

BOARD POLICY 200¹

RULES OF CONDUCT FOR BOARD MEETINGS

Section 2-1.01. General Policy

Meetings of the District's Board of Directors, standing committees, and advisory bodies shall be conducted in conformance with the Brown Act, Government Code section 54950, et seq.

Section 2-1.02. Definitions

"Advisory body" means a decision-making or advisory body created by formal action of the Board. A committee composed solely of less than a quorum of Board members is an advisory body only if the committee has continuing jurisdiction or meets pursuant to a schedule fixed by the Board.

"Ad hoc committee" means a committee composed of less than a quorum of Board members created for a specific purpose of limited duration with no decision-making authority.

"Board" means the District Board of Directors.

"Legislative body" means the Board, a standing committee, or an advisory committee, but not an ad hoc committee.

"Meeting" means any congregation of a majority of the members of the Board, a committee, or an advisory body at the same time and location, including teleconference location as permitted by Government Code section 54953, to hear, discuss, deliberate, or take action on any item that is within the subject matter jurisdiction of the legislative body.

"Meeting" does not include: individual contacts between members and any other person; attendance at a conference or similar gathering open to the public involving discussions of issues of interest to the public generally by public agencies specifically, if members do not discuss District business; attendance at open and publicized meetings addressing topics of community concern by someone not associated with the District, if members do not discuss District business; or attendance at social or ceremonial events, if members do not discuss District business.

"Member" means a director of the District.

Meetings of the Board, committees, and advisory bodies shall be held within the District, except to comply with State or Federal law or court order, to inspect real property or personal property which cannot be moved, to meet with another public agency at the other agency on multi-agency matters; to discuss legislative or regulatory matters with State or Federal officials, to discuss matters relating to a District facility, or to consult with legal counsel at counsel's office if so doing will result in a reduction in legal fees associated with the meeting.

¹Adopted on August 1, 2017 by Res. No. 17-08-768

Section 2-1.03. Meetings

(a) Regular meetings. The Board shall set the date and time for regular meetings from time to time. Unless otherwise specified in the notice, regular meetings shall be held at the District's administrative offices located at 1434 Flightline, Mojave, California.

(b) Special meetings. Special meetings may be called by the President, a majority of members, or the General Manager upon twenty-four hours' written notice delivered to each member, to each local newspaper of general circulation and radio or television station that has requested notice in writing, and by posting on the District's website.

(c) Emergency meeting. An emergency meeting may be called without twenty-four hour notice or agenda if necessary due to disruption or threatened disruption of District facilities by work stoppage or crippling disaster or other activity severely impairing public health or safety as determined by a majority of the members.

(d) Time and Place. Each committee and advisory body may establish a time and place for regular meetings, and may call special meetings in the same manner as the Board.

(e) Adjournment. A meeting may be adjourned to another time by the Board, by less than a quorum, or by the Board secretary if no members are present. An adjourned regular meeting is a regular meeting for all purposes if a copy of the order of adjournment is posted in a conspicuous place at or near where the meeting was held within 24 hours of the adjournment. If the adjourned meeting is held more than five days after the regular meeting, a new agenda shall be posted.

(f) Prohibited meetings. A majority of members shall not communicate, directly or indirectly, outside of a properly notice meeting to discuss or deliberate any item of business within the subject matter jurisdiction of the District, except as provided by the Brown Act.

Section 2-1.04. Notice and Agenda

(a) Posting, content. An agenda of a meeting shall be posted in a conspicuous place open to the public, and on the District's website. The agenda shall include the date, time, and location of the meeting, and a brief description of each item to be discussed. The agenda shall be available in formats appropriate for those with a disability. The agenda shall be posted at least 72 hours before a regular meeting and 24 hours before a special meeting. For an emergency meeting, a local newspaper of general circulation and radio or television station that has requested notice shall be notified of the meeting at least one hour prior to the emergency meeting.

(b) Public comment. The agenda shall include the opportunity for the public to address the Board prior to taking action on any matter. The agenda for regular and adjourned regular meetings shall include the opportunity for the public to address the Board on matters within the jurisdiction of the District but not on the agenda.

(c) Comment on items not on the agenda. No action shall be taken on matters not shown on the posted agenda, except members may briefly respond to statements made or questions

posed during public comment; request clarification; provide a reference to staff or other resources for factual information; request staff to report back to the Board at a subsequent meeting or direct staff to place a matter of business on a future agenda.

(d) Adding items. The legislative body may add matters to the agenda upon a majority finding an emergency exists or upon at least a two-thirds vote finding there is a need to take immediate action and the need for action came to the attention of the District subsequent to the posting of the agenda. If only three directors are present, the finding of the need for action shall be by unanimous vote.

(e) New taxes or assessments. Meetings to consider new or increased general tax or assessment shall be preceded by at least forty-five days notice as specified by law.

(f) Notice. Notice of the meeting and agenda packet shall be mailed to any person who makes a written request and pays a fee for the actual cost of providing the materials.

Section 2-1.05. Closed Session

(a) Matters. The Board may conduct a closed session to consider only those matters allowed under the Brown Act, including:

- (1) A license or permit application;
- (2) Real property negotiations;
- (3) Pending or potential claims or litigation;
- (4) Threats to public services or facilities;
- (5) The appointment, promotion or job performance of employees;
- (6) Charges levied against an employee;
- (7) Establish the District's position concerning employee negotiations; or

(b) Action. Action may be taken in closed session when necessary to avoid prejudice to the District and allowed by law. Action taken in closed session and the vote, abstention, or absence of each member shall be publicly reported as follows:

(1) Approval of an agreement concluding real estate negotiations shall be reported after the agreement is final, as follows:

If the Board's approval renders the agreement final, the Board shall report approval and the substance of the agreement in open session at the public meeting when the closed session is held.

If the final approval rests with the other party to the negotiations, the District shall disclose the approval and the substance of the agreement upon inquiry by any person, as soon as the other party or its agent has informed the District of its approval.

(2) Approval given to counsel to defend, or seek or refrain from seeking appellate review or relief, or to enter as an amicus curiae in any form of litigation shall be reported in open session at the public meeting when the closed session is held. The report shall identify, if known, the adverse party or parties and the substance of the litigation. In the case of approval given to initiate or intervene in an action, the announcement need not

identify the action, the defendants, or other particulars, but shall specify the direction to initiate or intervene in an action has been given and the action, the defendants, and the other particulars shall, once formally commenced, be disclosed to any person upon inquiry, unless to do so would jeopardize the District's ability to effectuate service of process one or more unserved parties, or would jeopardize its ability to conclude existing settlement negotiations to its advantage.

(3) Approval given to counsel for a settlement of pending litigation, at any stage prior to or during a judicial or quasi-judicial proceeding shall be reported after the settlement is final, as follows:

If the Board accepts a settlement offer signed by the opposing party, the Board shall report acceptance and identify the substance of the agreement in open session at the public meeting when the closed session is held.

If final approval rests with some other party to the litigation or with the court, the District shall disclose the approval, and identify the substance of the agreement upon inquiry by any person when the settlement becomes final.

(4) Disposition reached as to claims discussed in closed session shall be reported in the same manner as the settlement of pending litigation.

(5) Action taken to appoint, employ, dismiss, accept the resignation of, or otherwise affect the employment status of a public employee shall be reported at the public meeting when the closed session is held. Such report shall identify the title of the position and specify any change in compensation. However, a report of dismissal or of non-renewal of an employment contract shall be deferred until the first public meeting following the exhaustion of the employees administrative remedies.

(6) Approval of an agreement concluding labor negotiations shall be reported after the agreement is final and has been accepted or ratified by the other party. The report shall identify the item approved and the other party or parties to the negotiation.

(c) Reports. Reports required by this section may be made orally or in writing. The Board shall provide to any person who has submitted a written request to the Board within twenty-four hours of the posting of the agenda, or to any person who has made a standing request for all documentation as part of a request for notice of meetings, if the requester is present at the time the closed session ends, copies of any contracts, settlement agreements, or other documents finally approved or adopted in the closed session.

2-1.05. Record of Proceedings

(a) The Secretary shall record minutes showing action taken by in open session of a meeting. The minutes shall be available for public inspection when approved. If meetings are recorded on audio tape, the tape shall be available for public inspection for at least thirty days on a tape player provided by District before the tape is erased.

(b) Any person attending an open meeting may record the proceeding on audio or video media unless the recording cannot continue without noise, illumination, or obstruction of view constituting a persistent disruption of proceedings.

(d) After completing a closed session, counsel shall prepare a confidential memorandum stating the purpose of the closed session and the action taken, if any. This memorandum is confidential and shall be filed in the office of the General Manager.

Section 2-1.04. Rules of Conduct

(a) The affirmative vote of a majority of members present is necessary for the Board to take action. The Board shall take action by motion or resolution. Motions and resolutions may be adopted on voice vote, but roll call shall be taken if requested by any director or required by law.

(b) The District may use video teleconferencing to receive public comment or testimony and for deliberations of the Board. If video teleconferencing is used, the agenda shall be posted at all video teleconference locations and reasonable rules shall be adopted to protect the statutory and constitutional rights of the parties and the public appearing before the Board.

(c) If any meeting is willfully interrupted by a group or groups of persons so as to render the orderly conduct of such meeting unfeasible, and order cannot be restored by the removal of individuals who are willfully interrupting the meeting, the Board may order the meeting room cleared and continue in session. Only matters appearing on the agenda may be considered in such a session. Members of the news media not participating in the disturbance shall be allowed to attend the session. The Board may establish a procedure for re-admitting individuals not responsible for willfully disturbing the orderly conduct of the meeting.

(e) The Board shall not prohibit public criticism of the policies, procedures, programs or services of the District or of the acts or decisions of the Board. However, no privilege or protection is hereby conferred for expression beyond that otherwise provided by law.