

Committee, committee motions and recommendations shall be advisory to the Board.

Committees shall not commit the District to any policy, act or expenditure nor may any committee direct staff to perform specific duties unless authorized by the Board. The Committee Chair is authorized to schedule committee meetings as deemed necessary and to preside at any such meeting.

3.2.2 *Ad hoc Committees*

The President shall appoint such *ad hoc* committees as may be deemed necessary or advisable by herself/himself and/or the Board. *Ad hoc* committees are formed for a specific, singular purpose and/or to reach a specific goal within a finite time period. The duties of *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.

3.2.3 *Standing Committees*

The Board's standing committees may be assigned to review District functions, activities, and/or operations pertaining to their designated concerns, as specified at the time that the standing committee is formed. The standing committee's purpose may be amended from time to time at the Board's discretion. Said assignment may be made by the Board President, a majority vote of the Board, or on their own initiative. Any recommendations resulting from said review should be submitted to the Board via a written or oral report.

3.2.3.1 *Standing Committee Meetings*

All meetings of standing committees shall conform to all open meeting laws

(e.g., "Brown Act") that pertain to regular meetings of the Board of Directors.

3.2.3.2 *Standing Committee Members*

The Board President shall appoint and publicly announce the members of the standing committees at the time of their initial formation and thereafter for the ensuing year no later than the Board's regular meeting in January.

3.2.4 *Non-District Committees*

Where the Board has agreed to designate a Director or Directors to serve on a non-District committee, the President shall nominate said Directors for Board ratification.

4 BOARD MEETING PROCEDURES

4.1 *Purpose of Meeting*

The purpose of meetings of the Board of Directors is to conduct the business of the Board. In order to conduct the meetings as expeditiously as possible, general questions from the public regarding District policy or operations should first be directed to staff during normal business hours, before being raised at Board meetings.

Board meetings may include Public hearings as required for specific purposes. Such Public Hearings will be clearly identified in the agenda for that meeting. At all other times, the focus of the meeting will be for the Board to gather information, deliberate and take necessary actions.

4.2 *Regular Meetings*

Regular meetings of the Board of Directors shall be held on the first Thursday of each calendar month at 10:00AM. Board meetings shall be held

in the GCSO administration building, main conference room, 18966 Ferretti Road, Groveland. The date, time and place of regular Board meetings shall be reconsidered annually at the annual organizational meeting of the Board in December. The date, time and place may be changed at will by the Board President or majority vote by the Board prior to public notice of the meeting in order to accommodate compelling circumstances.

4.3 Special Meetings (non-emergency)

Special meetings (non-emergency) of the Board of Directors may be called by the Board President or the Vice President in the absence of the President.

4.3.1 Notice

All Directors, the General Manager, District Counsel and other desired staff shall be notified of the special Board meeting and the purpose or purposes for which it is called. Said notification shall be in writing, delivered to them at least twenty-four (24) hours prior to the meeting.

4.3.2 Notification

Newspapers of general circulation in the District, radio stations and television stations, organizations, and property owners who have requested notice of special meetings in accordance with the Ralph M. Brown Act (California Government Code §54950 through §54962) shall be notified by a mailing unless the special meeting is called less than one week in advance, in which case notice, including business to be transacted, will be given by telephone during business hours as soon after the meeting is scheduled as practicable.

4.3.3 Agenda

An agenda shall be prepared as specified for regular Board meetings and shall be delivered with the notice of the special meeting to those specified above.

4.3.4 New Business

Only those items of business listed in the call for the special meeting shall be considered by the Board at any special meeting.

4.4 Special Meetings (emergency)

In the event of an emergency situation involving matters upon which prompt action is necessary due to the disruption or threatened disruption of public facilities, the Board of Directors may hold an emergency special meeting without complying with the twenty-four (24) hour notice required above. An emergency situation means a crippling disaster which severely impairs public health, safety, or both, as determined by the General Manager, Board President, or Vice President in the President's absence.

4.4.1 Notification

Newspapers of general circulation in the District, radio stations and television stations which have requested notice of special meetings in accordance with the Ralph M. Brown Act (California Government Code §54950 through §54962) shall be notified by at least one (1) hour prior to the emergency special meeting. In the event that telephone services are not functioning, the notice requirement of one hour is waived, but the General Manager, or her/his designee, shall notify such newspapers, radio stations, or television stations of the fact of the holding of the emergency special meeting, and of any action taken by the Board, as soon after the meeting as possible.

4.4.2 New Business

No closed session may be held during an emergency special meeting, and all other rules governing special meetings shall be observed with the exception of the twenty-four (24) hour notice. The minutes of the emergency special meeting, a list of persons the General Manager or designee notified or attempted to notify, a copy of the roll call vote(s), and any actions taken at such meeting shall be posted for a minimum of ten (10) days in the District office as soon after the meeting as possible.

4.5 Adjourned Meetings

A majority vote by the Board of Directors may terminate any Board meeting at any place in the agenda to any time and place specified in the order of adjournment, except that if no Directors are present at any regular or adjourned regular meeting, the Secretary may declare there is no quorum.

4.6 Annual Organizational Meeting

The Board of Directors shall hold an annual organizational meeting at the first regular meeting in December. At this meeting the Board will elect a President and Vice President from among its members to serve during the coming calendar year, and will appoint the General Manager, or his designee, as the Board's Treasurer and the Executive Secretary as the Board's Secretary.

4.7 Order of Agenda

The Chairperson (Presiding Officer) of the meetings described herein may deviate from the published order of agenda and in such cases shall determine the order in which agenda items shall be considered for discussion and/or action by the Board.

4.8 Board Agenda Actions

No action shall be taken on any item not appearing on the posted agenda unless:

- (a) A majority of the Board of Directors determine that an urgent or emergency situation, as defined by Government Code §54956.5, exists;
- (b) The Board of Directors determine by a two-thirds vote, or by a unanimous vote if less than two-thirds of the Board members are present, that the need to take action on the item arose subsequent to the posting of the agenda;
- (c) The item was included in a properly posted agenda for a prior meeting occurring not more than five days prior to the meeting at which the action is taken and was continued to the meeting at which the action was taken.

4.9 Non-Posted Agenda Items

Any item not on the posted agenda requiring action by the Board which are raised by Board members, staff, or by members of the public shall be automatically referred to staff and placed on the agenda for the next regular or regular adjourned meeting.

4.10 Questions

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 confined to the matter being discussed by the Board.

4.11 Inclusions in the Minutes

Directors may request for inclusion in the minutes brief comments pertinent to an agenda item only at the meeting that item is discussed (including, if desired, a position on abstention or dissenting vote).

4.12 Conflict of Interest

Directors shall abstain from participating in consideration on any item involving a legally prohibited conflict of interest and shall declare the nature of the conflict to the Board.

4.13 Meeting Room Preparation

The Board Secretary shall insure that 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.

5 BOARD MEETING AGENDA

The General Manager (or his designated representative(s)), *shall* cooperate with the Board President (or Board designated Board member), to marshal the necessary resources to prepare and agenda for each regular and special meeting of the Board of Directors. All agenda items shall be submitted for approval per Sections 5.3.2 and 5.4.2.

5.1 Board Meeting Agenda

All agenda items and supporting information shall be submitted in writing, available in both standard electronic and paper forms. This information shall be delivered to Board members at least 72 hours prior to a regular Board meeting, and at least 24 hours prior to a special Board meeting. All open session information shall be made available to the public on the same timeline. This requirement is applicable all open session and closed session agenda items for the Board. The General Manager is responsible for all staff originated agenda items, and as well, for providing for, in a timely manner, all GCSD specific information requested to complete the agenda items submitted by others.

5.2 Public Address to Board Members

A portion of each agenda for each regular or regular adjourned meeting shall provide an opportunity for members of the public to directly address the Board members on items of interest to the public that are within the subject matter jurisdiction of the Board of Directors. The public is asked to follow the Guidelines for Public Comment at Board Meetings (Exhibit B) in addressing the Board.

5.3 Agenda Items from Directors

Any Director may call the General Manager, or in the absence of a General Manager the Board President, and request that any item be placed on the draft agenda no later than 4:00 o'clock p.m. ten (10) calendar days prior the next scheduled Board meeting. All agenda requests are subject to approval per Section 5.3.2.

5.3.1 Written Request

The request must be in writing or any other form of written electronic correspondence, and include supporting documents and information, if applicable. All materials relating to the request must be delivered by the deadline specified in Section 5.2.

5.3.2 Agenda Request Acceptance

The Board President (or Board designated Board member) shall be the sole judge of whether an agenda item request is or is not a "matter directly related to District business." This decision may be appealed to the Board at the next regularly scheduled meeting.