**BOARD OF DIRECTORS**

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 Policy Handbook of the Board of Directors

Chapter 3-100: Introduction

**Purpose**

The handbook of the Board of Directors is comprised of the Board’s current policies, being the rules and regulations enacted by the Board describing how the Board of Directors shall govern itself as a legislative body and conduct the business of the District. The handbook has been developed in order to provide information and guidance to Board members, employees, and members of the public on Board processes and procedures.

Establishment of these policies is intended to assist in the efficient and effective operation of the District. By following consistent Board operational policies, the Board is better able to focus on the business of the District.

If any policy or portion of a policy contained within the Board Policy Handbook is in conflict with rules, regulations, or legislation having authority over the Tehachapi Valley Recreation and Park District, said rules, regulations, or legislation shall prevail.

Legal Authority, History and Organization of the District

The District, known as the Tehachapi Valley Recreation and Park District, upon conforming with all provisions and requirements of the State of California Recreation and Parks District Act as set forth in Chapter 4, Division 5, of the Public Resources Code and the provisions of the District Organization Law as set forth in Chapter 1, Article 4, Division I, Title 6, of the Government Code, was approved by the voters of the Tehachapi Valley at a general election held within the boundaries of the District on November 4, 1958.

The results of the election were as follows:

Proposition I: Formation of the Tehachapi Valley Recreation and Park District in accordance with the State of California Public Resources Code:

For the formation of the District: 800

Against the formation of the District: 278

Total votes case: 1,078

Proposition II: Establishment of tax rate in the amount of twenty cents (.20) on each on hundred dollars ($100) of assessed valuation:

For the tax: 735

Against the tax: 278

Total votes cast: 1,013

The Kern County Board of Supervisors, upon receiving the results of the election, on December 2, 1958, adopted a resolution declaring the Tehachapi Valley Recreation and Park District officially formed and established.

Powers and Duties

An appointed five-member Board of Directors governs the District. Three directors are appointed by the Kern County Board of Supervisors; two by the Tehachapi City Council. The Board of Directors is the legislative body of the District and establishes policy and provides broad guidance and general direction for District operation. The state statute, California Public Resources Code, Division 5, Chapter 4, gives the Board wide power and latitude in District operation.

Under the statutes (Article 7, Section 5786), the District is authorized to:

(a) Organize, promote, conduct, and advertise programs of community recreation, including but not limited to parks and open space, parking, transportation, and other services that improve the community's quality of life.

(b) Establish systems of recreation and recreation facilities, including but not limited to parks and open space.

(c) Acquire, construct, improve, maintain, and operate recreation facilities, including but not limited to parks and open space, both inside and beyond the District's boundaries.

In order to carry out the functions of the District, the statutes (Article 7, Section 5786.1) give the District the following rights and powers:

(a) To sue and be sued.

(b) To acquire any real or personal property within or outside the District, to hold, manage, occupy, dispose of, convey and encumber the property, and to create a leasehold interest in the property for the benefit of the District.

(c) To acquire any real or personal property by eminent domain within the boundaries of the District.

(d) To appoint necessary employees, to define their qualifications and duties, and to provide a schedule of compensation for performance of their duties.

(e) To engage counsel and other professional services.

(f) To enter into and perform all necessary contracts.

(g) To borrow money, give security therefore, and purchase on contract.

(h) To adopt a seal and alter it at pleasure.

(i) To adopt ordinances.

(j) To adopt and enforce rules and regulations for the administration, operation, use and maintenance of the recreation facilities, programs and services listed in Section 5786.

(k) To enter into joint powers agreements.

(l) To provide insurance.

(m) To perform any acts necessary to carry out the provisions of this chapter.

 Chapter 3-101: Statement of Board Standards

It is recognized that:

The Board of Directors is the unit of authority within the District. Apart from his/her normal function as part of this entity, Directors have no individual authority. As individuals, Directors may not commit the District to any policy, act, or expenditure.

Each member of the Board of Directors is vested with an equal sharing of authority.

The responsibility of the Board of Directors is to govern the Tehachapi Valley Recreation and Park District. The Board commits itself and its members to ethical, businesslike, and lawful conduct. This includes proper use of authority and appropriate decorum when acting as Board Members.

Members of the Board of Directors come from diverse backgrounds and bring different experiences, perspectives, and skill sets to the deliberations they undertake in exercising their responsibilities as Directors of the Tehachapi Valley Recreation and Park District. It is expected that Board debate and decision-making will be conducted with respect for differences of opinion and in a constructive fashion. Every Board member has a responsibility to voice his or her viewpoint and to contribute to the debate on issues that come before the Board. In any decision taken, a member of the Board has the responsibility to vote on the matter according to what he or she believes is in the best interests of the District as a whole. Directors do not represent any fractional segment of the community, but are, rather, a part of the body that represents and acts for the community as a whole.

Once the Board of Directors takes action, that action becomes the position of the District.

Board members must avoid conflicts of interest and the appearance of conflicts of interest with respect to their responsibilities.

Board members will respect the confidentiality appropriate to issues of a sensitive nature; act honestly and openly at all times; and keep the confidentiality of privileged and closed session information



Chapter 3-102: Adoption/Amendment of Policies

Consideration by the Board of Directors to adopt a new policy or to amend an existing policy may be initiated by any Director or by the District Manager by requesting that the item be included for consideration on the agenda of the appropriate noticed meeting of the Board of Directors.

Adoption of a new policy or amendment of an existing policy shall be accomplished at a noticedmeeting of the Board of Directors and shall require a majority affirmative vote of the entire Board of Directors.

Before considering adopting or amending any policy, Directors shall have the opportunity to review the proposed adoption or amendment. Copies of the proposed policy adoption or amendment shall be included in the agenda information packet for any meeting of consideration. The agenda information packets with said copies shall be made available to each Director for review at least three (3) days prior to any meeting of consideration.

 Chapter 3-103: Public Complaints

The Board of Directors desires that public complaints be resolved at the lowest possible administrative level and that the method for resolution of complaints be logical and systematic.

A public complaint is an allegation by a member of the public of a violation or misinterpretation of a District policy, state, or federal statute by which the individual has been adversely affected.

The method of resolving complaints shall be as follows:

* The individual with a complaint shall first discuss the matter with the appropriate responsible employee with the objective of resolving the matter informally.
* If the individual registering the complaint is not satisfied with the disposition of the complaint by the responsible employee, the complaint may be filed with the District Manager. Within a reasonable time, the District Manager shall contact the person filing the complaint to resolve the matter. The District Manager may conduct conferences and take testimony or written documentation in the resolution of the complaint. The individual filing the complaint may request a written decision from the District Manager.
* If the individual filing the complaint is not satisfied with the disposition of the matter by the District Manager, a written complaint may be filed with the Chairperson of the Board of Directors within ten (10) days of receiving the District Manager’s decision. The Chairperson may direct consideration of the matter at the next regular meeting, or call a special meeting, or refer the matter to a committee for review and recommendation. The Board will expeditiously resolve the matter. The individual filing the complaint may request a written decision from the Chairperson.

This policy in no way prohibits or is intended to deter a member of the community or staff member from appearing before the Board to present verbally a testimony, complaint, or statement in regard to actions of the Board, District programs or services, or impending considerations of the Board.

 Chapter 3-104: Personnel System

The Board of Directors is responsible for the establishment of a personnel system and its thorough administration. The Board of Directors will act as the authoritative body in all personnel matters and will be responsible for the execution of the following functions:

* The Board of Directors will appoint the District Manager, who will in turn appoint all other District employees.
* The Board of Directors will establish all classes and positions.
* The classification plan will be adopted by the Board of Directors and may be amended from time to time, as the Board deems necessary. Annual reviews of the classification plan will take place during the budgeting process.
* The Board of Directors will hear appeals submitted by any person within District service, or their representative, relative to any charge contesting a suspension, reduction in pay, demotion, or discharge and will certify its findings and decisions. At its option, the Board may refer appeals to a neutral hearing officer, whose finding shall be non-binding on the Board.

The terms and conditions of the employment of the District Manager may be specified in an Agreement of Employment established between the District Manager and the Board of Directors. The Agreement of Employment shall be for the period of time as specified therein.

Performance reviews for the District Manager shall be conducted on an annual basis on his or her anniversary date, unless otherwise stated in an Agreement of Employment, which shall prevail if there is a difference between the two dates.

Whenever the Agreement of Employment established between the District Manager and the Board of Directors is in conflict with any District policy, said Agreement of Employment shall prevail.

 Chapter 3-105: Code of Ethics

The Board of Directors of the Tehachapi Valley Recreation and Park District is committed to providing excellence in legislative leadership that results in the provision of the highest quality of services to its constituents.

The primary responsibility of the Board of Directors is the formulation and evaluation of policy. Routine matters concerning the operational aspects of the District are to be delegated to professional staff members of the District.

Directors should practice the following procedures:

* In seeking clarification on informational items, Directors may directly approach professional staff members to obtain information needed to supplement, upgrade, or enhance their knowledge to improve legislative decision-making.
* In handling complaints from residents and property owners of the District, said complaints should be referred to the District Manager.
* In handling items related to safety, concerns for safety or hazards should be reported to the District Manager or to the District Office. Emergency situations should be dealt with immediately by seeking appropriate assistance.
* In presenting items for discussion at Board meetings, the procedure as set forth in Policy 3-114 will be followed.
* In seeking clarification for policy-related concerns, especially those involving personnel; legal action; land acquisition and development; finances; and programming, said con­cerns should be referred to the District Manager.

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

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

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

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

 Chapter 3-106: Attendance at Meetings

Members of the Board of Directors should attend all regular and special meetings of the Board.

Members of the Board of Directors should notify the District Manager in advance of any absences at meetings of the Board.

When a vacancy has occurred on the Board of Directors, such vacancy shall be filled only in accordance with the Public Resources Code Section 5784.3.

 Chapter 3-107: Remuneration and Reimbursement

Members of the Board of Directors do not receive compensation. In the event that the Board of Directors elects to receive compensation, any monthly compensation shall be established in accordance with the limits and conditions set forth in Section 5784.15 of the Public Resources Code.

Members of the Board of Directors shall be reimbursed for necessary and legitimate incidental expenses in the performance of official business of the District when the Board has directed such business.

The District may use the annual budget process to establish funding for professional and vocational meetings to be attended by members of the Board of Directors.

Members of the Board of Directors who otherwise qualify for participation, are entitled to participate, at the member’s own expense, in those benefits available to Tehachapi Valley Recreation and Park District employees.

 Chapter 3-108: Board Officers–Elections and Duties

The officers of the Board of Directors shall be the Chairperson and the Vice-Chairperson of the Board. Officers of the Board of Directors shall be elected at the regular December Board Meeting.

Terms of office for the Chairperson and Vice-Chairperson shall be for one year and on a calendar year basis beginning in January.

The Chairperson and Vice-Chairperson of the Board shall each be elected to office upon majority vote of the Board of Directors.

The Board of Directors establishes the nomination voting procedures, as follows:

* The Chairperson of the Board will open the floor for nominations. Any member of the Board may nominate any other member, including him/herself for an office. Nominations do not require a second. When no further nominations are forthcoming, the Vice-Chairperson shall close nominations for the office under consideration. The Board Chairperson shall call for a voice vote for each nominated candidate in turn until one candidate receives a majority vote.

The Chairperson of the Board shall have the duties and responsibilities, powers, and authority as hereinafter outlined:

* Presides and provides leadership at meetings of the Board in a way which: encourages openness, participation, and motivation of members; maintains order and respects appropriate rules of procedures; ensures that Board activities/deliberations are effective and properly focused on policy, planning and accountability issues; advances the Board’s annual and longer-term objectives.
* Calls special meetings if necessary.
* Determines committees andappoints committee chairs and members.
* Assists the District Manager in preparing agendas for Board Meetings.
* Works in partnership with the District Manager to make sure Board policy is carried out and that the organization’s mission is achieved.
* Represents and acts as a spokesperson for the Board; serves as advocate and ambassador for the District.
* May assist the District Manager in conducting new Board Member orientations.
* Oversees searches for a new District Manager and coordinates the District Manager’s performance evaluations.

He/she 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 Vice-Chairperson of the Board shall have the duties and responsibilities, powers and authority as hereinafter outlined:

* In the absence of the Chairperson, the Vice-Chairperson of the Board of Directors shall serve as Chairperson over all meetings of the Board. If the Chairperson and Vice-Chairperson of the Board are both absent, the remaining members present shall select one of themselves to act as Chairperson of the meeting.
* Carry out special assignments as requested by the Board Chairperson.
* Participate as a vital part of the Board leadership

 Chapter 3-109: Board, Staff, and Legal Counsel Responsibilities

**Board of Directors’ Responsibilities**

* Directors shall thoroughly prepare themselves to discuss agenda items at meetings of the Board of Directors.
* Directors shall defer to the Chairperson 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.
* Directors may request that brief comments pertinent to an agenda item be included in meeting minutes, however, only at the meeting at which that item is discussed (including, if desired, a position on abstention or dissenting vote).
* Unless a conflict of interest exists, Directors should not abstain from the Board's decision-making responsibilities.

**District Manager Responsibilities**

* Administers District affairs in accordance with the policy directives of the Board of Directors.
* Attends all Board Meetings and acts as the chief administrative advisor.
* Keeps the Board informed regarding District fiscal, personnel, programs, facilities, and other administrative matters.
* Assists the Board in its public relations activities.

**Legal Counsel Responsibilities**

* Responsible for the legal representation of the District.
* Ensures District compliance with the open meeting and other laws of the state governing recreation and park districts.
* Reports directly to and receives direction from the Board of Directors. Such direction should be given formally, in an open session of the Board, unless the subject involves a matter appropriate for closed sessions.
* Legal counsel may act on the request of individual Board Members on matters that affect the legality of that member’s actions in his or her official capacity. An example would be an individual member’s question regarding a potential conflict of interest on an upcoming vote.

**Clerk Responsibilities**

* Record minutes of all Board Meetings.
* Maintain records of all Board Meetings and actions, including a register of Board Members.
* Provide Board Members with records and information as requested.
* Call roll as necessary.
* Issue notice of all regular and special meetings.
* Aid in correspondence of the Board of Directors.

 Chapter 3-110: Representation and Committees of the Board

Each Board Member shall bear his or her proportionate share of responsibility for service on District committees and representation of the District at special events unless the Board Member is unable to perform said duties because of personal hardship.

It is recognized that it will be necessary for the District to be represented by individual Board Members and District committees in dealing with other governmental agencies, developers, associations, and other entities and individuals. The Board of Directors shall consider the need for such representation on a case-by-case basis and, when it determines that such representation is necessary, appoint, by majority vote, a committee or individual to represent the Board in such dealings.

Additionally from time to time, the Board may establish ad hoc committees to help carry out its responsibilities. Committees will assist the Board chiefly by conducting a more intensive and thorough analysis of items, preparing policy alternatives, and developing recommendations for Board deliberation. Any determination resulting from committee review should be submitted to the Board via oral or written report.

The Board Chairperson will appoint ad hoc committees with the concurrence by majority vote of the Board of Directors. The duties of the ad hoc committees shall be outlined at the time of appointment and the committee shall be considered dissolved when its final report has been made.

Neither Board committees nor individual members may speak or act for the Board, except when formally given such authority for specific and time-limited purposes. Such authority will be carefully stated.

 Chapter 3-111: Communications “To” and “From” the Board

**External Communications**

Written communications to the Board shall be routed through the District Manager, who will ensure dissemination of the information to all Board Members.

Communications from the Board to the press and the public should, whenever possible, be transmitted by and through the Chairperson of the Board. Inquiries in regard to matters upon which the Board has taken, or probably will take a position, should be referred to the District Manager.

There will be cases when an individual member of the Board will feel obligated to answer inquiries. In the case where a Board Member is expressing an opinion on a topic where there is no official position taken by the Board of Directors, or is contrary to the position taken by the Board, the Board Member should make it clear that he or she is expressing an individual opinion which is not the position of the District.

**Internal Communication**

In the event Board Members desire information or staff assistance in completing individual or committee assignments given him or her by the Board, the request should be presented to the District Manager who may, in turn, refer the Board Member to another staff member.

Any Board Member wishing to initiate action or changes in District programs or facilities shall present his or her suggestions to the Board of Directors at a meeting of the Board. Staff action in implementing such suggestions shall be taken only upon direction of the Board.

 Chapter 3-112: Training, Education, Conferences, and Memberships

Members of the Board of Directors are encouraged to attend educational conferences and professional meetings when the purpose of such activities is to improve District operation.

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

It is the policy of the District to encourage Board development and excellence of performance by reimbursing expenses incurred for registration, travel, lodging and meals as a result of training, educational courses, participation with professional organizations, and attendance at local, state, and national conferences associated with the interests of the District. (Public Resources Code 5786.29)

* An amount to cover Board training, education, and conference expenses shall be designated each fiscal year in the District’s annual budget.
* When away from the District while attending conferences, conventions, and meetings on official business, members of the Board shall receive per diem or reimbursement for actual expenses as set forth in Administrative Directive – Travel Policy.
* The District Manager is responsible for making arrangements for Directors for conference and registration expenses and for per diem. All expenses for which reimbursement is requested by Directors, or which are billed to the District by Directors, shall be submitted to the District Manager, together with validated receipts.
* The Board of Directors is encouraged and expected to practice economy for expenditures related to training, education and conferences.
* Upon returning from seminars, workshops, conferences, etc., where expenses are reimbursed by the District, Directors are required to provide a brief report to other Board Members and/or staff at a Regular Meeting of the Board of Directors.

All Directors and Board-designated employees are required to take at least two hours of ethics training at least every two years and receive a certificate of completion. New Directors must complete the training within one year of taking office. The District must keep records for five years indicating when Directors completed the training and who provided the training

 Chapter 3-113: Board Meetings

All meetings of the Board of Directors shall be held in compliance with the Ralph M. Brown Act, California Government Code §54950 through §54962.

**Regular Board Meetings**

Regular meetings of the Board of Directors will be held once monthly, the third Tuesday of each month, commencing at 5:30 p.m. at the District Office and conclude upon a duly accepted motion to adjourn. Should the third Tuesday of any given month correspond to a legal state holiday, the regular meeting shall be held on the Tuesday thereafter. The Board may, at its discretion, change the date and time of its regular meetings provided that the appropriate written notice is posted.

A regular meeting of the Board may be adjourned upon motion to any date prescribed provided that written notice of adjournment shall be posted within 24 hours of adjournment on or near the door of the place where the adjourned meeting was held. Such notice shall state the date, time, and place of the adjourned regular meeting. If the order of adjournment of a meeting fails to state the time of which the adjourned meeting will be held, the meeting will be held at the usual hour specified for regular meetings.

**Special Board Meetings**

Special Meetings of the Board of Directors will be held as necessary andmay be called by the Board Chairperson by a majority of the members of the Board of Directors or by the District Manager.

**Study Sessions**

Study Sessions may be called for the purpose of investigating and analyzing a given issue or issues of importance. Such sessions may be scheduled as regular, adjourned regular or special meetings. However, no definitive conclusions or decisions shall be made at a study session.

**Executive Sessions**

The Board may, during any regular or special meeting, call for an executive session at which the public is excluded and only those designated by the Board are present. An executive session may be called only for the purpose of discussing any matters relevant to:

* District personnel, including consultations with employee organizations (*Government Code Sections 54957.10; 54957.6; or 54957*); or
* Planned, anticipated or pending litigation in which the District is involved (*Government Code Section 54956.9*); or
* Real property negotiations (*Government Code Section 54956.8*); or
* Tort or public or workers’ compensation liability (*Government Code Section 54956.95*); or
* License applications by personnel with prior criminal records (*Government Code Section 54956.7*); or
* Threats to public security (*Government Code Section 54957*); or
* When a public meeting is interrupted such that the orderly conduct of that meeting is unfeasible (*Government Code 54957.9*); or
* To present testimony to a grand jury (*Government Code 54953.1*); or
* Any other purpose as described in/and pursuant to California Code.

**Hearings**

The Board may, in the course of considering matters concerning 1) District personnel, 2) budget, or 3) other matters deemed appropriate, conduct quasi-judicial hearings. Such hearings may be called by either 1) the Board itself, 2) at the request of any District personnel against whom charges, complaints or actions have been brought, or 3) on matters legally mandated by law. In the course of conducting such hearings, the Board shall have the power to examine witnesses under oath, and to exclude from such hearings, during the examination of witnesses, any or all other witnesses in the matter being investigated. The purpose of such proceedings shall be investigative with intent to arrive at a fair decision based on the evidence presented (*Government Code Section 54957*).

**Agenda Order**

The Chairperson of the meetings described herein shall determine the order in which the Board shall consider agenda items for discussion and/or action.

**Agenda Information**

The Chairperson and the District Manager shall ensure that adequate and appropriate information is available for the audience at meetings of the Board of Directors and that physical facilities for said meetings are functional and appropriate.

Copies of agendas and other writings (except for privileged documents) distributed to a majority of the Board of Directors at open Board meetings shall be made available to the public. A limited quantity (based on normal audience attendance) of such documents shall be copied in advance of each meeting and made available to the public in attendance at no charge. Individuals requesting copies of such documents prior to the Board Meeting will be charged an administrative fee as determined by the District Manager.

 Chapter 3-114: Board Meeting Agenda

Board Meeting Agenda

The District Manager shall prepare an agenda for each regular and special meeting of the Board of Directors. Any Director may call the District Manager and request any item to be placed on the agenda no later than 5:00 p.m. one week prior to the meeting date. The Board Chairperson will review the agenda prior to circulation.

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

The request must be in writing and be submitted to the District Manager together with supporting documents and information, if any, at least one week prior to the date of the meeting.

* The District Manager shall be the sole judge of whether the public request is or is not a "matter directly related to District business."
* No matter which is legally a proper subject for consideration by the Board in closed session will be accepted under this policy.
* The Board of Directors may place limitations on the total time to be devoted to a public request issue at any meeting and may limit the time allowed for any one person to speak on the issue at the meeting.

The clerk shall, upon closing the agenda, not later than the third business day prior to the Board Meeting, deliver or mail an agenda and information packet to each Board Member and the District Legal Counsel. Agendas shall also be mailed to each requesting newspaper. Copies of reports, statements, and other written information referring to agenda items and provided to Board Members, shall likewise be supplied or made available to representatives of the press upon request.

At least seventy-two (72) hours prior to the time of all regular meetings, an agenda, which includes but is not limited to all matters on which there may be discussion and/or action by the Board, shall be posted conspicuously for public review within the District Administrative Center.

At least twenty-four (24) hours prior to the time of all special meetings, an agenda, which includes but is not limited to all matters on which there may be discussion and/or action by the Board, shall be posted conspicuously for public review within the District Administrative Center.

This policy does not prevent the Board from taking testimony at regular meetings of the Board on matters that are not on the agenda that a member of the public may wish to bring before the Board.

Except for matters presented by citizens under “Public Time” or matters presented by Board Members under “Board Member Items,” no matters other than those listed on the agenda shall be presented to the Board.

The Board shall take no action with regard to items that are not on the agenda. The Board may, however, accept questions and information for the purpose of establishing future agenda items.

 Chapter 3-115: Board Meeting Procedure

The Chairperson in a manner consistent with the policies of the District shall conduct meetings of the Board of Directors. Robert’s Rules of Order shall be used as a general guideline for meeting protocol.

Promptly at the hour set by the Board of Directors on the day of each regular meeting, members of the Board, the District Manager, Division Heads, the Clerk, the District’s legal counsel and the Chairperson shall take their regular stations at the meeting. All Board meetings shall commence at the time stated on the agenda and shall be guided by same.

At the discretion of the Chairperson of the Board, the order in which the Board of Directors address agenda items during a meeting may be rearranged.

Before proceeding with the business of the Board, the Chairperson shall call the roll of the members and the names of those present and those absent shall be entered into the minutes.

Simple majority of three (3) of the Board Members shall constitute a quorum for the transaction of business.

Less than a majority of three (3) may adjourn from time to time and compel attendance of absent members.

The business of the Board shall be taken up for consideration and disposition in the following order, unless rearranged by the Chairperson:

1. Call to Order
2. Flag Salute
3. Roll Call
4. Public Comment
5. Consent Calendar
6. Public Hearing (as required)
7. Staff Reports
8. Agenda Items
9. Executive Session (as required)
10. Board of Directors’ Time
11. Adjournment

Matters considered under the Consent Agenda are considered routine and shall be acted upon without discussion by one motion, unless discussion is desired. In that event, the item will be removed from the Consent Agenda for consideration under Board Business.

Unless a Member of the Board requests a reading of the minutes of a Board Meeting, such minutes may be approved without reading if the Clerk has previously furnished each member with a synopsis of the minutes.

 Chapter 3-116: Public Addresses to Board of Directors

Public Time is a portion of the Board Meeting reserved for persons desiring to address the Board on any matter not on the agenda and over which the Board has jurisdiction.

Interested persons or their authorized representatives may address the Board by written communications.

Interested persons or their authorized representatives may address the Board by reading of protests; petitions; or communications relating to matters within the jurisdiction of the District; hearings on protests; appeals and petitions; or similar matters in regard to matters then under consideration.

Each person addressing the Board shall step up before the Board, give his or her name and address in an audible tone of voice for the record, and, unless further time is granted by the Board, shall limit his or her address to two minutes. All remarks shall be addressed to the Board as a body and not to any member thereof. No person, other than the Board and the person having the floor, shall be permitted to enter into any discussion, either directly or through a member of the Board, without the permission of the Presiding Officer. No question shall be asked of a Board Member except through the Presiding Officer.

After a motion is made by the Board, no person other than Board Members and District staff shall address the Board without first securing the permission of the Board.

 Chapter 3-117: Maintaining Decorum at Board Meetings

Decorum: The Chairperson shall maintain the orderly conduct of Board meetings, taking such action as allowed under the Brown Act.

 Chapter 3-118: Board Actions and Decisions

All resolutions and contract documents shall, before presentation to the Board, have been reviewed and approved by the division head under whose jurisdiction the subject matter falls, by the District Manager and by the District’s legal counsel as to form and legality.

Actions by the Board of Directors include but are not limited to the following:

* Adoption or rejection of regulations or policies;
* Adoption or rejection of a Resolution;
* Adoption or rejection of an ordinance;
* Approval or rejection of any contract or expenditure;
* Approval or rejection of any proposal which commits District funds or facilities; and
* Approval or disapproval of matters that require or may require the District or its employees to take action and/or provide services.

Upon consideration of every motion, the vote of the Board shall be taken either by voice, roll call, or general consent. Any member may demand that a roll call of votes be taken regarding any question before the Board.

In compliance with the Political Reform Act, no Board Member shall cast his vote on any questions in which said member has a direct or indirect personal or pecuniary interest.

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

A member abstaining in a vote is considered as absent for that vote.

**Example.** If 3 of 5 Directors are present at a meeting, a quorum exists and business can be conducted. However, if 1 Director abstains on a particular action and the other 2 cast "aye" votes, the action is not approved because a "majority of the Board" did not vote in favor of the action.

**Example.** If an action is proposed requiring a two-thirds vote and 2 Directors abstain, the proposed action is not approved because 4 of the 5 Directors need to vote in favor of the action.

The Board may give directions that are not formal action. Such directions do not require formal procedural process. Such directions include the Board's directives and instructions to the District Manager.

* The Chairperson shall determine by consensus a Board directive and shall state it for clarification. Should any two Directors challenge the statement of the Chairperson, a voice vote may be requested.
* A formal motion may be made to place a disputed directive on a future agenda for Board consideration or to take some other action (such as refer the matter to the District Manager for review and recommendation, etc.).
* Informal action by the Board is still Board action and shall only occur regarding matters that appear on the agenda for the Board Meeting during which said informal action is taken.

 Chapter 3-119: Review of Administrative Decisions

The provisions of 1094.6 of the Code of Civil Procedure of the State of California shall be applicable to judicial review of all administrative decisions of the Board of Directors pursuant to the provisions of 1094.5 of said code. The provisions of 1094.6 shall prevail over any conflicting provision and any otherwise applicable law, rule, policy or regulation of the District, affecting the subject matter of an appeal.

This policy affects those administrative decisions rendered by the Board of Directors governing acts of the District, in the conduct of the District's operations, and those affecting personnel operating policies.

The purpose of this policy is to ensure efficient administration of the District and the expeditious review of decisions rendered by the Board of Directors.



Chapter 3-120: Rules of Order for Board and Committee Meetings

**General**

Action items shall be brought before and considered by the Board in accordance with this policy. These rules of order are intended to be informal and applied flexibly. The Board prefers a flexible form of meeting; therefore, deviations from the formalized Robert’s Rules of Order may occur.

If a Director believes order is not being maintained or procedures are not adequate, then he/she should raise a point of order—not requiring a second—to the Chairperson. If the ruling of the Chairperson is not satisfactory to the Director, then it may be appealed to the Board. A majority of the Board will govern and determine the point of order.

**Sequence When Considering an Agenda Item**

The following sequence will be observed when considering an agenda item during meetings of the Board of Directors:

1. Introduction of topic by Chairperson.
2. Staff and/or consultant presentation.
3. Directors question staff and/or consultant.
4. Public Comment taken on agenda item.
5. Chairperson calls for a motion.
6. Motion is made and seconded.
7. Chairperson clarifies motion if necessary.
8. Board discussion and debate.
9. Chairperson restates motion, calls for a vote, and announces outcome.

**Obtaining the Floor**

Any Director desiring to speak should first address the Chairperson and, upon recognition by the Chairperson, may address the subject under discussion.

Once a Director has been recognized, he/she has been granted the floor and another Director may not interrupt him or her.

**Motions**

Any Director, including the Chairperson, may make or second a motion.

* A Director is required to obtain the floor before making motions.
* No motion is in order that does not directly relate to the question under consideration.
* The maker of a motion has the first right to speak to it and may speak again only after other speakers are finished, unless called upon by the Chairperson.
* Debate must be directed to motions and not motives, principles, or personalities. The Chairperson of the Board will rule personal remarks out of order.

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

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

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

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

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

**Motion to Close Debate and Vote Immediately.** Any Director may move to immediately bring the question being debated to a vote, suspending any further debate. The motion must be made, seconded, and approved by a majority vote of the Board.

**Motion to Adjourn.** A meeting may be adjourned by motion made, seconded, and approved by a majority vote of the Board before voting on a main motion.

**Amendment of Rules of Order**

By motion made, seconded, and approved by a majority vote, the Board may, at its discretion and at any meeting: a) temporarily suspend these rules in whole or in part; b) amend these rules in whole or in part; or, c) both.

 Chapter 3-121: Minutes of Board Meetings

The Clerk of the Board of Directors shall keep minutes of all regular and special meetings of the Board.

Copies of said minutes shall be distributed to Directors with the agenda for the next regular Board Meeting.

The official minutes of the regular and special meetings of the Board are archived in hard and digital copy.

**Digital Audio Recording**

A digital audio recording of any meeting of the Board of Directors will be made.

Although recordings of meetings may be made, the written, approved minutes of meetings of the Board of Directors are to be considered the official records of said meetings.

The Chairperson will announce the fact that a recording is being made at the beginning of the meeting, and the recording device shall be placed in plain view of all present, so far as is possible.

Recordings made during closed sessions of the Board are deemed not to be public records.

**Motions, Resolutions, or Ordinances**

Motions, resolutions, or ordinances shall be recorded as having passed or failed and individual votes will be recorded unless the action was unanimous.

All resolutions and ordinances adopted by the Board shall be numbered consecutively.

**Board Meeting Minutes**

The minutes of Board meetings shall be maintained as hereinafter outlined.

Procedure:

* Date, place and type of each meeting;
* Directors present and absent by name;
* Call to order;
* Arrival of tardy Directors by name;
* Pre-adjournment departure of Directors by name or if absence takes place when any agenda items are acted upon;
* Adjournment of the meeting;
* Record of written notice of special meetings; and,
* Record of items to be considered at special meetings.

Board Actions:

* Approval or amended approval of the minutes of preceding meetings;
* Complete information as to each subject of the Board's deliberation;
* Complete information as to each subject including the roll call record of the vote on a motion if not unanimous;
* All Board resolutions and ordinances in complete context, numbered serially;
* A record of all contracts entered into;
* A record of all bid procedures, including calls for bids authorized, bids received, and other action taken;
* A record by number of all warrants approved for payment;
* Adoption of the annual budget;
* Financial reports, including collections received and deposited and sales of District property, shall be presented to the Board every month;
* A record of correspondence addressed to the Board of Directors;
* A record of the District Manager's report to the Board;
* Approval of all policies and Board-adopted regulations; and,
* A record of all visitors and delegations appearing before the Board.

 Chapter 3-200: Guide to Board Meeting Agenda and Resolutions

Guide to Board Meeting Agenda and Resolutions

Purpose

The purpose of this policy is to identify those organizational decisions that require Board approval. It will also insure that decisions requested of the Board of Directors will be presented in a standard format.

Timelines

“Requests” for proposed agenda items are to be submitted to the District Manager’s office by the close of business at least two weeks preceding the Board Meeting.

“Written agenda items” are to be received in the District Manager’s office by the close of business one week preceding the Board Meeting.

Agenda dates may be obtained by calling the Clerk of the Board of Directors.

Format For Agenda Item Report (See Attachment A)

All items proposed to be included on the Board of Directors’ agenda must be supported by a staff report and resolution. (Resolutions are not required for “information only” items.)

Heading

Staff reports are to be addressed to the Board of Directors. The author of the report is to be identified by job title. A brief summary title must be provided as well as an agenda item number (provided by the Clerk of the Board of Directors).

Title

Brief title of the specific issue to be addressed.

Recommendation

Report should identify the preferred course of action consistent with the proposed resolution. Alternate courses of action should be addressed in the background section.

Fiscal Impact

Source of funding and statement of long-term financial impact.

Previous Board Action

Identify any previous Board Action including dates and resolution numbers relating to the agenda item.

Background

Must be concise and yet provide pertinent facts, i.e., who, what, when, where, why, how.

Attachments

Attach documentation, i.e., agreements, contracts, location maps, booklets, etc.

Resolution (See Attachment B)

The Resolution must clearly indicate the parameters of an issue.

Items Requiring Board Approval

* Strategic, comprehensive, and master plans, including changes to these plans.
* Annual operating plan and budget.
* Major changes in organizational structure.
* Cash outlay and debt policy.
* Purchasing regulation updates and changes.
* Changes to contingencies and reserves.
* Requests to apply for State, Federal, and other major grants.
* New contracts and licenses and renewal contracts and licenses with significant changes.
* Selection and evaluation of District Manager.
* Personnel rules and regulations including wages, salaries, and benefits.
* Acquisition of real property.
* Capital equipment and other expenditures greater than $5,000.
* Public hearings as required by law.
* All other items related to applicable laws and regulations requiring Board of Director approval.

Attachment B

Sample – Board Resolution

**THE BOARD OF DIRECTORS**

**OF THE**

**TEHACHAPI VALLEY RECREATION AND PARK DISTRICT**

IN THE MATTER OF:

**PROVIDE EXPLANATORY TITLE**

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

I, (Clerk Name), Clerk of the Board of Directors of the Tehachapi Valley Recreation and Park District, of the County of Kern, State of California, do hereby certify that the following resolution proposed by Director \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ and seconded by Director \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ was duly passed and adopted by said Board of Directors at an official meeting thereof this (day of Board Meeting) day of (month/year of Board Meeting) by the following vote to wit:

AYES:

NOES:

ABSENT:

ABSTAIN:

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Clerk of the Board of Directors

of Tehachapi Valley Recreation

and Park District

**RESOLUTION #XX-XX\*\***

WHEREAS; Tehachapi Valley Recreation and Park District operates recreation and community service programs for the community; and

WHEREAS, the District currently operates a full-day day care licensed center at Willow Tree Children’s Center; and

WHEREAS, Willow Tree Children’s Center was recently expanded through a Community Development Block Grant; and

WHEREAS, the State Department of Social Services has jurisdiction over the licensing and operation of child care facilities, including Willow Tree Children’s Center; and

WHEREAS, the State Department of Social Services requires authorization from the governing Board of a child care facility to apply for an increase to the capacity of childcare facilities.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors authorizes staff to apply to the State Department of Social Services for the Toddler Option Program for Willow Tree’s new addition, increasing the capacity of the program at Willow Tree Children’s Center; and

BE IT FURTHER RESOLVED that the Board of Directors empowers (insert name),

Recreation Supervisor, along with (insert name), District Manager, to act on their behalf in

matters pertaining to the application for an increase to the capacity at these sites.

*\** Clerk of the Board of Directors will provide resolution number.

 Chapter 3-300: Open Meetings Act–Agenda Reimbursement

Open Meetings Act Agenda Reimbursement

Summary

Any city, county, city and county, or special district that incurs increased costs as a direct result of the Open Meetings Act is eligible to claim reimbursement of these costs.

The Open Meetings Act requires the legislative body of a local agency or its designee to post an agenda containing a brief general description of each item of business to be transacted or discussed at the regular meeting, subject to some exceptions, specifying the time and location of the regular meeting. It also requires that the agenda be posted at least 72 hours before the meeting in a location freely accessible to the public (*Government Code Section 54954.2*). Additionally, *Government Code Section 54954.3* requires that members of the public be provided an opportunity to address the legislative body on specific agenda items or an item of interest that is within the subject matter jurisdiction of the legislative body. The legislation requires that this opportunity be stated on the posted agenda.

The Commission on State Mandates determined that the Open Meetings Act (October

22, 1987) and the Open Meetings Act/Brown Act Reform (June 28, 2001) resulted in state-mandated costs that are reimbursable under *Government Code Section 17561.*

Parameters and Guidelines establish the state mandate and define reimbursement criteria. In compliance with *Government Code Section 17558*, the State Controller’s Office issues claiming instructions for mandated programs to assist local agencies in claiming reimbursable costs.

A local agency may claim costs using the 1) actual-time reimbursement option; 2) the standard-time reimbursement option; or 3) the flat rate reimbursement option. Tehachapi Valley Recreation and Park District uses the flat rate reimbursement option.

Filing Deadlines

The claimant must file a reimbursement claim by January 15 for the preceding year. Claims filed after the deadline will be reduced by a late penalty of 10%, not to exceed $1,000. All claims are prepared by the Tehachapi Valley Recreation and Park District Clerk of the Board of Directors, approved by the District Manager.

Office of the State Controller

Information and forms needed to complete the reimbursement claim are available at the Office of the State Controller’s website at www.sco.ca.gov. All claims are filed with the Office of the State Controller.