

DRAFT

BOARD OF DIRECTORS

POLICY 4000: Board Responsibility

4000.1 Each Board member is elected by and responsible to the electorate of the entire District. Directors do not represent any fractional segment of the community.

POLICY 4010: Attendance at Meetings

4010.1 Members of the Board of Directors are expected to and shall attend all regular and special meetings of the Board unless there is good cause for absence.

To be counted as present for any meeting, Board Members must be present for the duration of the meeting. If a Board Member participates in a meeting by telephone or electronic device, their attendance by these methods will be noted in the minutes and they shall be counted as present for the duration of their participation.

Good cause for excusable absence, include late arrivals or early departures, includes temporary illness or other unavoidable circumstances of which the President of the Board is notified prior to the meeting. Good cause also includes Board authorized meeting absences such as attendance at a conference directly related to the functions and interests of the District or at the meeting of another public agency in order to participate in an official capacity. The minutes of the meeting shall note that the Board Member is excused from the meeting under the circumstances noted in this section.

A Board Member who will be absent for good cause may notify the President by electronic transmission (email), telephone, or letter. The President shall notify the General Manager and the Board of all absences that are excused for good cause. The minutes shall indicate whether an absence was excused.

A vacancy shall occur if a Board Member is absent from three (3) consecutive regular meetings without good cause, or six (6) in a twelve-month period, except as otherwise provided for by law or as authorized by the Board.

POLICY 4020: Committees of the Board of Directors

4020.1 Temporary Advisory Committees:

The Board President shall appoint any such temporary advisory committees as may be deemed necessary or advisable by the President or the Board. The purpose of a temporary advisory committee and the time allowed to accomplish that purpose shall be outlined at the time of appointment. A temporary advisory committee shall be considered dissolved when its purpose has been accomplished or when the timeframe for its existence has expired, whichever occurs first.

4020.2 Standing Committee – Finance Committee

The Finance Committee shall be the only Standing Committee of the Board of Directors. The Finance Committee shall provide the Board with recommendations regarding the financial management of the District, including the preparation of a draft annual budget and reviewing major expenditures. Any recommendations from the Finance Committee committees shall be submitted to the Board via a written or oral report.

The Finance Committee shall consist of up to two (2) Board Directors with one serving as committee chair. The President shall also have discretion to appoint residents to the Committee. The Board President shall appoint and publicly announce the members of the Finance Committee for the ensuing year in January. The frequency of meeting shall be at the discretion of the Board President. All meetings of the Finance Committee are subject to the requirements of all applicable open meeting laws, including but not limited to the Brown Act.

4020.2.1 Optional Committees

The Board shall have the authority to activate or deactivate any other committees at any time. Two Directors may ask for the activation of an Optional Committee. This request should be made in writing and its formation dependent on a majority vote by the Board of Directors.

Committees may be deactivated at any time if it is deemed to be in the best interest of the District, if there are limited objectives of the committee or there is insufficient need for the committee. There is no obligation to activate any committees.

4020.3 Board Coordinators

The Board President shall appoint and publicly announce in January Board members as Coordinators pertaining to the following areas:

The Solid Waste Coordinator shall be the Board member on the Coordinating Committee with the County and concerned with the implementation of the contract between the District and the solid waste services provider.

The Special District Coordinator shall be concerned with interfacing with other Special Districts operating within Kensington or having considerable effect upon the purview of the KPPCSD. These districts include the Kensington Fire Protection District, Stege Sanitary District, East Bay Regional Park District and East Bay Municipal Utility District.

The Park and Recreation Coordinator shall be concerned with the use and development of Kensington Park, Kensington Community Center, other park buildings, and recreation services.

The President and/or Board may also choose to appoint other coordinators, such as an Emergency Preparedness or Community Outreach Coordinator as they deem appropriate.

POLICY 4030: Duties of the Board President

4030.1 Presiding Officer: The President of the Board of Directors shall serve as the presiding officer at all Board meetings.

In the absence or disability of the President, the Vice President of the Board of Directors shall serve as the presiding officer over all meetings of the Board. If the President and Vice President of the Board are both absent or disabled, the remaining members present shall select one of themselves to act as temporary presiding officer of the meeting.

The presiding officer shall have the same rights as the other members of the Board in voting, introducing motions, resolutions and ordinances, and any discussion of questions that follow said actions. The presiding officer may move, second, debate, and vote from the chair.

4030.2 Duties Regarding Meetings: The President shall preside over and conduct all meetings of the Board of Directors, shall carry out the resolution and orders of the Board of Directors, and shall exercise such other powers and perform such other duties as the Board of Directors shall prescribe including, but not limited to, the following:

- * Call the meeting to order at the appointed time;
- * Announce the business to come before the Board in its proper order;
- * Enforce the Board's policies in relation to the order of business and the conduct of meetings;
- * Recognize persons who desire to speak, and protect the speaker who has the floor from disturbance or interference;
- * Explain what the effect of a motion would be if it is not clear to every member;
- * Restrict discussion to the question when a motion is before the Board;
- * Rule on meeting procedure;
- * Put motions to a vote, and state clearly the results of the vote; and
- * Preserve order and decorum.

4030.3 Responsibilities: Responsibilities of the President include, but are not limited to, the following:

- * Sign all instruments, act, and carry out stated requirements and the will of the Board;
- * Sign the minutes of the Board meeting following their approval;
- * Appoint and disband all committees, subject to Board ratification
- * Call such meetings of the Board as he/she may deem necessary, giving notice as prescribed by law;
- * Coordinate the preparation of meeting agendas with the General Manager;
- * Confer with the General Manager or designee on crucial matters that may occur between Board of Directors meetings;
- * Be responsible for the orderly conduct of all Board meetings;

- * Be the spokesperson for the Board; and
- * Perform other duties as authorized by the Board.

In the absence or disability of the President, the alternate presiding officer may temporarily carry out these responsibilities until such time as the President is able to resume his or her responsibilities.

In the absence or disability of the President, the Vice President of the Board of Directors shall serve as the presiding officer over all meetings of the Board. If the President and Vice President of the Board are both absent or disabled, the remaining members present shall select one of themselves to act as temporary presiding officer of the meeting.

POLICY 4040: Ethics Training

4040.1 All Directors, General Manager, Chief of Police, and members of all committees that are subject to the Brown Act shall receive two hours of training in general ethics principles and ethics laws relevant to public service within one year of election or appointment to the board of directors and at least once every two years thereafter, pursuant to Government Code Sections 53234 et seq. as may be amended from time to time.

4040.1.1 All ethics training shall be provided by providers whose curricula have been approved by the California Attorney General and the Fair Political Practices Commission.

4040.1.2 Ethics training may consist of either a training course or a set of self-study materials with tests, and may be taken at home, in person, or online.

4040.1.3 Attendees shall obtain proof of participation after completing the ethics training. Applicable costs for attending the training shall be reimbursed by the District.

4040.1.3.1 District staff shall maintain records indicating both the dates that attendees completed the ethics training and the name of the provider that provided the training. These records shall be maintained for at least five years after the date of training and may be public records subject to disclosure under the California Public Records Act.

4040.1.4 District staff shall provide the prospective attendees with information on available training that meets the requirements of this policy once every year.

POLICY 4050: Members of the Board of Directors

4050.1 Directors shall thoroughly prepare themselves to discuss agenda items at meetings of the Board of Directors.

4050.1.1 Requests by individual Directors for substantive information and/or research from District staff will be channeled through the General Manager.

4050.1.2 The General Manager shall be responsible for providing the requested information and shall make all information equally available to all Directors. Information development and distribution is subject to staff availability.

4050.1.3 If writings are distributed to a majority of the Board in connection with an agenda item, those writings shall be made available to the public in the manner required by law.

4050.2 Meeting Decorum:

4050.2.1 Directors shall at all times conduct themselves with courtesy to each other, to staff, and to members of the audience present at Board meetings.

4050.2.2 Directors shall defer to the presiding officer for conduct of meetings of the Board but shall be free to question and discuss items on the agenda. All comments should be brief and confined to the matter being discussed by the Board.

4050.3 Abstentions and Failure to Vote: Directors should not abstain from the Board's decision-making responsibilities unless a personal or financial conflict of interest exists. Directors abstaining due to a disqualifying conflict of interest will not be counted as part of a quorum and will be considered absent for the purposes of determining the outcome of a vote on the matter. Directors who fail to vote in the absence of a declared conflict of interest will be counted as part of a quorum and in effect consent that a majority of the quorum will determine the outcome of a vote on the matter.

POLICY 4060: Training, Education and Conferences

4060.1 Members of the Board of Directors are encouraged to attend educational conferences, seminars, trainings, and professional meetings when the purpose of any such activity is to improve District operation. There is no limit as to the number of Directors attending a particular activity when it is apparent that attendance is beneficial to the District, as long as a majority of the members of a body do not discuss issues related to their local agency's business. Directors shall not attend conference or training event when it is apparent that there is no significant benefit to the District. Directors shall not attend or engage in any travel for pleasure at public expense (e.g. "junkets" or other such events that are not beneficial to the District).

4060.2 The General Manager (or a designated employee) may use District funds to pay tuition, registration, travel and/or lodging expenses for educational conferences, seminars, trainings, and/or professional meetings for Members of the Board of Directors. These prepaid expenses must be listed on an itemized sheet, supported with receipts and submitted to the District no later than ninety (90) days following the conclusion of training.

4060.2.1 The District shall reimburse all pre-approved travel costs including lodging, private vehicle (as noted below), taxi or similar service, shuttle, air fare. Bus and train. All other expenses, including meals and incidental expenses will be reimbursed at the per diem rate of \$90/day (partial or full day) adjusted annually with the Consumer Price Index for San Francisco-Oakland-San Jose. All reasonable effort should be made to reserve lodging at conference rates or find comparable rooms at nearby locations. It is recognized that some reservation will be made later and not qualify for conference rates. All reimbursements shall be made in accordance with applicable State and federal law, including but not limited to Internal Revenue Service Guidelines. Directors so reimbursed shall present a brief report on the meeting attended at the soonest possible regular Board meeting.

4060.2.2 Costs for attendance by Directors at seminars, workshops, courses, professional organization meetings, and conferences shall be included in the operating budget prior to the District incurring any reimbursable costs.

4060.2.3.3 Requesting reservations sufficiently in advance, when possible, to obtain discounted air fares and hotel rates. Other hotels can be utilized if sponsor hotels are booked and are not available. It is recognized that scheduling may not allow early registration and it is acceptable to register and attend, even if late, in recognition of the networking opportunities, informal gatherings and educational value to the District of attending these sessions. Attendance at annual conferences and education sessions is encouraged.

4060.3 A Director shall not be reimbursed for expenses incurred at any educational conference, seminar, training, or professional meeting event if such event occurs after the District has announced that Director's pending resignation, or if such event occurs after an election in which it has been determined that the Director will not retain his or her seat on the Board.