Manager Performance Evaluation**

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### **B-170**

**Purpose:** This policy establishes the methodology and schedule for evaluating the performance of the General Manager.

**B-170-10** The General Manager of the District is retained and serves at the will of the Board of Directors and has general authority over personnel matters and authority to administer the District. The Board of Directors shall review the performance of the General Manager after the initial six months of service after appointment and then annually thereafter, using a process that provides for discussion and encourages feedback in the development of goals and the performance evaluation.

**B-170-20** The performance evaluations should occur in properly noticed closed session at the Regular Board Meeting in July of each year, or on another date mutually acceptable to the Board of Directors and the General Manager. The Board secretary shall maintain a notification system that tracks the date when the evaluation is due to ensure the Board agenda is properly noticed and to provide adequate advance notice to the Board and the General Manager.

**B-170-30** The Board of Directors will agree upon an evaluation methodology to be employed. Many types and forms of evaluation are available to the Board, some more intricate than others. In some cases, an organizational consultant may be used to assist the Board with the process. Board of Directors shall be encouraged to prepare input prior to the Board of Directors meeting.

**B-170-40** At a minimum, during a scheduled closed session(s), the Board should meet as a group with the General Manager to verbally discuss the components of the performance evaluation and received feedback from the General Manager relative to his/her assessment. The Board of Directors and General Manager should jointly develop mutually agreed upon written goals and objectives for the subsequent evaluation period. These goals and objectives should include expectation that coincide with the District Strategic Plan deliverables for a given year. If requested by the Board and/or the General Manager, the District's Legal Counsel, and/or organizational consultant may attend the evaluation session.

Following the meeting with the General Manager, the Board shall meet and determine an overall evaluation of the General Manager's performance for the past review period and provide written notification to the General Manager of the assessment and any recommended compensation adjustment, as appropriate. A copy of this written assessment should be provided to the General Manager and a copy kept in the General Manager's personnel file. The performance evaluation shall be held strictly confidential. Any decision on a change in compensation shall be made at a public meeting following the closed session evaluation meeting.

## **Engineer**

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### **B-180**

**PURPOSE:** This policy establishes the process to select and hire a consulting civil engineer, and sets forth the duties of the Engineer.

**B-180-10 Method.** The Board may employ by contract or other appropriate means an engineer to provide special project consulting, design, design review, etc.

**B-180-20 Selection Process.** The process to select the Engineer may include, but not be limited to, the following: 1) issuance by the Board of a Request for Proposals, 2) appointment by the President of an Ad hoc Board committee, which may include the President, to review the proposals in cooperation with the General Manager, 3) selection by the committee of leading candidates to be interviewed by the Board in closed personnel session, 4) background check of the leading candidate or candidates, and 5) selection of the Engineer by the Board in open session. A fee schedule and other conditions of employment, including provisions for evaluation and termination, shall be negotiated between the Board and the legal counsel in closed personnel session and approved by the Board in open session.

**B-180-30 Adviser.** The Engineer shall review, comment and advise the Board and General Manager concerning all engineering matters as requested by the General Manager

**B-180-40 Duties.** Specific duties of the Engineer shall may include, but not be limited to the following services: reviewing contracts, leases, deeds, agreements, annexations, ordinances and other legal documents with the District's Legal Counsel; reviewing applications for service and plans and specifications for proposed extensions of the District's infrastructure; reviewing planning and or environmental documents forwarded by the County planning departments for potential impacts on the District and reporting these to the General Manager and the Board; performing land surveys and preparing and establishing legal descriptions and plat maps as requested by the General Manager or the Board; preparing and establishing Standard Specifications and Details for additions to or for the rehabilitation of the District's infrastructure; updating maintaining maps of the District's infrastructure; assisting the General Manager and District staff with the maintenance of the District's Geographical Information System (GIS); preparing plans, specifications and estimates for improvements to the District's infrastructure when requested by the General Manager or the Board; assisting with the General Manager with the engagement and coordination of the services of other professional consulting engineers retained by the District to study or design improvements to the District's wastewater pumping, treatment and disposal systems; coordinating, soliciting and obtaining and assisting the General Manager and the Board with public bids for Contract's for improvements to District facilities;

assisting the General Manager and Staff with the preparation and maintenance of the District's Sewer System Management Plan (SSMP) for maintenance of the collection system; assisting the General Manager and Staff with the reports to the regulatory oversight entities; assisting the General Manager and Staff with the preparation and implementation of an annual budget, with the District's Long Range and 5-Year Capital Improvement Plans and other financial matters; assisting the General Manager, Staff and the Board with the establishment and collection of fees, assessments and taxes, or by other means; assisting the General Manager and Staff with source control and pollution prevention measures; attending public meetings and representing the District before public agencies and the community when requested by the General Manager or the Board; preparing staff reports and assisting the General Manager with scheduling matters to be brought before the Board; and performing other tasks as may be requested by the General Manager or the Board.

**B-180-50 Attendance.** The Engineer shall attend all meetings of the Board and Committees of the Board as requested. Meeting attendance may not be necessary as determined by the General Manager.

**B-180-60 Relationship to General Manager.** The Engineer shall advise the General Manager on appropriate engineering matters and shall perform other duties as requested by the General Manager.

## Sexual Harassment

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### B-190

**Purpose:** Acts of sexual harassment by anyone affiliated with the District, including Board Members, are strictly prohibited and are subject to sanctions and disciplinary measures.

**B-190-10 Definition.** Sexual harassment is defined as unwelcome sexual advances, requests for sexual favors, and other verbal or physical conduct of a sexual nature when:

**B-190-10-1** Submission to such conduct is made either explicitly or implicitly a term or condition of an individual's employment.

**B-190-10-2** Submission to or rejection of such conduct by an individual is used as the basis for employment decisions affecting such individual.

**B-190-10-3** Such conduct has the purpose or effect of substantially interfering with a person's work performance or creating an intimidating, hostile or offensive work environment.

**B-190-20 Prohibited Acts.** Prohibited acts of sexual harassment can take a variety of forms ranging from unwanted verbal or physical actions, subtle pressure for sexual activity to physical assault. Examples of the kinds of conduct included in the definition of sexual harassment are:

**B-190-20-1** Direct or indirect threats or suggestions of sexual relations or sexual contact which is not freely or mutually agreeable to both parties.

**B-190-20-2** Continual or repeated verbal abuses of a sexual nature including graphic commentaries on the person's body; sexually suggestive objects or pictures placed in the work area that may embarrass or offend the person; sexually degrading words to describe the person, or propositions of a sexual nature.

**B-190-30 Complaint Process.** Any employee who believes he/she is the victim of sexual harassment may file a formal or informal confidential complaint without fear of reprisal or embarrassment.

**B-190-30-1** An informal complaint is made verbally by the employee to the immediate supervisor. Although filing the complaint with the immediate supervisor is preferred, the employee is free to file a complaint with any supervisory employee. If the complaint is about the General Manager or the Resource Coordinator/District Clerk, the employee may file the complaint by contacting OPUD Legal Counsel with the assistance and cooperation from the Board President.

**B-190-30-2** A formal complaint is made in writing. Written complaint should be submitted by the employee to the General Manager or if the complaint is about the General Manager or the Resource Coordinator/District Clerk, the employee may file the



complaint by contacting OPUD Legal Counsel with the assistance and cooperation from the Board President.

**B-190-30-3** Within 24 hours of the filing with the General Manager, the General Manager (or Board President/Legal Counsel ask described above) shall inform, in total confidentiality, the President of the Board of Directors, or the entire Board, depending on circumstances.

**B-190-30-4** All discussions resulting from said investigation shall be kept confidential by all informed of said investigation.

**B-190-30-5** The person initiating the complaint has the right to be accompanied by an advocate(s) when discussing alleged incidents. Said person shall be advised of this right prior to the commencement of such discussions.

**B-190-40 Disciplinary Procedures and Sanctions.** Upon conclusion of the investigation of an alleged sexual harassment, appropriate action shall be taken by the General Manager against the harasser where sexual harassment is found, including legal actions where appropriate.

**B-190-40-1** Appropriate action shall be taken to remedy the victim's loss, if any, resulting from the harassment. Making the employee whole may involve reinstatement, back pay, promotion, etc.

**B-190-40-2** Action taken to remedy a sexual harassment situation shall be done in a manner so as to protect potential future victims.

**B-190-40-3** Employees complaining of sexual harassment shall be protected thereafter from any form of reprisal and/or retaliation.

**ATTACHMENT A**

**OLIVEHURST PUBLIC UTILITY DISTRICT**

**NOTICE OF VACANCY**

**BOARD:** Olivehurst Public Utility District

**POSITION:** Board Member

**VACATED BY:** \_\_\_\_\_

**WARD:** \_\_\_\_\_ located in \_\_\_\_\_

**TERM ENDING:** Tenure

**DUTIES:** The Olivehurst Public Utility District provides Parks, Public Works, Water and Wastewater Services to the Olivehurst and Plumas Lake areas. District Board Members commit 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. District Board Members make and approve District policy, set the direction of the District, make decisions, establish strategic goals and objectives, and serve as advocates for the District.

**MEET:** The Board of Directors shall meet monthly, on the third Thursday of the month at 7 p.m. in the District Board Chambers, located at 1970 9<sup>th</sup> Avenue, Olivehurst, CA 95961. Board members are also expected to serve on at least one Standing Committee. Standing Committees meet during the first week of each month.

**POSTED:** \_\_\_\_\_  
Date

**ATTACHMENT B**

**APPLICATION FORM  
BOARD MEMBER OF SPECIAL DISTRICT**

I am interested in serving on the Board of Directors of the Olivehurst Public Utility District,  
Ward No. \_\_\_\_\_, located in \_\_\_\_\_.

Name: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_

Telephone Number(s):

Home: \_\_\_\_\_

Mobile: \_\_\_\_\_

Business: \_\_\_\_\_

I meet the requirements to be a Board member of the Olivehurst Public Utility District because:

\_\_\_\_\_ (Applicants may also attach a resume.) I understand that the  
District has seats elected by ward. I am a registered voter in the ward of the District in which  
the vacancy exists. I declare under penalty of perjury that the foregoing is true and correct.

Executed on this \_\_\_\_ day of \_\_\_\_\_, 20\_\_ at \_\_\_\_\_, California.

\_\_\_\_\_  
Print Name

\_\_\_\_\_  
Signature

Return to:

Clerk of the Board of Directors  
Olivehurst Public Utility District  
1970 9<sup>th</sup> Avenue  
Olivehurst, CA 95961

Or

Clerk of the Board of Supervisors  
Yuba County Board of Supervisors  
Yuba County Government Center  
915 8<sup>th</sup> Street, #109  
Marysville, CA 95901