

## Board of Directors (BOD)

### 225.1 PURPOSE AND SCOPE

To establish general guidelines for the roles and responsibilities of the Board of Directors as a group, and its members as individuals.

### 225.2 BOARD MEMBER TERMS

Board members are elected to four-year terms.

### 225.3 BASIS OF AUTHORITY

The legal authority for fire districts is derived from the Fire Protection District Law of 1987, found in the California Health & Safety Code.

### 225.4 BOARD MEMBERS

#### 225.4.1 MEETINGS

- (a) Members of the Board of Directors should attend all regular and special meetings of the Board, if a Director will be absent, they should notify the Board President or designee as soon as possible.
- (b) Members of the Board of Directors shall receive \$200.00 for attending each District sanctioned meeting; including attendance at an outside government agency meeting where a Board Member is an appointed representative to said agency by the Board; Board Meetings; Workshops; Study Sessions; Special meetings; and Committee meetings, including attendance at District staff committee meetings where the Board Member is an appointed representative to that committee. The number of meetings for which a member of the Board of Directors' may receive compensation shall not exceed four (4) meetings in a calendar month.
- (c) Any Director may call the Chief, no later than 5:00 p.m., seven business days prior to the meeting date, and request any item be placed on the agenda. This item will then be discussed unless a majority of the Board votes not to consider the item.
- (d) Members of the Board of Directors may participate in:
  - (a) Teleconference or videoconference meetings as long as permitted by the Ralph M. Brown Act.
    - i. Exception: teleconferencing and videoconferencing may only be used for closed sessions of the Board if the security of the digital platform can be controlled and secured by the District.
- (e) The Board shall comply with all provisions of the Ralph M. Brown Act.
- (f) Meeting procedures will be in accordance with [Rosenberg's Rules](#).
- (g) Voting Practices or Voting Authority shall be:
  - 1. 4 Affirmative Votes

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- i. Any transfer from, or expenditure of, the District's Rainy Day Committed Fund
  - ii. Expenditure of funds for investment purposes
  - iii. Passage of an urgency ordinance
  - iv. Discussion and action on an item not appearing on the posted agenda, when related to an emergency or disaster
  - v. Emergency exceptions to competitive bidding
2. 3 Affirmative Votes
- (a) Passage of an ordinance or resolution not requiring a super majority
  - (b) Transfer of reserve funds no longer required for the purpose for which intended, excluding the general reserve, balance sheet reserves.
  - (c) Designation or classification of funds received in excess of anticipated amounts
  - (d) Transfers or replenishment to the District's Rainy Day Committed Fund
  - (e) Any action resulting in the expenditure of funds
3. Simple Majority of those present
- i. Routine agenda items not specified above

### 225.4.2 BOARD EXPENSES

- (a) Members of the Board of Directors shall be reimbursed for all pre-approved expenses that are reimbursable with a receipt and directly related to district business.
- (b) Reimbursement amounts for expenses incurred while traveling on official District business (for conferences/classes, etc.) are listed in the District's Travel and Reimbursement Policy
- (c) The District will pay for Directors' expenses while attending functions in an official capacity, when authorized by the Board of Directors. If the functions involve travel, accommodation and/or registration fees, the Travel and Reimbursement policy guidelines shall apply.
- (d) An iPad for conducting official business of the District shall be provided to each Director during their term of office.

### 225.5 BOARD OFFICERS

- (a) Officers shall serve a one-year term with elections held in December. Any vacancies in the Board officers shall result in a special election with the newly elected officer to fill the balance of the term in question. There is no assumed right of succession in Board officers.
- (b) President

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1. The President of the Board of Directors shall serve as Chairperson at all Board meetings. The President has the same rights and responsibilities as any Director;
  2. Serves as the public spokesperson for the Board of Directors unless delegated to another party or unavailable;
  3. Conducts meetings in accordance with the Brown Act, and the parameters set forth in this document;
  4. Enforces the agreed-to rules on the meeting process;
  5. Reviews and approve the agenda with the Fire Chief prior to distribution;
  6. Signs/executes Board actions.
- (c) Vice President
1. In the absence of the President, the Vice President of the Board of Directors shall serve as chairperson over all meetings of the Board;
  2. Has the same rights and responsibilities as any Director;
  3. Conducts meetings in accordance with the Brown Act, and the parameters set forth in this document in the absence of the President.
- (d) Secretary
- (a) In the absence of the President and Vice President of the Board of Directors, the Secretary will act as chairperson;
  - (b) Has the same rights and responsibilities as any Director;
  - (c) Conducts meetings in accordance with the Brown Act, and the parameters set forth in this document in the absence of the President and Vice President.

### **225.6 GENERAL DUTIES OF THE BOARD**

- (a) Directors should thoroughly prepare themselves to discuss agenda items at meetings of the Board of Directors. Information may be requested from staff or exchanged between Directors before meetings.
- (b) Information that is exchanged before meetings shall be distributed through the Chief, and all Directors will receive all information being distributed.
- (c) Directors shall defer to the President for conduct of meetings of the Board, but shall be free to question items on the agenda. All comments should be confined to the matter being discussed by the Board.
- (d) Directors may request an inclusion for the minutes, brief comments pertinent to an agenda item, only at the meeting that the item is discussed (including, if desired, a position on abstention or dissenting vote).
- (e) Individual Directors by themselves have no independent authority. The voice of our citizens is derived from a majority of the Board of Directors. Individual Board members

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may use their name and title without implying that their opinions represent the opinion of the entire Board or the Fire District when endorsing issues or candidates.

- (f) The Board will not endorse candidates nor non-fire district ballot measures.

### **225.7 ROLES AND RESPONSIBILITIES**

#### **225.7.1 THE BOARD**

Roles and responsibilities include:

- (a) Representing interests of District residents.
- (b) Overseeing District financial management.
- (c) Hiring the Chief.
- (d) Assigning responsibility for policy implementation to the Chief.
- (e) Identifying issues to be addressed.
- (f) Defining critical issues.
- (g) Developing a Mission Statement, Vision Statement, goals, and measurable objectives and monitoring the same.
- (h) Providing guidance and approving a Strategic Plan to serve the District's Mission. Monitoring the status and progress of the Strategic Plan.
- (i) Acting as a steward of District property; preserving District assets.
- (j) Providing organizational direction and guidance.
- (k) Striving to see that District business is conducted in accordance with all applicable laws, statues, regulations and codes, etc.
- (l) Developing a list of qualifications, job description, and evaluation process for the Fire Chief.

#### **225.7.2 BASIC RESPONSIBILITIES OF INDIVIDUAL DIRECTORS**

- (a) To be familiar with the laws and policies governing the District.
- (b) To understand the nature of the fire service business.
- (c) To maintain regular attendance at Board meetings.
- (d) To support decisions made by the Board, even if there is individual disagreement with those decisions.
- (e) To refrain from involvement in the day-to-day operations of the District.
- (f) To actively participate in Board appointed committees.
- (g) To be familiar with District financing.
- (h) To be an ambassador of the District, accurately supporting District issues and concerns.
- (i) To practice open and timely communications

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### **225.8 COMMUNICATIONS BETWEEN INDIVIDUAL DIRECTORS AND STAFF**

- (a) All significant requests of staff will be made at Board meetings, so that all Directors may have an opportunity to comment and revise the request.
- (b) Individual Directors may request clarification or ask questions of staff, but should channel the request through the Fire Chief. Simple and quick requests may go directly to staff (IT questions, confirming meeting times, etc.).
- (c) If a Director's request requires any of the following from District staff,
  - 1. More than four hours total staff time,
  - 2. Exceeds budgeted allotment, or
  - 3. If item is unbudgeted, the Chief will place the item on the next agenda.
  - 4. The Chief will review all agenda items with the Board President prior to distributing the agenda.
- (d) Directors will not use personal e-mail for conducting District business; or other forms of technology for individual or serial meetings.

### **225.9 COMMITTEES OF THE BOARD**

- (a) The Board may create and maintain subcommittees for the purpose of investigating, reviewing and studying issues in order to make recommendations to the full Board of Directors.
- (b) The Committees will function under the authority of their charters for their purpose as defined by the Board of Directors.
- (c) Committee Selection
  - (a) Committee members will be determined by nomination and vote by the Board

### **225.10 CONFLICT OF INTEREST AND INCOMPATIBLE ACTIVITIES**

- (a) Conflicts of Interest (Financial) - Political Reform Act of 1974 requires:
  - (a) Disclosure of reportable economic interests, conducted annually on Form 700 Statement of Economic Interests
  - (b) Disqualification from making or participating in a decision, or using official position to influence or attempt to influence a decision in which there is a conflict of interest as defined in the Political Act of 1974.
- (b) Conflicts of Interest (Contracts) - Government Code Section 1909, et seq. prohibit a public official from being financially interested in a contract or sale in both public and private capacities.

### **225.11 TRAINING**

- (a) Mandated Training
  - (a) AB 1234 Ethics Training – every 2 years

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- (b) Harassment Training – every 2 years
- (b) Suggested Training
  - (a) Brown Act and Rosenberg's Rules Training annually at January Board meeting
  - (b) Elected Officials Guide to Emergency Operations Center