

## **CHAPTER 4 MEETINGS**

### **4.1 MEETINGS OF THE BOARD OF DIRECTORS**

Compliance with the Open Meeting Law (Brown Act) or other statutory requirements regarding public meetings agendas and minutes is complex and cannot be prescribed separate from the statutory requirements. The reader of these Rules and Regulations is encouraged to use these provisions as general guidelines and to inquire about the numerous complexities provided by the Legislature of the State of California in regard to open meetings and public participation in those meetings.

#### **A. Regular Meetings –**

All regular Board Meetings of the Board of Directors will be held on the third Wednesday of each calendar month in the Paradise Irrigation District Board Room at 6332 Clark Road, Paradise, California. During the months of June and December regular meetings shall be held at 8:30 a.m. During all other months, regular meetings shall be held at 5:30 p.m.

#### **B. Special Meeting –**

Any meeting of the Board that is held in addition to regular meetings. All Special Meetings shall be called by the Board President, the District Manager or acting District Manager, or by a majority of the directors in conformance with the Brown Act.

#### **C. Organizational Meeting –**

The meeting at which officers of the District are elected and/or appointed. The Organizational Meeting shall be held on the date and hour of its first regularly scheduled meeting in January, or at the first meeting in December following a District election.

#### **D. Emergency Meeting –**

A special meeting held as a result of unforeseen circumstances, to consider matters of an urgent or emergency nature as described by law.

#### **E. Closed Meeting –**

Part or all of a regular or special meeting or one which has been adjourned, may be closed to the public under special conditions described by law. Proper notice is still required, even if no action is taken. When action is taken, such action shall be reported as required by the Ralph M. Brown Act.

## **4.2 PLACE OF MEETINGS**

Except as may otherwise be determined, meetings of the Board shall be held at the principal place of business of the District.

## **4.3. AGENDA PREPARATION**

The District Secretary shall prepare Board Meeting agendas in conformance with the following guidelines:

- A. Agenda items shall be submitted to the District Secretary by Noon (12:00 pm) on Thursday preceding the following week's Board Meeting.
- B. The District Manager will coordinate with the Board members, the District Secretary, Treasurer, and staff in assembling the agenda for meetings.
- C. Agenda items submitted by District staff or the public, (excluding the District Manager), must have the District Manager and Board President's approval prior to being placed on the agenda. The public may submit a request to the District Manager or directly to the Board for future agenda items. In the Manager's absence, the Manager's designated representative may approve items for the agenda, with consent of the Board President.
- D. All items submitted for possible Board action by Board members or the public shall include a written report including the following items:
  1. Subject
  2. Name of individual submitting the item.
  3. Background information – an explanation of what needs to be done, why it needs to be done and the financial impacts of the proposal, if any.
  4. Recommendation – what action is being requested of the Board.
- E. Unfinished business should be addressed before new business unless preempted by a motion and majority vote of the Board.
- F. Agenda items shall be listed on the agenda in order of importance as determined by the District Secretary, District Manager, and Board President.
- G. Committee reports may be submitted if possible to the District Secretary by Noon (12:00 p.m.) on the Thursday preceding the following week's board meeting for inclusion into the agenda.

#### **4.4 PUBLIC NOTICE OF MEETINGS**

A. Meeting Schedule –

A schedule of the meetings of the Board shall be posted at all times in a conspicuous place at the District's principal office. The schedule of meetings shall be sent to at least one of the local newspapers, the local library, and other organizations and individuals requesting such schedule, as prescribed by law.

B. Regular Meeting –

Notice of the date, time, place and agenda for each regular meeting shall be posted at the District's principal office and sent not less than 72 hours before the beginning of the meeting to at least one of the local newspapers, the local library, and other organizations and individuals requesting such schedule, as prescribed by law.

C. Special Meeting –

A special meeting may be called at any time by the presiding officer of the Board, by delivering written notice at least 24 hours in advance to each member of the Board, and to each local newspaper of general circulation and radio or television station requesting notice in writing. Where possible, the notice described in Section 4.4 B shall be given. When circumstances require an emergency meeting, the 24 hour notice requirements may be disregarded and the best practicable notice given.

D. Meeting at a Place other than the Principal Place of Business –

Notice of a meeting to be held at a place other than the principal place of business shall be given as provided by law.

#### **4.5 NOTICE TO DIRECTORS**

A. Notice of all regular and, when possible, special meetings of the Board shall be sent by the Secretary to all members of the Board by ordinary mail to a Director's address as it appears on the District records, unless the Director specifies a different arrangement in accordance with paragraph C, below. Such mailing shall occur at least three business days in advance of each regular meeting and shall include the date, time, and place of the meeting as well as a copy of the previous meeting's minutes and the agenda for the present meeting.

B. Notices mailed to a Director's Paradise address and deposited before the closing time at the Paradise post office will be deemed received at the usual time on the next mail delivery day.

- C. If a Director desires to receive notices while out of town, he shall supply the Board's Secretary with one or more of the following:
  - 1. A temporary or "in care of" address within one day's delivery by ordinary surface mail or express mail.
  - 2. A telephone number at which the Director agrees to accept notices in lieu of mail or personal delivery.
  - 3. An electronic e-mail address at which the Director agrees to accept notices in lieu of surface mail or telephonically, and agrees to accept the notice in the District's normal software application.
- D. A Director may file a written waiver of notice of special meetings in accordance with Government Code §54956.

#### **4.6 CONDUCT OF MEETINGS**

- A. All meetings of the Board shall be conducted according to the Ralph M. Brown Act. The Board prefers a flexible form of meeting, however, at times Rosenberg's Rules of Order may be instituted at the discretion of the Chair or by a majority vote of the Board. If a Director believes order is not being maintained or procedures are not adequate, then the Director should raise a point of order, not requiring a second, to the Chair. If the ruling of the Chair is not satisfactory to the Director, then it may be appealed to the Board. A quorum of the Board will govern and determine the point of order.
- B. Any Board member shall have the right to place any matter on the agenda in accordance with Section 4.3.
- C. The President will not possess the power of veto for any requested agenda item. The Board, by majority vote; may in the interest of expediency, defer certain agenda items to another meeting date.
- D. The President or Chairperson will not limit or restrict debate by Directors of items appearing on the agenda. Should circumstances suggest that Director's debate be limited on an agenda item, such debate may be limited by a majority decision of the Board.
- E. Directors shall thoroughly prepare themselves to discuss agenda items at meetings. Information that is requested by individual Directors before meetings shall be distributed through the District Manager or Chief Financial Officer, and all Directors will receive all information being distributed.
- F. Agenda Item Procedures
  - 1. Presentation is made by staff, consultant, or agenda item author.
  - 2. Staff provides comments or recommendations if they are not the presenter.

3. Board Members ask questions for clarification.
4. The first public participation period is open.
  - a) Public may address the Board at this time and are expected to identify themselves and the state the city of their residence.
  - b) Public may suggest questions for the Board to consider.
  - c) Public comments are generally limited to five minutes per speaker, but the time may be adjusted on a particular item at the pleasure of the Board President. Board President may set an overall time limit for public comments for the agenda item. Majority board vote may override the President's established time limit.
  - d) Public members are not allowed to "defer" their time to another speaker.
  - e) Comment cards may be required for some agenda items. Comments will be allowed in the order received.
5. Board Members ask any additional questions and debate the item.
6. Agenda Item is concluded with the lack of a motion, a motion with an approval or denial, or tabling to a future meeting.

#### **4.7 QUORUM**

Action can be taken only by vote of the majority of the Board. Three (3) Directors represent a quorum for the conduct of business. Actions taken at a meeting where only a quorum is present, therefore, require all three (3) votes to be affirmative to enact any motion (unless a "super-majority" vote is required by policy or other law). A member abstaining in a vote is considered casting in the affirmative for that vote.

**Example** – If three of five Directors are present at a meeting, a quorum exists and business can be conducted. However, if one Director abstains on a particular action and the other two cast "aye" votes, the motion passes.

**Example** – If an action is proposed requiring a two-thirds vote and two Directors abstain, the proposed action is approved because the abstaining votes are considered in the affirmative.

**Example** – If a vacancy exists on the Board and a vote is taken to appoint an individual to fill said vacancy, three Directors must vote in favor of the appointment for it to be approved. If two of the four directors present abstain, the appointment is approved because the abstaining votes are considered in the affirmative.

Notwithstanding the foregoing, in the event a director abstains as a result of a financial interest under Government Code § 87100 et seq., the abstaining director's vote is considered an absence of that director. However, if the director's participation is legally required for the action or decision to be made, the director may make or participate in making the decision notwithstanding the director's financial interest. An abstention by a director whose participation is legally required shall be considered a vote in favor of the majority.

A vote of the majority of the actual number of Directors in attendance shall be sufficient for a motion to adjourn or a motion to adjourn to a stated time.

#### **4.8 NO PROXY**

No Director may appoint another individual, by proxy or otherwise, to assume his responsibilities as a Director.

#### **4.9 OPEN AND CLOSED MEETINGS; ACTIONS TAKEN**

##### **A. Open Meeting –**

All meetings of the Board, except closed meetings, shall be open to the public.

##### **B. Closed Meeting –**

The District is authorized by the Ralph M. Brown Act to hold closed sessions for purposes specified in the Act. Those purposes include, for example, conferences with the District's attorney on pending litigation or whether to initiate litigation, discussions related to threats to District facilities, and some personnel matters.

##### **C. Actions Taken –**

No ordinance, resolution, rule, or regulation shall be approved at a closed meeting.

#### **4.10 MINUTES OF MEETINGS TO BE KEPT**

##### **A. Open Meeting –**

Written minutes shall be kept of all open meetings. Such minutes shall include:

1. The date, time, and place of the meeting.
2. The names of Directors present and absent.
3. The substance of all matters proposed, discussed, or decided, and a record, by individual Director, of votes taken.
4. The names, if provided, of all citizens who appeared.

5. Any other information that any Director requests be entered in the minutes.

Minutes shall not be “final” or “official” until they have been formally approved by the Board. Once approved by the Board, the official minutes shall be kept in a fireproof vault or other fire-resistant, secured cabinet. An audio tape recording of regular and special meetings of the Board will be made and retained for a minimum of three years. The recordings shall be maintained in a fire-resistant, secured environment in accordance with the District’s Records Retention Policy.

B. Closed Meeting –

Detailed written minutes or tape recording shall not be required to be taken and/or maintained. Informal notes may be taken to assist in describing any required action to be reported to the public.

#### **4.11 PUBLIC HEARING PROCEDURES**

A. Public hearings before the Board shall follow procedural steps:

1. Declaration that the public hearing is open.
2. Verification that legal notification requirements have been met.
3. Staff presentation.
4. Questions by Directors.
5. President opens the public comment session.
6. Call upon individuals who have completed and submitted registration cards.
7. When no more comments are to be made, the President shall close the public comment session.
8. Staff response.
9. Questions by Directors.
10. Board discussion.
11. Board vote.
12. Motion to adjourn.

B. The following rules shall be observed during public hearings before the Board:

1. Members of the public who desire to speak may be requested to complete a registration card indicating the speaker's name, address and affiliations to the agenda item(s) (or whom he represents).
  2. The Chair shall determine the order of who shall speak after reviewing the registration cards.
  3. Speakers shall state their names, addresses and affiliations to the agenda item(s) (or whom they represent) before beginning their comments.
  4. Speakers shall address their comments to the Chair, and they shall not debate with other meeting attendees or make personal attacks.
  5. A predetermined time limit shall be placed on speakers. A speaker cannot combine his time with another (e.g., Speaker "X" cannot give his time to Speaker "Y" so that Speaker "Y" has double the time), and the Chair will not recognize redundant speakers/comments.
  6. To permit everyone the opportunity to hear the proceedings, attendees shall be as quiet as possible.
  7. The hearing is designed for civil discussion. Therefore, attendees shall not jeer, cheer, yell out comments, or clap.
  8. Attendees shall not display any disruptive signs or distribute any inappropriate handouts or flyers in the hearing room.
  9. After the close of the public comment period, discussion shall be limited to Directors and staff.
- C. The Chair of the public hearing shall enforce the procedures and rules set forth above in subsections A and B. The Chair, at its discretion and consistent with the District's Administrative Policies and Procedures, may take additional actions as will promote an orderly and efficient public hearing.