



1:00 P.M.

Pursuant to Government Code §54953(e), there will be no public location for attending in person. This workshop will be held virtually because state and local officials recommend measures to promote social distancing. Members of the public who wish to participate may do so by calling in at:

Toll Free: (253) 215-8782
Meeting ID: 869 6323 6652
Passcode: 384531

or Via Computer:

<https://dwa-org.zoom.us/j/86963236652?pwd=QVM2MXVPWnlrZ1dXdEJtVDdsSnhtQT09>
Meeting ID: 869 6323 6652

Members of the public who wish to comment on any item within the jurisdiction of the Agency or any item on the agenda may submit comments by emailing sbaca@dwa.org or may do so during the meeting. Comments will become part of the Board meeting record. Board members and staff will be participating in this meeting via teleconference.

****In order to reduce feedback, please mute your audio when you are not speaking.***

De acuerdo con el proyecto de código de gobierno §54953(e), no habrá un lugar público para asistir en persona. Esta reunión se llevará a cabo virtualmente porque los funcionarios estatales y locales recomiendan medidas para promover el distanciamiento social. Los miembros del público que deseen participar pueden hacerlo llamando al:

Número gratuito: (253) 215-8782
ID de reunión: 869 6323 6652
código de acceso: 384531

o a través de la computadora:

<https://dwa-org.zoom.us/j/86963236652?pwd=QVM2MXVPWnlrZ1dXdEJtVDdsSnhtQT09>
ID de reunión: 869 6323 6652

Los miembros del público que deseen comentar sobre cualquier tema dentro de la jurisdicción de la Agencia o cualquier tema en la agenda pueden enviar comentarios por correo electrónico a sbaca@dwa.org o pueden hacerlo durante la reunión. Los comentarios pasarán a formar parte del registro de la reunión de la Junta. Los miembros de la junta y el personal participarán en esta reunión por teleconferencia.

****Para reducir los comentarios, silencia el audio cuando no estés hablando.***

**The purpose of this Workshop is for discussion only.
No Board action will be taken.**

- | | |
|---|----------------|
| 1. CALL TO ORDER | ORTEGA |
| 2. ROLL CALL | BACA |
| 3. PUBLIC COMMENT ON ITEMS LISTED ON THE AGENDA: Members of the public may comment on items listed on the agenda that are not the subject of a public hearing at this time. Speakers are requested to keep their comments to no more than three (3) minutes. | |
| 4. DISCUSSION ITEM: | |
| A. Updates to Board of Directors Handbook and Ordinance No. 74 | METZGER |

5. CLOSED SESSION

A. CONFERENCE WITH LEGAL COUNSEL – EXISTING LITIGATION

Pursuant to Government Code Section 54956.9 (d) (1)

Name of Case: Agua Caliente Band of Cahuilla Indians vs. Coachella Valley Water District, et al
(Two Cases)

6. RECONVENE INTO OPEN SESSION – REPORT FROM CLOSED SESSION

7. ADJOURN

Upon request, this agenda will be made available in appropriate alternative formats to persons with disabilities, as required by Section 202 of the Americans with Disabilities Act of 1990. Any person with a disability who requires a modification or accommodation in order to participate in a meeting is asked to contact Desert Water Agency's Assistant Secretary of the Board, at (760) 323-4971, at least 24 working hours prior to the meeting to enable the Agency to make reasonable arrangements. Copies of records provided to Board members that relate to any agenda item to be discussed in open session may be obtained from the Agency at the address indicated on the agenda.

DECLARATION OF POSTING

Pursuant to Government Code Section 54954.2, I certify that this agenda has been posted at least 24 hours prior to the meeting on the Agency's website at www.dwa.org and at the Agency's office located at 1200 South Gene Autry Trail, Palm Springs, CA.

Sylvia Baca, MMC, Assistant Secretary of the Board

**STAFF REPORT
TO
DESERT WATER AGENCY
BOARD OF DIRECTORS**

FEBRUARY 1, 2023

**RE: UPDATES TO BOARD OF DIRECTORS HANDBOOK AND
ORDINANCE NO. 74**

Desert Water Agency Directors expressed an interest in updating the Board of Directors Handbook (Board Handbook) and its accompanying ordinance to align with the current Board's direction, values and priorities.

After meeting one-on-one with four Directors, General Manager Krause and Ashley Metzger revised the documents. Changes are summarized here:

Board Handbook

- **Page 1 - title page:** updated for Directors, Board officers, TBD adoption date.
- **Page 3 - Introduction:** 2023 replaces 2022.
- **Page 6 - Section 1.3:** added reference to allow Board flexibility to adopt a compensation policy for other pre-approved meetings and events.
- **Page 6 - Section 1.4:** added a reference to account for the President's responsibility to agendaize items requested by a majority of the Board.
- **Page 7 - Section 1.7:** updated to reflect multiple alternates for Executive Committee.
- **Page 9 - Section 3.1.1.:** added note that Directors should follow Rosenberg's Rules of Order unless a matter is clearly defined in the Board Handbook or a matter of law. This provides the Board flexibility if and when provisions of Rosenberg's Rules of Order become obsolete.
- **Page 15 - Section 4.1:** cleaned up text and reflected annual election of officers.
- **Page 15 - Section 4.2:** updated to reflect that the Board may vote to change the date, time and location of meetings.
- **Page 15 - Section 4.4:** updated to reflect DWA Law on quorum and abstention.
- **Page 15 - Section 4.5:** updated to reflect that Directors should follow Rosenberg's Rules of Order unless a matter is clearly defined in the Board Handbook or a matter of law.
- **Page 16 - Section 4.5.8:** updated to reflect that if a majority of Board Members wish to see an item on the agenda, it will be included.
- **Page 16 - Section 4.6:** updated to reflect that Board Members may speak on a motion.
- **Page 30 - Appendix 2:** a placeholder note is included since the PDF will be inserted at the time the PDF is assembled prior to adoption.

Ordinance No. 74

- **Page 1 - Header and WHEREAS statements:** clerical changes. A new Ordinance No. 75 is needed to supersede Ordinance No. 74. Language update to reflect that.
- **Page 2 - Section 3. A.:** updated for one-year terms of Board officers.
- **Page 3 - Section 5.A.7.:** updated to clarify that a vote is needed to limit debate. Rosenberg's Rules of Order requires a 2/3 vote but this is inconsistent with DWA Law. The current draft ordinance aligns with DWA Law per legal counsel's recommendation.
- **Page 3 - Section 5.A.10.:** updated for consistency with practice to reflect that DWA Board meetings do not require a vote to adjourn.
- **Page 3 - Section 5.B.:** replaced President with Executive Committee for consistency with practice. Added language to clarify that items shall be agendized with support of a majority of the Board.
- **Page 5 - Sections 8.C. and 8.D.:** clerical changes recommended by legal counsel, addition of language to affirm DWA Law on quorum and abstention.
- **Page 7 - Section 9.A.8.:** clerical changes recommended by legal counsel.
- **Page 8 - Section 11.B.:** added to note that Ordinance No. 75 will supersede Ordinance No. 74. Deleted reference to Ordinance No. 25 (which was superseded by Ordinance No. 74).
- **Page 8 - Footer:** to be replaced with current information if Ordinance No. 75 is adopted.

Fiscal Impact: None

Legal Review:

Legal Counsel has reviewed this report and the proposed changes to the Board Handbook and Ordinance.

Recommendation:

Staff recommends that at this meeting Directors provide feedback on and discuss revisions to the Board Handbook and Ordinance No. 74. Staff also recommends that at its next meeting, the Board of Directors adopt an updated Board Handbook and Ordinance No. 75 to replace Ordinance No. 74.

Attachments:

Attachment #1 – Redlined version of Board of Directors Handbook

Attachment #2 – Redlined version of Ordinance No. 74

DESERT WATER



Desert Water Agency

Board of Directors' Handbook

Adopted ~~September 20, 2022~~TBD

Board President - ~~Kristin Bloomer~~Paul Ortega

Board Vice President - ~~James Cioffi~~Jeff Bowman

Board Secretary-Treasurer - ~~Joseph K. Stuart~~Gerald McKenna

Board Member - ~~Patricia G. Oygard~~Kristin Bloomer

Board Member - ~~Paul Ortega~~Steve Grasha

General Manager - Mark S. Krause



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This handbook is a resource for the Agency, its Board of Directors, staff, and members of the public. It outlines how Desert Water Agency's (DWA's) five publicly elected Board shall conduct Agency business. The Board will update the handbook as the need arises.

For the purposes of this document the following terms will be used:

- General Manager – GM
- Full Board of Directors – Board
- Individual Board members – Board Members
- Desert Water Agency – DWA and Agency
- Employees of the Desert Water Agency - staff

Introduction

The public we serve expects and deserves a transparent, fair, ethical, competent and accountable Board of Directors. The Board Members of the Desert Water Agency should:

- Value community, customers, one another, the Agency and Agency staff
- Act in the best interest of the public and the Agency
- Respect and adhere to Agency processes and guidelines; and shall
- Follow all State and Federal laws, codes of conduct and requirements

Complying with both the letter and the spirit of the laws and policies affecting the Agency, the Board shall:

- Exercise independent, impartial, thoughtful, prudent judgment and actions
- Serve the public good, not the personal gain
- Conduct public deliberations and processes civilly, respectfully and politely with robust transparency.

The Board has adopted this [2022-2023](#) Board of Directors' Handbook to support the DWA's organizational infrastructure, policymaking and culture.

Chapter 1 – Roles and Authority

1.1 - The Agency (DWA)

Desert Water Agency (DWA) is an independent special district created by an act of the State Legislature as set forth in Chapter 100 of the appendix to the California Water Code, called “The Desert Water Agency Law.” DWA is responsible for long-range water supply management. This includes importing supplemental water and executing a groundwater replenishment program that includes the collection of a Replenishment Assessment Charge (RAC) for groundwater pumping. DWA is the Groundwater Sustainability Agency (GSA) responsible for managing the groundwater basins within its boundaries as provided in the Sustainable Groundwater Management Act. DWA also provides domestic water service and recycled water service in Palm Springs and parts of Cathedral City, and sewer conveyance in parts of Cathedral City and elsewhere.

1.2 - Board of Directors (Board)

The Board of Directors consists of five members from five geographically separate areas called divisions. Each Board Member is elected by voters in the geographic division and serves the entire DWA service area. Board Members must make decisions based on the interest of the entire public served by Desert Water Agency.

Board Members must reside in the geographic division in which they serve and are either:

1. elected by voters within the division where they reside to hold a four-year term
2. appointed in lieu to hold a four-year term
3. appointed by a vote of the Board to fill the remainder of the term of office for the Board Member that they are replacing, or until the next general Agency election

The primary role of the Board is to establish policies that guide the Agency.

Board Members have no individual authority. As individuals, Board Members are prohibited from committing the Agency to any policy, act, expenditure, obligation, affiliation or any other particular or circumstance that might arise.

Elected and appointed officials are bound to uphold the Constitution and laws and regulations of the United States and the State of California, and localities. They are bound to observe and comply with both the letter and the spirit of the law in their official acts, with the highest standards of integrity and honesty, and to discharge faithfully the duties of their office regardless of personal considerations. Their conduct in matters related to the Agency should be above reproach at all times.

As State law requires, no one who holds office, or who is seeking election or appointment to any office with the Agency shall, directly or indirectly, use, promise, threaten, or attempt to use, any office, authority, or influence for personal gain or objective. Board Members should make every effort to avoid even the appearance of impropriety.

The officers of the Board include the President, Vice- President, and Secretary-Treasurer. Officers of the DWA are selected every two years corresponding with the general election.

Board Members are responsible to know and follow Rosenberg's Rules of Order.

The Board has four (4) major responsibilities:

1. **Representing the public interest** – Each Board Member is a representative of the community DWA serves and shall be generally available for public feedback, concerns and questions, often relying on staff for resolution and community affairs. Board Members should be engaged in the community.
2. **Policymaking** – The Board establishes and oversees policies that support the vision and mission of the Agency and oversees the implementation of those policies. Policies include the governing principles, plans, and a course of action for the organization. Policymaking is the process of long-term goal setting and development of broad principles that provide parameters within which staff can operate. Policymaking sets the overall direction for the Agency
3. **Financial oversight** - The Board shall establish policies that ensure fiscal stability and the effective use of funds and are revised from time to time as the mission of the Agency evolves. In order to achieve this, each fiscal year the Board adopts a budget covering the anticipated revenues and expenditures of the Agency and reviews monthly and quarterly budget reports throughout the year. Additionally, from time to time, the Board reviews and/or acts on DWA's reserves, investments, and other financial policies.
4. **Oversee GM** – The Board directs the GM to oversee the day-to-day operations and staffing of the DWA. The Board holds the GM accountable for the effective management of the Agency. Collectively, the Board shall evaluate the performance of the GM annually, make determinations on compensation, employment contract, and organizational structure. The GM is responsible for overseeing all day-to-day operations and managing DWA staff.

In order to fulfill these responsibilities, the Board shall adhere to the following basic policy guidelines:

1. The Board provides policy direction and leadership for DWA.
2. The Board exercises authority only collectively as a Board, and individual Board Members shall not act on their own volition. For the purpose of this guideline, a "Board" is made up of five (5) members that make decisions by majority.
3. The Board respects the role of the GM and does not direct, assign or task any DWA staff. The GM may authorize Board Members to contact certain DWA staff for specific purposes to facilitate DWA business.
4. The Board respects the role of stakeholders and ratepayers in the governance of DWA and encourages their participation.
5. The Board maintains a high level of communication with the GM. When a Board Member is going to be unavailable, that Board Member shall inform the GM and Assistant Secretary to the Board in a timely manner.
6. The Board is aware that all written and electronic documentation and communication is legally considered in the public domain, unless exempted by law from public disclosure such as the attorney-client privilege.
7. Board Members shall not share items discussed in Closed Session, in mediation or under attorney-client privilege with other parties privately or publicly. Public disclosure of such items could result in ethics-related punitive actions.

1.3 - Board compensation

Board Members are compensated in several ways. DWA pays Board Members a "per diem" rate for every day that they attend a DWA Board meeting, a Committee meeting or attendance at a pre-approved conference. Regardless of how many meetings a Member attends in one day or the length of the meetings, the rate of pay is the same. The Board may adopt a compensation policy to cover other pre-approved meetings and events. There a maximum payment of ten per diems each month though Board Members may elect to attend additional meetings without compensation.

Additionally, Board Members may opt into health, vision and dental coverage. Board Members may be responsible for a share of the premiums, which will be deducted from Board Member payment disbursements. Board Members may also elect to pay into a deferred compensation account, though there are no DWA contributions on Board Members behalf.

1.4 - President of the Board

The President of the Board is responsible for:

- Approving the meeting agendas drafted by staff and directing the GM to place items on future agendas, including items requested by a majority of the Board.

- Chairing and presiding over meetings including calling meetings to order, calling for Board Member input, determining when additional discussion will be permitted prior to requesting a motion, repeating motions, and putting motions to a vote (mastery of Rosenberg's Rules of Order).
- During meetings, the Board President may direct the Assistant Secretary to the Board to mute any participant that the President determines to be out of order.
- Determining if a member of the public, staff or another Board Member is out of order.
- Acting as the ceremonial head and spokesperson of the Agency at civic functions, delegating this role when necessary.
- Creating and eliminating committees, including standing and ad hoc committees.
- Making committee assignments and establishing alternates.
- Signing documents on behalf of the Board.
- Leading the Board and mentoring new Board Members.
- Regularly communicating with the GM.
- Regularly communicating with other Board Members, in compliance with the Ralph M. Brown Act.

Board Members who wish to have an item placed on the agenda for a Board meeting shall contact the Board President or request it for consideration at a Board meeting.

1.5 - Vice President of the Board

The Vice President of the Board will act as President, including all of the responsibilities above, if the President is temporarily unavailable or vacates office. The Vice President shall serve on the Executive Committee.

1.6 - Secretary-Treasurer of the Board

The Secretary-Treasurer of the Board reviews Agency financial statements and attests to Board resolutions and ordinances. This Board Member serves as Finance Committee Chair.

1.7 - Executive Committee

The Board President and Vice President, or ~~an~~ alternates, comprise the Executive Committee. The Executive Committee reviews the agenda for Board meetings and also reviews expense reports from the Board and GM. The Executive Committee may advise the GM and Legal Counsel in emergencies or as urgent issues arise. The Executive Committee can create limited-term ad hoc committees to handle critical, time-sensitive issues.

1.8 - Standing and Ad hoc Committees

Committees are made of up of Board Members and may recommend to the full Board action on items placed on the agenda. Committees may provide the GM with direction on some specific items and also recommend staff to confer with other committees on issues that may span subject matter.

Chapter 2 – Board Values

The DWA Board recognizes the following guiding operational values.

2.1 - Guiding Operational Values of the Agency

1. Ensuring an available, affordable, secure supply of high-quality water today and in the future.
2. Providing a safe, efficient and well-maintained water delivery system.
3. Designing and operating water facilities and water programs to benefit the community, at large.
4. Delivering service fairly, professionally, promptly and respectfully.
5. Informing and educating the community on water and DWA.
6. Attracting, developing, and retaining a competent, creative and motivated workforce.
7. Maintaining public trust and confidence.
8. Behaving always in a respectful, civil, polite and professional manner.
9. Following the letter and spirit of the law and best practices for public entities.

Chapter 3 – Board Interactions

The efficient and effective delivery of services to DWA customers is a collaborative effort between the elected members of the Board of Directors, the GM and DWA employees.

3.1 - Board Interactions

Mutual respect and trust are the foundation of an effective productive board.

In order to conduct business in accordance with legal requirements and public expectation, Board Members are required to:

1. **Be knowledgeable about and, unless otherwise noted herein or in conflict with the Brown Act, DWA Law or other laws, follow Rosenberg’s Rules of Order** related to the governance of a meeting. (see Appendix 4)
2. **Understand and follow Ralph M. Brown Act requirements** related to communication among members of the Board and the public. Board Members acknowledge that they understand communication includes electronic, written and verbal methods are subject to legal openness requirements. (see Appendix 2)
3. **Defer to the President of the Board** as the leader of meetings and Board relations.
4. **Work collaboratively** and strive to operate as a unit. A high-functioning Board has members that are open, civil and respectful of one another. Strong Boards seek solutions that reinforce the Agency’s shared and stated objectives and vision.
5. **Disagree respectfully.** When people can disagree with one another and express their dissent respectfully, organizations are healthier. Disagreements often result in a more thorough study of options and better decisions and better outcomes. Board Members have the right to openly and respectfully address and debate all proposed actions and/or issues that come before the Board according to the Board meeting rules. Disagreements may occur and should be used to, in good faith, broaden subject matter perspective and understanding. Board Members who disagree in point or in principle, shall do so with professionalism, respect and dignity. Board Members shall likewise treat DWA staff in a professional and collegial manner. According to the rules of order, the Board President may call any Board Member out of order and/or remove any Board Members to maintain order.

3.2 - The Board’s Relationship with the GM

The GM is the Chief Executive Officer for DWA and is the one whom the Board appoints to manage, operate and administer DWA’s daily operations in accordance with approved policies. This makes the Board/GM relationship the most vital for overall DWA success. The Board requires a GM who has the skills to effectively implement the mission of the Agency, the vision of the Board and management of the staff team.

The GM has two roles: Chief Executive Officer and serving as the chief advisor to the Board.

The Board and GM will not always agree on every action taken by the GM and vice versa. Implementation of these policies naturally leaves room for interpretation. The GM's perspective, while very important, may not always be in alignment with what the Board decides. The Board and GM must consciously focus on maintaining a shared sense of purpose, open communication, transparency, honesty, trust and mutual support. While the GM is hired to carry out Board policy directives, the Board also looks to the GM for professional guidance and leadership.

One of the most important decisions a Board will make is the selection of a GM. The Board must grant the GM authority to manage, operate and administer DWA in the day-to-day implementation of programs and policies approved by the Board. This is critical for building the GM's credibility with the staff and the community.

It is the GM's responsibility to ensure that the Board have all the information they need to make policy decisions and that all Board Members are provided the same information. The Board expects the GM to make a recommendation on every (action) before the Board, except those that are strictly reserved to the Board. Additionally, if Board Members have questions to the GM and/or staff, the GM/staff will deliver responses to all Board Members to ensure equitable access to information.

The following are guidelines which are intended to help define the relationship between the Board and the GM:

1. **Develop goals.** The Board shall provide the GM with an annual list of goals and/or projects that will be the basis for an annual performance review. The Board and GM should collaboratively establish clarity regarding the culture and management style intended for the Agency.
2. **Evaluate performance.** The Board shall provide the GM with a performance evaluation annually that fulfills the needs of both the Board and the GM. The Board's evaluation of the performance of the GM is confidential and should be respected as such.
3. **Communicate directly.** Board Members are encouraged to contact the GM about any subject related to the operations of DWA. Similarly, the GM may discuss any DWA related issue with any member of the Board.
4. **Don't bypass.** Concerns regarding overall DWA operations or specific department issues or department heads are addressed with the GM. The GM may refer a Board Member to work with staff on a limited time or limited subject basis.
5. **Stay in touch.** Critical information will be provided to all Board Members by the GM, whether verbal, written, or electronic in nature.

6. **Avoid staff issues.** The GM has authority over staff and interdepartmental issues that may arise.
7. **Work with Acting GM.** The GM shall advise the Board when he/she is unavailable and may designate the individual who will perform delegated responsibilities during that time.

3.3 - Board Interactions with Staff

DWA staff ultimately report to the GM and serve the entire Board and community. Consequently, the Board should adhere to the following guidelines in its interaction with the staff:

1. **Do not direct staff.** A Board Member shall be aware of the influence they carry. A Board Member shall not direct staff to initiate any action, change a course of action, or prepare any report without the approval of the GM and/or the Board. A Board Member shall not attempt to pressure or influence discussions, recommendations, workloads, schedules, or priorities for any staff. Board Members may ask questions to an individual member of the staff (requesting a copy of a document or report) and shall include the GM on questions and requests.
2. **Get GM guidance on who to contact.** Before contacting staff directly on an issue, a Board Member shall ask the GM which staff member with which to confer. Board Members shall limit subject contact with that staff person to the issue discussed with the GM.
3. **Provide questions in advance.** When preparing for Board and Committee meetings, Board Members should review materials and direct questions in advance to the GM allowing staff to provide the desired information. Questions asked impromptu during the meeting are not discouraged as open dialogue may help aid understanding and decision making.
4. **Let GM handle critique and discipline.** Any concerns regarding the behavior or work of an employee shall be directed to the GM privately to ensure that the concern is addressed. Board Members shall not reprimand employees, nor shall they communicate concerns to anyone other than the GM.
5. **Don't ask staff to get involved in campaigns.** Soliciting political support from staff (e.g., financial contributions, display of posters or lawn signs, name on support list, etc.) is prohibited.

3.4 - Board Interactions with the Public

Customer Concerns and Complaints

1. All significant customer and ratepayer concerns and inquiries received by DWA shall be referred to the GM. All concerns and complaints are processed in accordance with applicable laws and may result in formal disputes or appeals.
2. Staff will provide the Board with a written or verbal report of a customer concern or inquiry that cannot be handled as a routine matter or items that include a formal appeal. Staff will also provide the Board with the correspondence with the customer.
3. The Board will be informed of significant, politically sensitive, urgent and/ or repetitive telephone or electronic communication inquiries. Staff will research the request as soon as possible, and provide the GM with the appropriate follow-up and response. The GM will review the communication prior to dissemination to the Board.
4. Copies of any written or electronic responses to customer concerns provided by a Member shall be provided to the other members of the Board.
5. Information that may expose the DWA to litigation will be shared with the Board at a properly noticed, closed session meeting in accordance with the requirements of the Ralph M. Brown Act.

Public Input during Meetings

1. Public comment shall be part of every regular meeting of the Board and shall take place as early as possible in the Board meeting out of respect for attendees' time and to streamline the meeting. The Board President may ask staff to provide additional information based on public input.
2. A majority of Board Members shall not express their position on any item not appearing on the agenda, including any raised during public comment. Due to Brown Act requirements, the Board cannot take up any item not listed on the agenda unless the Board determines there is an emergency or immediate action is necessary.
3. Items placed on the agenda for a public hearing will follow procedures as outlined by DWA's legal counsel.
4. Unless otherwise noted or required, public comments are to be kept under three minutes in length. The Board President may allow any speaker additional time.
5. If a member of the public asks a question during public comment, staff will attempt to follow up with that commenter after the close of the meeting.
6. The President is responsible for maintaining an orderly progression of the business before the Board.

Representing an Official Agency Position

In order to ensure that they are properly representing their positions as elected officials of DWA, Board Members shall adhere to the following guidelines:

1. Board Members may use their title only when conducting official DWA business, or for informational purposes.
2. Board Members shall relay all media interviews, media requests and presentation requests regarding DWA business or policy to the GM or designee. As a rule, these requests are managed by staff and the Board President may be requested to act as a spokesperson.
3. Once the Board has taken a position on an issue, Board Members can share the Board's adopted position.
4. If a member of the Board appears before another government agency or organization to give a statement on an issue affecting DWA, the Board Member shall indicate the majority position or opinion of the Board, and only to the extent authorized by the Board. (NOTE: Board Members shall report on any public remarks at the next DWA Board meeting).
5. No Board Member is permitted to attend a meeting of any outside agency or organization as an official representative of DWA without prior Board President authorization. Meetings of outside agencies and organizations that are included on the Agency's list of Representative Assignments are to be attended by the designated Board Member and/or alternate. Other Board Members are not prohibited from attending but may not participate or request compensation.
6. Personal opinions and comments contrary to adopted policy may be expressed with clarification that the statements do not reflect the official position of the Board or DWA. This applies to statements to media and any online or public discussion forums.
7. When two Board Members are authorized/assigned by the Board to attend a meeting as official representatives, other Board Members may not participate at the meeting as a DWA representative or discuss the matter with the other Board Members who are there in order to avoid violations of the Ralph M. Brown Act. There are exceptions for attendance at Board approved conferences and other similar events so long as Agency business is not discussed by a majority of the Board attending the event.

Electronic Media Communications by the Board and its members (Social Media)

The Ralph M. Brown Act requires public officials to conduct Agency business at properly noticed public meetings. There are strict and emerging State rules and laws regarding the use of electronic communications of public officials. Board Members should consider all communications, including electronic and/or any type of social media as public records that must be disclosed upon request pursuant to the California Public Records Act. Communications between Board Members are carefully controlled and such is the case with electronic media and social media. These rules/laws relate to communications related to Agency business on both DWA and personal accounts. Included are communications between Board Members, staff and the public. Use of all electronic devices for emails, texts, social media posts, re-posts, sharing or even indicative likes, emojis or other type responses such as likes, thumbs-up and dislikes, etc., may violate the Brown Act.

Chapter 4 – Governance & Meetings

4.1 - Election of Officers

~~Following an election~~Annually, the Board shall elect one Board Member President, another Board Member Vice President and a third member Secretary-Treasurer. These offices are held for ~~two one~~ years ~~or~~ until after the next election cycle unless the Board Member -serving as an officer resigns ~~or is no longer in office~~. If the President resigns ~~or vacates office~~, the Vice President will automatically assume the role of President and the Board shall elect a Vice President and Secretary-Treasurer.

The Board selects the GM, a non-elected position, as its chief advisor.

4.2 - Time and Place for Regular Meetings

The regular monthly meetings of the Board are normally held on the first and third Tuesday of each month commencing at 8:00 a.m. at the Agency Operations Center, 1200 South Gene Autry Trail, Palm Springs, CA and/or virtually as California law allows. The Board of Directors may, by a majority vote, change the date or time of its regular meetings. The Board may also elect to conduct some of its meetings at alternate locations.

4.3 - Meeting Notifications

The Assistant Secretary to the Board will email the Board when the meeting agenda and packet are posted to the DWA website.

The meeting agenda and packet will be posted physically at the Agency and online at least 72 hours in advance of regular Board Meetings and Standing Committee Meetings in accordance with the Ralph M. Brown Act. Special Meetings will be posted 24 hours in advance. Ad Hoc Committee Meetings do not require notice. Meeting notices will also be emailed to parties who have submitted a written request to receive them.

4.4 - Quorum Requirements

Three members of the Board will constitute a quorum for the transaction of business. However, no ordinance, resolution or motion shall be passed without at least three affirmative votes. An abstention has the same legal effect as a “no” vote though it will be recorded separately.

4.5 - Board Meeting Protocol

1. All ~~noticed~~ meetings of the Board shall be conducted using Rosenberg's Rules of Order, unless otherwise noted herein or unless required by law. Rosenberg's Rules

provide for constructive and democratic meetings and are intended to help the business of the Board.

2. Public comment shall be received pursuant to the Ralph M. Brown Act. Members of the public will have three minutes to express their concerns. By adopted motion of the Board or upon approval by the President, the time limit for individual speakers may be extended. The Board shall treat members of the public with courtesy and respect.
3. When possible, proposed corrections to official minutes of the Board meetings should be provided to the Assistant Secretary of the Board and/or GM in advance for consideration at the next regular Board meeting. This, however, does not prohibit a Board Member from making a request during a meeting to make a correction to the minutes before they are approved.
4. The Executive Committee shall meet with the GM prior to the Board meetings to review and prepare for the upcoming Board meeting agenda.
5. At the direction of the GM, other members of the management team, department heads or appropriate staff will be present at meetings if they have an item on the agenda.
6. Some items will be presented on the agenda on a Consent Calendar to be approved or denied with a slate of other items. Any Board Member can pull a Consent Calendar item for discussion. The President will allow all Board Members to make a comment on pulled items. The item then may be acted upon with the other items or separately.
7. Board Members should refrain from using electronic devices communications, such as emails, texting or any type of social media, during a Board meeting.
8. The time during the Board Members' Comments and Requests portion of the agenda shall be utilized for suggestions but should not be interpreted as direction to the GM since direction to the GM should come from the entire Board.
~~Additionally, the Board President is the only Board Member authorized to add an agenda item to a future meeting, unless action is otherwise taken by a majority of the Board to include an item on the future agenda.~~ Board Members' Comments and Requests ~~may be useful to staff or Board Presidents~~ shall inform decisions regarding items to be placed on future agendas. Any item requested by a Board majority shall be placed on an upcoming agenda.
9. Board Members acknowledge that Board Members' Comments and Requests at regular Board Meetings are not the ideal time to ask staff for studies and reports or to express complaints. Board workshops or individual conversations with the GM are preferable.

4.6 - Voting

Voting in a public meeting is the format for decision making. A majority of all members of the Board will be required to adopt any ordinance, resolution or motion, unless a different voting requirement to approve a particular action is specified by law.

1. Each Board Member may speak on an item prior to ~~the making of a motion~~voting on a motion.
2. Roll call votes are required on all ordinances and on all actions taken by the Board during teleconferenced meetings. On other items, a voice vote may suffice. A roll call vote may be requested by any Board Member for any action item.
3. Once an agenda item has been voted on, the disposition is considered as the "action" of the Board and the DWA's policy. Individual Board Members that did not support the action shall not seek to undermine the success of that decision.

4.7 - Closed Session

1. Closed Session meetings may be held at times other than the regular meetings of the Board so long as an agenda of the meeting is posted pursuant to the applicable open meeting (Ralph M. Brown Act) rules.
2. All Closed Session discussions and materials are considered confidential and may not be disclosed by any person present at the meeting, unless disclosure is authorized by a majority of the Board. Following conclusion of the Closed Session a report of actions taken may be required by law, except for reportable action, Board Members shall not share meeting details outside of the meeting.
3. Closed Session staff reports are strictly confidential and shall not be shared outside the meeting.
4. The GM shall recommend which members of the Staff management team are required for any Closed Session meeting. The GM shall request of the Board President any additional attendees. The Board President, however may request more limited attendance.
5. GM performance may be addressed in Closed Session with or without the GM present.
6. Other employee performance matters will be discussed in Closed Session fully at the discretion of the GM with only the GM and such other staff present as may be designated by the GM.
7. Board Members shall not use electronic devices communications, such as emails or texting, during a closed session meeting.
8. A Board Member shall refer a request for information regarding a Closed Session item to the GM who, in concert with DWA's legal counsel, will prepare an appropriate response.

Chapter 5 – Board Member Requirements

In order to promote the public's trust in Board policies and to ensure the most effective and efficient delivery of DWA services, members of the Board shall abide by a Board of Director's Code of Conduct which includes provisions relating to decorum, conflicts of interest, the handling of legal matters, ethics and sexual harassment training and enforcement.

5.1 - Oath of Office

Signed copies of the Oath of Office taken by each Board Member are maintained by the Assistant Secretary to the Board. DWA officials shall never exceed their authority, violate the law or ask others to do so. They should work in full cooperation with other public officials and employees unless prohibited from doing so by law or by legally required or recommended confidentiality of their responsibilities or work.

5.2 - Decorum

When the members of the Board are elected to office, they bring a body of personal experience, knowledge and judgment to develop good public policy. Each individual shall strive to work with fellow Board Members and DWA staff as part of a team to address challenges and opportunities. Board Members agree to:

1. **Represent the public.** Board Members' allegiance and primary responsibility is to the community within the DWA jurisdiction.
2. **Put community first.** Create, demonstrate and foster a DWA culture that puts community first.
3. **Act professionally.** Board Members should always behave professionally. When Board Members fail in this regard, Board Members, staff or the public may report this to the Board President. If the Board President is the member failing in this regard, Board Members should report it to the Vice President. Board Members who engage in unprofessional behavior shall first meet with the Board President, and where appropriate, be offered professional counseling. As a second step, the Board President may offer uncompensated group counseling to the full Board.
4. **Consider rules.** Board Members must comply with Ralph M. Brown Act rules and restrictions when using social media, even with personal accounts.
5. **Lead by example.** Board Members lead by example in their interaction and communication with tone, style and patience.

5.3 - Conflicts of Interest

Exercising independence and impartiality on behalf of the public good is a fundamental goal of any elected body. State law prohibits Board Members from using their official positions to influence government decisions in which they have a financial interest or where they have an organizational responsibility or a personal relationship that would present a conflict of interest. Accordingly, the Political Reform Act requires every State and local agency to adopt a conflict-of-interest code that identifies all officials and employees within DWA who make governmental decisions or recommendations based on the positions they hold. The individuals in the designed positions must disclose their financial interests for public review as specified in DWA's conflict of interest code. DWA's current adopted Conflict of Interest Code is included in Appendix 2 of this Handbook.

In accordance with applicable State laws, the following provisions shall apply to all Board Member actions:

1. A Board Member will not have a financial interest in a contract with the Agency or be a purchaser at a sale by the Agency or a vendor at a purchase made by the Agency, unless the Board Member's participation was authorized under Government Code sections 1091 or 1091.5, or other applicable provisions of law.
2. A Board Member will not participate in the discussion, deliberation or vote on a matter before the Board, or in any way attempt to use his or her official position to influence a decision of the Board, if he or 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. Generally, a Board Member has a financial interest in a matter if it is reasonably foreseeable that the Board decision would have a material financial effect (as defined by the Fair Political Practices Commission's ["FPPC"] regulations) that is distinguishable from the effect on the public generally on:
 - a. A business entity in which the Board Member is a Director, officer, partner, trustee, employee, or manager and has a direct or indirect investment in the amount specified in the then-effective FPPC regulations;
 - b. Real property in which the Board Member has a direct or indirect investment interest, with a worth in the amount specified in the then-effective FPPC regulations;
 - c. A source of income of the Board Member in the amount specified in the then-effective FPPC regulations, within twelve months before the Board decision;
 - d. A source of gifts to the Board Member in an amount specified in the then-effective FPPC regulations within twelve months before the Board decision;
 - e. The Board Member's personal expense, income, assets or liabilities, and those of his or her immediate family, are likely to go up or down as a result of the decision by the amount specified in the then-effective FPPC regulations.

3. If a Board Member believes that he or 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:
 - a. If the Board Member becomes aware of the potential conflict of interest before the Board meeting at which the matter will be discussed or acted on, the Board Member will notify the GM and the Agency's legal counsel of the potential conflict of interest, so that a determination can be made whether it is a disqualifying conflict of interest;
 - b. If it is not possible for the Board Member to discuss the potential conflict with the GM and the Agency's legal counsel before the meeting, or if the Board Member does not become aware of the potential conflict until during the meeting, the Board Member 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;
 - c. Upon a determination that there is a disqualifying conflict of interest, the Board Member: (1) will not participate in the discussion, deliberation or vote on the matter for which a conflict of interest exists, which will be so noted in the Board minutes; and (2) leave the room until after the discussion, vote and any other disposition of the matter is concluded, unless the matter has been placed on the portion of the agenda reserved for uncontested matters (i.e., the consent calendar), in which case the Board Member will identify the nature of the conflict and abstain from the vote on the specified item on the consent calendar. If the item is on the agenda for discussion and possible action, the Board Member may speak on his or her personal interests in the matter during the time that the general public speaks on the issue but must leave the room during Board discussion and action on that item.
4. A Board Member will not recommend the employment by DWA of a relative, even if such employment would not constitute a technical violation of the Conflict of Interest laws. A Board Member will not recommend contracting with or professional services of a relative.

5.4 - Handling of Legal Matters

The Board appoints the Agency's legal counsel to provide a wide range of professional legal services, assistance, and legal advice to the Board, GM and all Agency departments and offices.

1. The following guidelines shall be employed by Board Members when dealing with legal and/or other confidential matters:
 - a. All written materials and verbal information provided to Board Members on matters that are confidential and/or privileged under State law shall be kept in complete confidence to ensure that DWA's position in the matter is not compromised. No disclosure or mention of any information in these

materials may be made to anyone other than fellow Board Members, the GM or DWA's legal counsel.

- b. Confidential materials provided to Board Members outside of closed sessions must be destroyed, deleted, or returned to staff within thirty (30) days of their receipt.
 - c. Board Members may not request confidential written information from staff that has not been provided to all Board Members.
2. All Board Members who are desirous of contact with DWA's legal counsel, his or her staff, and/or attorney(s) contracted to work on behalf of the Agency shall first consult with the GM or in the event that the Board Member's concern relates to the GM, consult with the Board President. Board Members cannot enjoy or establish an attorney-client relationship with said attorney(s), as a Board Member, by consulting with or speaking to same. Any attorney-client relationship established belongs to DWA, acting through the Board, and as may be allowed in State law for purposes of defending DWA and/or the Board in the course of litigation and/or administrative procedures, etc.

5.5 - Ethics Training

AB 1234 requires elected or appointed officials who are compensated for their service or reimbursed for their expenses to take two hours of training in ethics principles and laws every two years. Those who enter office after January 1, 2006 must receive the training within a year of starting their service. They must then receive the training at least once every two years after that.

The training must cover general ethics principles relating to public service and ethic laws including:

1. Laws relating to personal financial gain by public officials (including bribery and conflict of interest laws);
2. Laws relating to office-holder perks, including gifts and travel restrictions, personal and political use of public resources, and prohibitions against gifts of public funds;
3. Governmental transparency laws, including financial disclosure requirements and open government laws (the Brown Act and Public Records Act);
4. Laws relating to fair processes, including fair contracting requirements, common law bias requirements, and due process.

5.6 - Sexual Harassment Training

Pursuant to AB 1825, Board Members must take a sexual harassment prevention course every two years. DWA will provide course options to Board Members for consideration. Sexual harassment by Board Members will not be tolerated. Any sexual harassment observed by Board Members whether by other Board Members or DWA staff shall be reported immediately to the GM or Board President.

5.7 - Enforcement

Board Members shall refer any actual or perceived violation of DWA policies, including the Code of Conduct, by another Board Member privately to the President of the Board, or the Vice President if it is the President that has committed the perceived violation. The President or Vice President may bring the matter to the full Board of Directors for investigation, and consideration of any appropriate action warranted. A violation of this policy may be addressed by the use of such remedies as are available by law to the DWA, including but not limited to:

1. **Admonishment.** This is an informal action that may be verbal or written and can be carried out by the Board President or the Vice President.
2. **Investigative process.** Before any formal action is taken, DWA will investigate claims against any of its Board Members. The Board must approve an action to undergo investigation. The investigation must include an opportunity for the accused Board Member to provide a statement and/or evidence.
3. **Censure.** At the conclusion of the investigation, the Board may adopt a resolution expressing disapproval of the conduct of the Board Member who has violated policies or principles outlined in this handbook. While there is no fine or suspension associated with this, the Board may elect to suspend a Board Member's committee appointments, and compensation or reimbursements for conference attendance or travel expenses.
4. **Injunctive relief.** In some cases, the Board may vote to prevent a Board Member from sharing confidential information. Due to the potential urgency, the Board may pursue an injunction prior to the completion of any investigation.
5. **Referral to the District Attorney.** The Board may direct DWA staff to refer a violation to the District Attorney's office.

Board Member handbook acknowledgement

As a member of the Desert Water Agency Board of Directors, I have received and read the most recently adopted version of the DWA Board of Directors' Handbook. I understand the expectations placed on me as an elected official and representative of DWA. I am committed to upholding the public trust and representing the best interests of the DWA and its customers by complying with the Board Handbook. By signing this acknowledgement, I agree to comply with the terms of the Board of Directors Handbook, Board and DWA policies and all applicable laws and regulations. I further commit to conduct myself professionally as a Board Member and to carry out my duties with integrity and competence.

Name: _____ Date: _____

Title: _____ Division: _____

Signature: _____

Appendix 1
Summary of the Ralph M. Brown Act

Appendix 1

Summary of the Ralph M Brown Act

The Ralph M. Brown Act (Brown Act) or “Open Meetings Law” is found in the California Government Code § 54950 et seq. It was enacted in 1953 to guarantee the public’s right to attend and participate in meetings of local legislative bodies, and as a response to growing concerns about local government officials’ practice of holding secret meetings that were not in compliance with advance public notice requirements. The Brown Act’s primary purpose is to insure public official accountability for their actions and to allow full public participation in the decision-making process.

Scope of the Brown Act

The Brown Act governs local agencies, legislative bodies of local government agencies such as city councils, county boards of supervisors, special districts, school boards, standing committees, and even some types of Home Owners Associations (if they were created by a public entity as a public district.)

Meetings

The Brown Act defines a meeting as “any congregation of a majority of the members of a legislative body at the same time and place to hear, discuss or deliberate upon any item that is within the subject matter jurisdiction of the legislative body”. In other words, when there is a quorum of the legislative body constituting a majority, the Brown Act considers that a meeting. This also applies to situations where a majority of the members of the legislative body are attending a social gathering (for which no meeting notice was given) and they start discussing business under their jurisdiction.

The key elements for a meeting are quorum and discussion, hearing or deliberation of issues; the meeting needs not to be formally convened in order to be subject to the Act. This would then include gathering which may be defined as informal, study, discussion, informational, fact-finding, or pre- council.

Some meetings are not covered by the Brown Act. Gatherings such as conferences and retreats, other public meetings, meetings of other legislative bodies, social or ceremonial events are exempt from the Brown Act provided that legislative members follow certain rules such as limiting the discussion to the agenda in the conference; or that legislative members do not discuss amongst themselves business of their legislative body. Also excluded from the application of the Brown Act are individual contacts or conversations between a member of a legislative body and any other person (i.e., non-staff or non-Member).

Serial Meetings

The Brown Act explicitly prohibits the use of "...direct communication, personal intermediaries, or technological devices that are employed by a majority of the members of the legislative body to develop a collective concurrence as to action to be taken on an item by the members of the legislative body". Serial meetings involve communication between members of a legislative body that are less than a quorum, but when all participants are considered, it constitutes a majority. For example, a chain of communication involving contact from member A to member B who then communicates with member C would constitute a "serial meeting" ... Similarly, when a person acts as the hub of a wheel (member A) and communicates individually with the various spokes (members B and C), a serial meeting has occurred.

In addition, a serial meeting occurs when intermediaries for Members have a meeting to discuss issues. For example, when a representative of member A meets with representatives of members B and C to discuss an agenda item, the members have conducted a serial meeting.

It should also be noted that legal precedence has established that the use of email to create consensus among the legislative members might be in violation of the Brown Act.

Teleconference Meetings

The Brown Act allows teleconference meetings if they comply with the following specifications:

- The teleconference location is accessible to the public and it is noted in the agendas.
- The meeting is useful to the public and the legislative body.
- All votes are taken by roll call.
- At least a quorum of the members of the legislative body are located within the boundaries of the territory over which it exercises jurisdiction.

Closed Session Meetings

The Brown Act allows closed sessions under the scope of a regular meeting. It stipulates that they shall comply with agenda posting and be held within the jurisdiction of the legislative body, which shall include a description of the items to be discussed. In addition, prior to holding any closed session, the legislative body shall disclose, in an open meeting, the item or items to be discussed in the closed session. The Act provides an extensive description of specific items that can be discussed by the legislative body in closed session.

The legislative body should publicly report actions, along with the vote and abstention count, taken as result of a closed session. Documentation relative to the reports should be available to any person on the next business day following the meeting.

Special Meetings

Either the presiding officer or the majority of members of the legislative body may call special meetings at any time by delivering each of its members a written notice and by notifying the media (which has previously requested notification of special meetings): the notice shall be received at least 24 hours in advance before the meeting. Special meetings notice shall be also posted at least 24 hours prior to the meeting and it should be held in a location that is freely accessible to members of the public. The discussions at the special meeting are limited to the issues posted in the agenda. No other business shall be considered.

Compliance

In order to comply with the Brown Act, local agencies must adhere to the following rules:

- Hold open and public meetings. No legislative body shall conduct any meeting in a facility that prohibits the admittance of any person(s) on the basis of: race, religion, color, national origin, ancestry, sex; or that is inaccessible to disabled persons, or where the public, in order to gain access to the facility, needs to pay or purchase something.
- Vote publicly - no secret ballots are allowed.
- Comply with the protections and prohibitions of Section 202 of the Americans with Disabilities Act of 1990.
- Do not require public registration, as a condition for attendance; the public is not required to register, provide any other information, or fulfill any condition precedent to its attendance. If an attendance list is circulated, it shall clearly state that the signing, registering, or completion of the document is voluntary.
- Allow recording of the proceeding (video tape, audio tape) provided that recording is done in an undistruptive way.
- Do not prohibit or restrict broadcasting unless there is a finding that this would be disruptive to the proceedings.
- Post notice of meetings, information shall include specified time and location, except for advisory or standing committees.
- Post agendas at least 72 hours in advance of regular meetings. Such notice shall contain a brief general description of each item of business.
- Do not take action or discuss any item not appearing on the posted agenda except under certain conditions as provided by the Act.
- Hold meetings in the jurisdiction of the legislative body.
- Allow and honor any person's request to provide and mail a copy of the agenda at the time the agenda is posted (at least 72 hours in advance) or of all the documents of the agenda packet of any meeting.

- Provide an opportunity for comment from members of the public to directly address the legislative body on any item of interest to the public on every agenda for regular meetings.
- Allow public criticism of the legislative body.
- Hold at least one public hearing, allowing for public comment, before adopting any new or increased general tax or increased assessment.
- Do not charge fees for the attendance to a meeting or for carrying out any provision in the Brown Act. The only exception is when legislative bodies are allowed to charge a fee that covers the cost of mailing an agenda or agenda packet. The Act also prohibits meetings in a place where the public needs to pay or purchase something.
- Disclose to the public agendas of public meetings and any other writings, when distributed to all, or a majority of all, of the members of a legislative body of a local agency. In addition, under the California Public Records Act these documents shall be made available upon request and without delay.
- Preserve the order in meetings. Moreover, if a group willfully interrupts a meeting and the order can only be restored by the removal of disruptive individuals, then the legislative body may order the meeting room to be cleared. The session might be reinitiated and representatives of the media shall be allowed to stay and attend the session. The legislative body may also establish a procedure for readmitting individual(s) not responsible for the disruptive conduct that caused the meeting room to be cleared.

Violations of the Brown Act

Each member of a legislative body who has taken action in violation of any provision of the Brown Act, and where there was willful deprivation of information to the public, is guilty of a misdemeanor. Civil remedies (injunction, mandamus, declaratory relief and voiding past actions of the body) are provided in case of violation of the Brown Act (that is, for violations to requirements for: general open meeting, agenda posting, closed sessions, tax and assessment, special meetings and, emergency meetings). A court may award court costs and reasonable attorney fees to the plaintiff in an action brought pursuant.

In order to correct a violation to the Brown Act, a complaint to cure and correct has to be filed by the interested party within 30 days of the date the action was taken during an open meeting and in violation of agenda requirements, or within 90 days of the date the action was taken for all other cases. Once the legislative body has received the complaint, it has 30 days to cure or correct the challenged action, if it fails to do so, a person then may file suit to void the action.

Appendix 2
Rosenberg's Rules of Order

Appendix 2

Summary of Rosenberg's Rules of Order

Rosenberg's Rules of Order provides a set of common rules and procedures for deliberation and debate that allow Board Members' expression, ensure consistency in the manner and language used during the conduct of a meeting. The comportment of any business activity is controlled by the general will of those involved, based on a shared acceptance that decisions will be made by a deliberate majority.

A PDF SUMMARY LINKED HERE WILL BE INSERTED INTO THE FINAL PDF DRAFT:
<https://www.cacities.org/UploadedFiles/LeagueInternet/77/77d4ee2b-c0bc-4ec2-881b-42ccdbbe73c9.pdf>

Appendix 3
Summary of the FPPC and Political Reform Act

Appendix 3

Summary of the FPPC and Political Reform Act

In June 1974, the passage of Proposition 9 by California voters created the Political Reform Act (the Act) which sought to reign in the potential corruptive influence of special interests by imposing the most rigorous restrictions on fundraising and lobbying in the country. The Act regulates campaign financing, conflicts of interest, lobbying, and governmental ethics and is administered by the five-member Fair Political Practices Commission (FPPC) whose mission is to ensure that public officials act in a fair and unbiased manner in the governmental decision-making process, to promote transparency in government, and to foster public trust in the political system. The specific goals of the FPPC are:

1. To diligently prosecute serious violations of the law, ensuring that officials operate in a way that does not betray the public's confidence.
2. To increase transparency by utilizing technology to provide "smart disclosure," giving more people easy access to vital information about their public officials and campaign financing.
3. To concentrate on adopting meaningful reforms while maintaining the highest ethical standards.

The FPPC enacts regulations that implement the law, issues advice letters, and adopts advisory opinions that apply the Act as well as the regulations to particular circumstances.

Overview of Political Reform Act

The Political Reform Act is found in Title 9 of the Government Code, Sections 81000 to 91014. Its mission is to serve as the legal bedrock of governmental ethics in California. It regulates:

- **Financial Conflicts of Interest by Public Officials:** An elected official has a conflict of interest with regard to a particular government decision if it is sufficiently likely that the outcome of the decision will have an important impact on your economic interests, and a significant portion of your jurisdiction does not also feel the important impact on their economic interests. This law applies only to financial conflicts of interest; that is, conflicts of interest arising from economic interests. Whether an elected official has a conflict of interest that disqualifies him/her depends heavily on the facts of each governmental decision. The most important proactive step an elected official can take to avoid conflict of interest problems is learning to recognize the economic interests from which conflicts of interest can arise.
- **Campaign Finance:** The law requires detailed disclosure of the role of money in California politics. This includes the disclosure of contributions and expenditures in connection with campaigns supporting or opposing state and local candidates and ballot measures as well as the disclosure of expenditures made in connection with

lobbying the State Legislature and attempting to influence administrative decisions of state government.

- **Lobbyist Registration and Reporting:** The purpose of lobbyist regulation as stated in the Act is: "The activities of lobbyists should be regulated and their finances disclosed in order that improper influences will not be directed at public officials". The main provisions of the Public Records Act (the Act) related to lobbying govern the definition of who is a lobbyist, a lobbying firm and a lobbyist employer. These sections also provide for the registration of lobbyists, lobbying firms and their clients, called "lobbyist employers", and for quarterly reporting of specified activities and expenditures, including detailed information about what lobbyists are paid, by whom, and which bills or regulations they lobbied for or against. No other California professionals are required to provide such detailed information concerning their activities and finances.
- **Post-Governmental Employment:** The Act places several restrictions on the activities of public officials who are leaving governmental employment. After leaving a government job, state officials are restricted by both a "one-year" ban against certain types of activity, and a "permanent" ban against very specific types of activity. For certain local officials and air pollution control/air quality management district members, officers, or employees, post-employment activities are also restricted by a similar "one-year" ban. Additionally, all public officials who are anticipating leaving governmental service are restricted from attempting to influence their prospective employment opportunities while working for a government agency.
- **Political Mass Mailings:** A mailing is prohibited under the Act if each of the following criteria is met (subject to one or more exceptions as provided for in the law):
 - A tangible item, such as a newsletter or brochure, is delivered, by any means, including by transmission of a fax, to a person's residence, place of employment or business, or post office box. Note: Emails, website postings, text messages, and recorded telephone messages/robocalls are not considered tangible items and therefore, not subject to the Act's mass mailing at public expense restrictions.
 - The item sent either features an elected officer affiliated with the agency (by including the officer's photo or signature, or singling out the officer by the manner his or her name or office is displayed), or the item includes a reference to an elected officer affiliated with the agency and the item is prepared or sent in cooperation with the elected officer.
 - Any of the costs of distribution are paid for with public moneys, or if public funds are not used for the actual distribution, in excess of \$50 in public moneys is used to design, produce, or print the item and the design, production, or printing is done with the intent of sending the item other than as permitted by Regulation 18901.

- More than 200 substantially similar items are sent in a calendar month, excluding any item sent in response to an unsolicited request.
- **Gifts and Honoraria given to Public Officials and Candidates:** The Act imposes limits on gifts, prohibits honoraria payments, and imposes limits and other restrictions on the receipt of travel payments received by:
 - Local elected officers and other local officials specified in the Government Code, excluding judges.
 - Designated employees of local government agencies (i.e., individuals required to file statements of economic interests under a local agency's conflict of interest code).
 - Candidates for any of these offices or positions and judicial candidates.

The Act also imposes limits and other restrictions on personal loans received by certain local officials.

Appendix 4
Form 700 – Statement of Economic Interest

Appendix 4

Form 700 – Statement of Economic Interest

The Political Reform Act (the Act) provides that public officials of local agencies such as city councils, county boards of supervisors, special districts, and school boards must disclose their "economic interests" periodically on forms provided by the Fair Political Practices Commission (FPPC). In addition, an agency is required to determine which of its other officials, commission members, and employees perform duties that involve potential conflicts of interest. The legislative body adopts a resolution outlining those positions, called "designated employees." These employees are required to disclose their economic interests.

Conflict of interest is a complex issue. Members should carefully consider and monitor "gifts" from any person or organization whether the gifts are financial support, loans, event tickets, meals, etc. Many of these gifts may need to be reported and may present a conflict of interest when considering and/or voting on projects or issues related to the person presenting the gift. Questions relating to conflict of interest should be directed to the Agency's legal counsel or the FPPC.

The Form 700 Statement of Economic Interests (SEI) annual filings, due in April, cover the previous calendar year or from the last filing period, as required.

There are five components to the Form 700 SEI:

- **Assuming Office Statement** - If you are a newly appointed official or are newly employed in a position designated, or that will be designated, in a state or local agency's conflict of interest code, your assuming office date is the date you were sworn in or otherwise authorized to serve in the position. If you are a newly elected official, your assuming office date is the date you were sworn in. Investments, interests in real property, and business positions held on the date you assumed the office or position must be reported. In addition, income (including loans, gifts, and travel payments) received during the 12 months prior to the date you assumed the office or position is reportable.
- **Annual Statement:** Generally, the period covered is January 1, through December 31. If the period covered by the statement is different than January 1 through December 31, (for example, you assumed office between October 1 and December or you are combining statements), you must specify the period covered. Investments, interests in real property, business positions held, and income (including loans, gifts, and travel payments) received during the period covered by the statement must be reported. Do not change the preprinted dates on Schedules A-1, A-2, and B unless you are required to report the acquisition or disposition of an interest that did not occur during the year.

- **Leaving Office Statement:** Generally, the period covered is January 1 through the date you stopped performing the duties of your position. If the period covered differs from January 1, through the date you stopped performing the duties of your position (for example, you assumed office between October 1 and December 31 or you are combining statements), the period covered must be specified. The reporting period can cover parts of two calendar years.
Investments, interests in real property, business positions held, and income (including loans, gifts, and travel payments) received during the period covered by the statement must be reported. Do not change the preprinted dates on Schedules A-1, A-2, and B unless you are required to report the acquisition or disposition of an interest that did not occur during the year.
- **Candidate Statement:** If you are filing a statement in connection with your candidacy for state or local office, investments, interests in real property, and business positions held on the date of filing your declaration of candidacy must be reported. In addition, income (including loans, gifts, and travel payments) received during the 12 months prior to the date of filing your declaration of candidacy is reportable. Do not change the preprinted dates on Schedules A-1, A-2, and B. Candidates running for local elective offices (e.g., county sheriffs, city clerks, school board trustees, or water district Members) must file candidate statements, as required by the conflict of interest code for the elected position. The code may be obtained from the agency of the elected position.
- **Amendments:** If you discover errors or omissions on any statement, file an amendment as soon as possible. You are only required to amend the schedule that needs to be revised; it is not necessary to refile the entire form. Obtain amendment schedules from the FPPC website at www.fppc.ca.gov.

ORDINANCE NO. 74~~75~~

**ORDINANCE OF DESERT WATER AGENCY ESTABLISHING RULES
AND REGULATIONS FOR THE BOARD AND ITS OFFICERS, THE CONDUCT
OF ITS MEETINGS AND THE AFFAIRS OF THE BOARD**

WHEREAS, Desert Water Agency was created by an act of the California Legislature in 1961 codified as Chapter 100 of the California Water Code Appendix, identified therein as the “Desert Water Agency Law”; and

WHEREAS, Section 100-5 of the Desert Water Agency Law provides that the Agency shall be governed by a Board of Directors consisting of five members; and

WHEREAS, on April 1, 1980, the Agency’s Board of Directors adopted Ordinance No. 25 establishing rules and regulations for the Board and its officers, the conduct of its meetings, and the affairs of the Board, ~~which was thereafter replaced by Ordinance No. 74~~; and

WHEREAS, the Board of Directors wishes to amend and replace Ordinance No. ~~2745 to ensure consistency with current Agency practices, procedures, and legal requirements~~;

NOW, THEREFORE, BE IT ORDAINED by the Board of Directors of the Desert Water Agency as follows:

Section 1. GOVERNING BODY OF AGENCY

A. Authority of Board. The Board of Directors, acting as a Board is the governing body of the Agency. The Board shall act only at its regular, regularly adjourned or special meetings, or at emergency meetings when authorized by the Ralph M. Brown Act.

B. Authority of Individual Board Members. All powers of the Agency shall be exercised and performed by the Board as a body. Individual Board members, except as provided in this Ordinance or otherwise authorized by the Board, shall have no power to act for the Agency or the Board.

Section 2. OFFICERS OF BOARD

A. Board Officers. The officers of the Board shall consist of a President, a Vice-President, and a Secretary-Treasurer. No member of the Board shall hold more than one of these offices. The Board may also assign any of the duties of the Secretary-Treasurer to Agency staff members who are qualified to perform those duties.

Section 3. ELECTION OF BOARD OFFICERS

A. Date of Election. The officers of the Board shall be elected each year in January, or soon thereafter as possible~~following each regular election~~. Their terms as officers of the of Board shall be for ~~two years~~one year, or until their successors are elected.

B. Vacancies in Board Offices. Vacancies in Board offices may be caused by death, resignation, or ceasing to be a member of the Board. In the event of a vacancy in the office of President, the Vice-President shall automatically success to the presidency, and shall serve out the remainder of the term. Vacancies in the other Board offices shall be filled by election for the balance of the term.

Section 4. BOARD VACANCIES

A. Procedure for Appointment. Vacancies in the office of Director may be filled in accordance with Section 12 of the Agency's enabling act and the provisions of Section 1780 of the California Government Code. Such procedures permit the remaining members of the Board to fill the vacancy by appointment, provided that the appointment is made within 60 days after the effective date of the vacancy, and provided further that notice of the vacancy is given as provided by law. In lieu of making an appointment, the remaining members of the Board may call an election to fill the vacancy.

Section 5. DUTIES OF PRESIDENT

A. Meetings. The President shall preside over and conduct all meetings of the Board and hearings before the Board. In so doing, the President shall have the following powers and responsibilities:

1. To follow the prepared agenda unless the Board concurs in any change.
2. To determine all questions of order and parliamentary procedure, unless the President chooses to submit any such question to the Board for decision.
3. To maintain order and to enforce reasonable rules of decorum.
4. To determine at meetings of the Board, other than public hearing, when members of the public should be heard on particular issues, or otherwise be permitted to address the Board.

5. At public hearings as well as other meetings of the Board, to set reasonable limits upon the length of time and the number of occasions on which a person may speak.

6. To restate where necessary, and to put to a vote, all questions properly before the Board.

7. To ~~determine~~ limit further debate after there has been reasonable opportunity for full discussion of any issue, and further debate would be needlessly repetitive or otherwise not useful, and where proper, to call for the vote on a motion that is on the floor. Three votes shall be sufficient to end discussion and take action on any motion that is on the floor. ~~put the matter to vote.~~

8. To rule out of order any comments not germane to the issue then before the Board.

9. To establish standing or ad hoc committees of the Board, and to appoint the members thereof.

10. To declare the meeting adjourned upon ~~such vote by the Board~~ conclusion of all agenda items, or when in the President's judgment any emergency or other cause requires adjournment.

11. To authenticate by signature all acts, orders, and other proceedings of the Board.

Notwithstanding the delegation of such powers to the President, any action taken by a majority of the Board on any of the foregoing matters shall be determinative thereof.

B. Agenda for Meetings. The Executive Committee ~~President~~ shall consult with the General Manager on the preparation of an agenda for each meeting, and such conference shall constitute a service requested by the Board for purposes of compensation. If a majority of Directors voice support during a meeting to place an item on a future agenda, it shall be agendized.

C. Board Spokesman. The President shall generally act as spokesman for the Board with respect to its action and policies, and those of the Agency. This provision, however, shall not preclude any other officer or employee of the Agency from making appropriate comments within

the scope of this position or pursuant to policies of the Board, nor any Director from expressing individual views, or speaking for the Board when so authorized.

D. Staff Direction. The President shall work through the General Manager, Counsel or other office or consultant of the Agency, to obtain such information as may be necessary and appropriate to assist the Board in its deliberations, and may direct staff to implement the policies and decisions of the Board.

Section 6. DUTIES OF VICE PRESIDENT

A. Powers of Vice President. The Vice President shall act if the President is absent or unable to act, and shall exercise all of the powers of the President on such occasion.

Section 7. DUTIES OF SECRETARY-TREASURER

A. Board Matters. With respect to the affairs of the Board of Directors, the Secretary-Treasurer shall have the following duties:

1. To take minutes of all Board meetings, and to prepare a draft thereof.
2. To keep in appropriate books the original copies of all final minutes, ordinances and resolutions of the Board.
3. To keep on file all Board committee reports.
4. To attest to the minutes, ordinances, resolutions and other documents of the Board.
5. To present any Board record or document to any member of the Board upon request.
6. To provide notice as required by law of any special meeting, regularly adjourned meeting or emergency meeting.
7. To provide notice as required by law of any hearing before the Board.
8. In the absence of the President and Vice President, to call any meeting to order, and to preside as chairman pro-tem, exercising the powers of the President at such meeting.

9. To monitor the Agency's finances, including income, expenditures and fund balances, and provide reports thereof to the Board at such meetings as the Board may request.

B. Other Duties. The responsibilities enumerated in Section 7A are not intended to limit any other duties of the Secretary-Treasurer imposed by law or assigned from time to time by the Board. All such duties, except 7A(8), may be assigned to a designated Agency Secretary or Financial Officer, as determined by the Board.

Section 8. MEETINGS OF THE BOARD

A. Time and Place of Meetings. Meetings of the Board shall be held at the office of the Agency at 1200 South Gene Autry Trail, Palm Springs, California, at such day and hour as may be specified from time to time by resolution of the Board, or at such other location or time as the Board may determine from time to time.

B. Public Nature of Meetings. All meetings of the Board shall be open to the public, except when the Board is convened in closed session as authorized under provisions of law. Meetings of Board standing committees composed of not more than two members of the Board shall also be public meetings, unless also conducted in closed session in the manner authorized by law. Meetings of ad hoc committees need not be conducted as public meetings.

C. Quorum and Voting Requirements. A **mMajority** of the Board of Directors shall constitute a quorum for the transaction of business. However, no ordinance, resolution or motion shall be passed without **at least** three affirmative votes. **An abstention has the same legal effect as a "no" vote though it will be recorded separately.**

D. Board Action. The Board shall act only by ordinance, resolution or motion. All ordinances shall require a roll call vote in which the ayes and the noes are recorded in the minutes. An ordinance does not require two readings at separate meetings, and unless otherwise provided by its own terms, shall become effective upon adoption. Resolutions and other motions may be adopted by a voice vote, unless a roll call vote is required by law, but on demand of any member of the Board, the roll shall be called and the vote recorded. All motions, including a motion to adopt an ordinance or to approve a resolution, shall require a second. If a second is not received, the motion shall die without the requirement of a vote. Any member of the Board, including the President, **may** ~~can~~ make **or** ~~and~~ second a motion, and the President shall vote on all motions unless

the President is disqualified or abstains. The President shall not call for a vote on any motion until sufficient time has been allowed to permit any member of the Board to speak. Complex motions should generally be prepared in writing and read aloud to the members of the Board at the time the motion is made. Common motions may be stated in abbreviated form, and will be put into complete form in the minutes. Until the President states the question, the maker with the approval of the second may modify the motion or withdraw it completely. However, after the question has been stated by the President, the motion may be changed only by motion to amend which is seconded and carried. The vote on all motions, resolutions and ordinances must be recorded in the minutes for the meeting.

E. Parliamentary Procedures Affecting Motions. After a motion has been made and seconded, any member of the Board may make any of the following motions:

1. To continue the motion to a specific time.
2. To table the motion, the effect of which defers further discussion and a vote until the majority of the Board again wishes to resume consideration of the motion.
3. To commit or refer the motion to a committee, the effect of which is to defer further consideration until the committee has reported its findings to the Board.
4. To amend the motion to modify its wording before adoption, provided the suggested amendment is germane to the original motion.
5. To propose a substitute motion, which has the effect of disposing of the motion before the Board and eliminating the necessity of a vote on the original motion.
6. To call for the question, which in fact is a motion to terminate further debate, and requires a second and an affirmative vote of the Board.

F. Routine Business. Matters of routine business such as approval of the minutes, and approval of non-controversial matters, may be placed on the consent calendar of any agenda, for approval along with other such agenda items. However, upon the request of any member of the Board, an item shall be removed from the consent calendar for discussion and individual action.

G. Closed Sessions. Except as required by law, all proceedings in closed sessions shall remain confidential.

Section 9. PUBLIC HEARINGS

A. Order of Procedure. Public hearings shall be called to order by the President at or as soon as practical after the time for which the hearing has been noticed. The President shall interrupt at a reasonable point any business before the Board in order to proceed with such noticed public hearing. The procedure for public hearings shall generally be as follows:

1. The Secretary shall report upon the notice of the hearing which has been given.
2. The Secretary shall indicate or summarize all protests or correspondence which has been received on the issue to be heard.
3. The staff shall present such information, exhibits and recommendations as may be appropriate.
4. The President shall call upon such members of the public as may wish to be heard.
5. Board members and staff shall attempt to answer such questions from members of the public as may be germane to the issues of the hearing.
6. Board members and staff may also ask questions of member of the public who speak.
7. Discussion of the issues among Board members shall generally be reserved until all of the testimony has been heard and the hearing has been closed.
8. If the nature of the hearing ~~appears to warrant~~ requires sworn testimony, the President ~~may~~ shall require that all persons giving testimony do so under oath. The oath may be administered by the President or by the Secretary-Treasurer.

9. Any member of the public may, at their own expense, record or transcribe the proceedings of the hearing.

Section 10. ROSENBERG'S RULES OF ORDER

A. Applicability. As a further guide in conducting its meetings, the Board of Directors shall use the most recent version of Rosenberg's Rules of Order. However, in the event of a conflict between Rosenberg's Rules of Order and this Ordinance or any applicable requirement of law, this Ordinance or the applicable requirement of law shall control. A failure to comply with Rosenberg's Rules of Order shall not invalidate any action by the Board of Directors that otherwise complies with legal requirements.

Section 11. SUPERSEDEANCE

~~A. Ordinance No. 25. This Ordinance shall supersede Ordinance No. 25 and the provisions of any previously adopted ordinances, resolutions or motions that are inconsistent with the provisions of this Ordinance.~~ Ordinance No. 7475. This Ordinance shall supersede Ordinance No. 74 and the provisions of any previously adopted ordinances, resolutions or motions that are inconsistent with the provisions of this Ordinance.

~~ADOPTED this 4th day of October, 2022 upon the following roll call vote:~~

~~AYES: DIRECTORS: OYGAR, STUART, CIOFFI, BLOOMER~~

~~NOES: DIRECTORS: NONE~~

~~ABSENT: DIRECTORS: NONE~~

~~ABSTAIN: DIRECTORS: ORTEGA~~

Kristin Bloomer

~~Kristin Bloomer, President~~

ATTEST:

Joseph K. Stuart

Joseph K. Stuart, Secretary-Treasurer