

# RIVER PINES PUBLIC UTILITY DISTRICT

## BYLAWS, RULES AND PROCEDURES

### SECTION 1.00 BOARD OF DIRECTORS

#### 1.01 **Quorum**

A majority of all members elected to the Board of Directors shall constitute a quorum at any regular or special meeting of the Board of Directors. Unless otherwise required by law, a simple majority of the members present may take action or adopt Ordinances or Resolutions.

#### 1.02 **Authority of the Board**

The Board of Directors is the governing body of the District. The Board shall act only at its regular meetings, regular adjourned meetings, special meetings or emergency meetings.

#### 1.03 **Officer**

The presiding officer of the Board of Directors shall be the Chairman who shall be elected by the Board of Directors annually at the first regular meeting after the canvass of votes done in conjunction with the statewide general election. In years where there is no general statewide election, the Chairman shall be elected at the first regular meeting in December. At the time of the election of the Chairman, one of the members of the Board of Directors shall be chosen as Vice-Chairman.

To be nominated Chairman and Vice Chairman, must have served as a Board of Director for a minimum of one year. At the time of nomination, if no Board of Director served a minimum of one year, then any Board Member may be nominated for Chairman and Vice Chairman.

#### **Term of Board**

There shall be no term limitations for members of the Board of Directors.

### SECTION 2.0 DUTIES OF THE BOARD OF DIRECTORS

#### 2.01 **Presiding Officer**

The Chairman shall preside at all meetings of the Board. The Vice-Chairman shall preside at all meetings of the Board in the absence of the Chairman. If both the Chairman and Vice-Chairman are absent, the Directors in attendance shall select a Director to preside over the meeting.

#### 2.02 **Duties of the Chairman**

The Chairman of the Board shall preserve order and decorum and shall decide questions of order, subject to appeal to the Board of Directors. The Chairman from the chair may place a motion before the Board, second a motion and vote irrespective of the existence of an otherwise tie vote.

The Chairman shall act as spokesperson for the Board with respect to its actions and policies, and those of the District. This provision, however, shall not preclude any other member of the Board from making appropriate comments within the scope of his or her position.

The Chairman, or any member of the Board or staff person so designated shall represent the Board where it is appropriate or desirable for the District to appear, at meetings of other public agencies, private entities before public or private groups, or on other public or private occasions. However, this provision shall not limit the attendance of any Director or employee of the District in conformance with the requirements of the Brown Act.

The Chairman shall work through the General Manager of the District to obtain such information as may be necessary and appropriate to assist the Board in its deliberations, and may direct General Manager to implement the policies and decisions of the Board. Except as provided herein, or except as approved by the Board, individual members of the Board shall not act independently to direct staff in the performance of their duties.

2.03 **Duties of the Vice Chairman**

The Vice Chairman shall act if the Chairman is absent or unable to act and shall exercise all of the powers of the Chairman on such occasions.

2.04 **Authority of Individual Board Members**

All powers of the District shall be exercised and performed by the Board as a body. Individual Board Members, except as provided in this Code or otherwise authorized by the Board, shall have no independent power to act for the District, or the board, or to direct staff of the District.

SECTION 3.00 EMPLOYEES AND CONSULTANTS

\_\_\_\_\_ **Principal Employees**

The Board shall, as necessary, appoint a General Manager and a District Secretary. The General Manager may also act as District Secretary, but no Director shall be appointed as General Manager or District Secretary. The General Manager, District Secretary or a third party may also be appointed as the Finance Officer.

**Compensation**

The Board may also appoint and employ, fix the compensation of, and prescribe the duties and authorities of other officers, employees, attorneys, engineers, and other professional consultants as necessary or convenient for the business of the District.

SECTION 4.00 DUTIES OF EMPLOYEES

**Duties of General Manager**

The General Manager shall be responsible for all of the following:

- a. The implementation of the policies established by the Board of Directors for the operation of the District.
- b. The appointment, supervision, discipline, and dismissal of the District's employees, consistent with the employee relations system established by the Board of Directors.
- c. The supervision of the District's facilities and services.
- d. The supervision of the District's finances.

### **Duties of the District Secretary**

The District Secretary shall prepare agendas, minutes of the preceding meeting, and notice of meetings. The District Secretary shall prepare minutes for adoption by the Board of Directors setting forth all actions taken by the Board and shall preserve minutes and other records of actions of the governing Board. Upon Board action, a recording secretary may be appointed to record and transcribe the minutes of the meeting.

## **SECTION 5.00 MEETINGS: TIME, PLACE AND MANNER**

### **Time**

The time for regular meetings of the Board of Directors of the River Pines Public Utility District shall be the second Wednesday of each month with open session beginning at time set by the Board of Directors according to approved Policy adopted by Board of Directors. If such meeting date falls upon a legal holiday, the regular meeting shall be held on the next ensuing full business day or to a specified date. Motion and approval by Board majority can reset the regular meeting to accommodate member travel schedules, illness, or other cause.

### **Place**

The place of meetings of the Board of Directors shall be in the town of River Pines in the Town Hall, located at 22900 Canyon Avenue, River Pines, California, unless otherwise designated by the Board of Directors.

### **Recording**

The proceedings of all regular and special Board meetings shall be recorded by audiotape and/or electronic media. Video and audio taping of regular or special meetings shall conform to sections 54953.5 & 54953.6 of the Brown Act.

### **Special Meetings**

The time, place and manner of calling all other meetings of the Board of Directors shall be undertaken as prescribed in the Ralph M. Brown Act. (Government Code Sections 54950 et.seq.)

### **Adjourned Meetings**

A majority vote by the Board of Directors may terminate any 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 meeting, the General Manager may declare the meeting adjourned to a stated time and place.

### **Compliance with Brown Act**

All meetings of the Board of Directors and Committees shall be open and public and all persons shall be permitted to attend any public meeting of the Board of Directors except as provided by law; provided, however, that closed sessions may be held when permitted by law.

### **Secret Ballots**

Secret ballots are not allowed.

### **Meetings**

All public meetings shall be conducted in compliance with the provisions

of this Chapter and where not otherwise addressed, in compliance with "Robert's Rules of Order."

### **Closed Sessions - Confidentiality**

No Director, General Manager, employee or agent of the District shall, without proper authorization, divulge confidential information received by such person as part of his or her official duties during closed session of the District Board of Directors authorized under the Ralph M. Brown Act (Government Code Section 54950 et seq.) as it now exists or may later be modified.

Such confidential information may include but is not limited to matters involving pending litigation, property acquisition, labor negotiations, personnel matters or other information, the disclosure of which would reasonably be likely to prejudice the good faith conduct of District business, constitute an unwarranted invasion of privacy, or place the District at an unfair disadvantage in negotiations.

For purposes of this section, "proper authorization" means:

1. In matter of personal privacy, a waiver by the individual enjoying such right of privacy;
2. The order or subpoena of a court of competent jurisdiction;
3. Authorization by the District Board of Directors as a body;
4. Conclusion or finalization of the matter or subject involved, as determined by the District Board of Director or Legal Counsel.

Nothing in this chapter shall be deemed a waiver of any other confidential privilege for any information established elsewhere by statute or case law.

## **SECTION 6.00 AGENDAS**

### **Setting of Agenda**

The General Manager, in consultation with the Board Chairman, shall set the agenda. Committee recommendations on topics to be updated on the agenda shall be given to the General Manager. Individual Directors may request items to be placed on the agenda by notifying the General Manager of their request no later than 12:00 p.m. seven (7) days prior to the meeting date.

### **Consent Calendar**

Agendas of Board meetings shall incorporate a consent calendar listing items of a routine nature not normally requiring discussion.

The following is a listing of consent calendar items, which may be amended from time to time by the direction of the Board of Directors or by the General Manager and the District Board Clerk as they deem appropriate:

- A. Roll Call;
- B. Pledge of Allegiance;
- C. Presentation;
- D. Consent Calendar (Reading, comments by the public, Board of Directors action)
- E. Public Hearings;

- F. Communications;
  - 1. Claims filed against the District of River Pines
  - 2. Reports: boards/commissions/task forces/committees
  - 3. Appointment;
- G. Regular Calendar;
- H. Ordinances;
- I. Comments by the public on non-agenda items;
- J. Comments by District Board of Directors members on Non-agenda items;
- K. Closed Session;
- L. Adjournment.

Approval of the consent calendar shall take place by a motion and a second of the Board and passed by a "roll call vote" indicating a majority vote.

#### **Request to Appear**

Any person who desires to address the Board at length on a matter which is not on the agenda, shall make a request to do so to the General Manager at least forty-eight hours in advance of the posting of the agenda (seven (7) days before the meeting). This provision shall not prevent any person from addressing the Board at a time designated therefore on the agenda.

#### **Agenda Change**

The Board can add an item to the agenda with a 2/3 vote of the Board if the body determines that the matter in question constitutes an emergency or for other cause permitted under section 54954.2(b) of the "Brown Act."

#### **Public Comment on Agenda Items**

Any member of the public may address the Board on any item on the agenda at the time that item is being considered by the Board. Speakers will be limited to three (3) minutes per agenda item as monitored by the District Board Clerk. Additional time may be extended by the Chairman. Speakers shall not be allowed to "split" their time, nor shall they be permitted to "reserve" all or any portion of their allotted time. If any person fails or refuses to abide by these rules, the Chairman, after warning the speaker, may declare that the speaker is disrupting, disturbing or impeding the orderly conduct of the meeting and order the speaker to leave the meeting room.

#### **Public Comment on Items Not on the Agenda**

Any member of the public may address the Board on any item of interest to the public that is within the subject matter jurisdiction of the District that is not on the agenda, subject to the time limits and restrictions for public comments on agenda items. No action shall be taken on any item not appearing on the agenda unless authorized in accordance with the procedures set forth in Section 54954.2 of the "Brown Act." The Board shall not engage in debate, dialogue, or take action on any matter brought to its attention under public comment, except to refer the matter to staff or to determine that the matter should be included on a future agenda for consideration and action.

### **Manner of Addressing the Board by an Individual**

A member of the public addressing the Board may give his or her name - in an audible tone of voice for the record. All remarks shall be addressed to the Board as a body, not to any individual Director. No person, other than a Director, General Manager or District Counsel, and the person having the floor shall be permitted to enter into any general discussion without the permission of the Chairman.

### **Manner of Addressing the Board By A Group of Persons**

Whenever members of the public wish to address the Board on the same subject matter, it shall be proper for the Chairman to request that a spokesperson be chosen by the group to address the Board and, in case additional matters are to be presented at the time by any member of that group, to limit the number of persons so addressing the Board, so as to avoid repetition before the Board. The Chairman may set a time limit for each side of an issue.

Government Code 54957.9 permits the legislative body to clear the room if the meeting is willfully interrupted so as to render further conduct of the meeting unfeasible.

### **Correspondence to the Board**

All written or electronic correspondence addressed to the Board of Directors is to be sent to the District Office. Copies of the written or electronic correspondence and written responses in reply thereto, if any, shall be distributed to each member of the Board together with the next regular agenda or at the next regular meeting of the Board, depending on date of receipt or response.

## SECTION 7.00 MINUTES

### **Minutes**

The District Board Clerk shall keep minutes of regular and special meetings of the Board. In addition, the Board Clerk shall send copies of the proposed minutes to the General Manager and Chairman for review. Copies of said minutes shall be made for distribution to each member of the Board with the agenda for the next regular Board meeting.

### **Storage**

The official minutes of the regular and special meetings of the Board shall be kept in the District office and shall be public records open to inspection by the public. The official minutes shall also be available on the District's website.

## SECTION 8.00 RULES OF ORDER FOR BOARD AND COMMITTEE MEETINGS

### **Obtaining the Floor**

Any member of the Board desiring to speak should address the Chairman and upon recognition by the Chairman, may address the subject under discussion.

### **Motions**

Any member of the Board, including the Chairman, may make or

second a motion. A motion shall be brought and considered when a member of the Board makes a motion and another Director seconds the motion. The motion is then open to discussion and debate. After the matter has been fully discussed and debated, the Chairman will call for the vote.

**Motion to Amend**

A main motion may be amended before it is voted on, either by the consent of the members of the Board who moved and seconded, or by a new motion and second.

**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 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**

As provided above, any member of the Board may move to close debate and immediately vote on a main motion.

**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.

**Decorum**

The Chairman shall take whatever actions are necessary and appropriate to preserve order and decorum during Board meetings, including public hearings. The Chairman may eject any person or persons making personal, impertinent or slanderous remarks, refusing to abide by a request from the Chairman, or otherwise interrupting the meeting or hearing.

**SECTION 9.00 ACTIONS AND DECISIONS**

**Method of Action**

The Board shall act only by Ordinance, Resolution or motion in accordance with District Policy

**Majority - Quorum**

The majority of the Board shall constitute a quorum for the transaction of business.

**Majority Vote Required**

No Ordinance, Resolution or motion shall be passed or shall become effective without the affirmative vote of at least a majority of the members of the Board.

### **Recordation of Vote Exceptions**

For action taken by motion without the unanimous vote of all Directors present voting, the names of the Ayes and Noes shall be entered in the minutes. For passage of all Ordinances and Resolutions, the names of the Ayes, Noes, Abstain and Absent shall be entered into the minutes of the Board.

### **Execution of Ordinances and Resolutions**

All Ordinances and Resolutions shall be signed by the Chairman and attested by the District Board Clerk.

## SECTION 10.00 RECORDS

### **Records**

Public records of the River Pines Public Utility District shall be open to inspection as provided in the California Public Records Act and District Policy \_\_\_\_\_, as amended if applicable.

## SECTION 11.00 COMMITTEES

### **Standing Committees**

1. Finance Committee
2. Personnel Committee

### **General Rules Governing Committees**

- a. The Chairman of the Board of Directors shall appoint members of the Board of Directors to serve on these Standing Committees.
- b. No more than two Directors of the Board shall serve on any one Committee. Other Directors may attend Committee meetings as observers in accordance with the Brown Act, but have no authority to participate in any way in Committee discussions.
- c. Committees should focus on matters, which typically require extensive research and review, but should not operate in such a way that they make management decisions better left to paid staff.
- d. A Committee may take no action. Recommendations for formal action of the Board of Directors are made in the Committee reports.
- e. Any Committee that is appointed by action of the Board of Directors and/or has members of the public serving on the Committee shall then come under the posting requirements of the Brown Act and shall be open to the public.
- f. The meetings of Standing Committees shall be held when called by the Chair or other Director member.
- g. Duties and Functions: At the time the Chairman forms the Standing Committee, he/she shall give instructions of the duties for each Committee. Additional duties and functions may be delegated by the Chairman as the needs arise.



- h. The Committee shall give a report at the regular meeting of the Board of Directors and if a need to take action should arise, the Committee shall bring a recommendation to the Board of Directors at any duly noticed meeting. The Committee Chairman shall notify the General Manager of items to be placed on the agenda where action is needed, seven (7) days prior to the meeting.

Finance Committee:

The Finance Committee shall study, advise, and make recommendations with regards to:

- a. Preparation of preliminary budgets and recommendations for other Committees' consideration.
- b. Adoption or changes of fees and rates.
- c. Reports of auditors and financial statements
- d. Form and contents of accounts, financial reports, and financial statements.
- e. Contents of auditors' annual reports.
- f. Audit of monthly expenditures.
- g. Review of monthly Bank Statements
- h. Other matters as directed by the Board.

Personnel Committee:

The Personnel Committee shall study, advise and make recommendations with regards to:

- a. Periodic independent reviews and studies of the organization the classification of positions, job duties, salaries, and salary ranges; and preparation and submitted of annual recommendation for employee salaries and benefits to the Finance Committee for consideration in budget preparation.
- b. Relations between the District and its employees/contractors including all matters affecting wages, hours, pension plans and other employee/contractor benefits, and other terms and conditions of employment and matters included within the employee relations resolution/contract.
- c. Policies and rules regarding the employment, discipline, and discharge of District employees/contractors.
- d. Any legal matters affecting the District within the Committee's area of interest.
- e. Other matters as directed by the Board.

SECTION 12.0 BOARD CONDUCT

### **Conflict of Interest**

No Director shall make, participate in or in any way attempt to use his or her official position to influence a decision on any issue when prohibited from doing so by the Political Reform Act of 1974 (Government Code Section 81000, et. Seq.), or any other law. A Director shall, when an agenda item is called, declare that he or she has a conflict of interest, state what the conflict of interest is, and shall remove him or herself from the Board room during the discussion. The Director's removal shall be noted on the record by the District Board Clerk, who shall also note the Director's return when the item is completed.

### **Ethics**

Directors shall at all times comply with the District's Ethics Policy for Board of Directors (Policy \_\_\_\_\_). Directors shall comply with the requirements of Government Code Section 53235 by receiving at least two hours of training in general ethics principles and ethics laws relevant to District service every two years and shall file with the General Manager a copy of the certificate verifying the completion of such training.

### **Decorum**

- a. Directors should commit themselves to emphasizing the positive, avoiding double talk, hidden agendas, gossip, backbiting, and other negative forms of interaction.
- b. Directors should commit themselves to focusing on issues and not personalities. The presentation of the opinions of others should be encouraged. Cliques and voting blocks based on personalities rather than issues should be avoided.
- c. Differing viewpoints are healthy in the decision-making process. Individuals have the right to disagree with ideas and opinions, but without being disagreeable. Once the Board of Directors takes action, Directors should not create barriers to the implementation of said action.
- d. In handling complaints from residents and property owners of the District, said complaints should be referred directly to the General Manager.
- e. 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.
- f. When responding to constituents requests and concerns, Directors should be courteous, responding to individuals in a positive manner and routing their questions through the General Manager.

## **SECTION 13.0 UTILITY PAYMENT PROCEDURES**

Bill Payment and Delinquency:

A. **Payment** - All bills for the services enumerated in this chapter are due and payable upon receipt thereof, at the District Office located in the Community Town Hall, Rifer Pines, California, or at the location of the outside billing and bookkeeping service, if one is retained by the District, and become delinquent twenty (20) days after the postmark date of the bill. The District may provide that charges for any utility services be collected together and that all charges shall be billed upon the same bill and collected as one item [ Government Code 54345 and Public Utilities Code 12810]. If all or part of a bill is not paid, the District may discontinue any and all service for which the bill is rendered [Government Code 54346].

B. **Delinquency** - The District shall send notice of delinquent bills on the 21st of every month. If all delinquent charges for service are not paid within ten (10) days after the postmark date of notice, then the District shall give the customer a 48 hour notice prior to any discontinuance of service furnished to the customer by the District. Prior to discontinuance of service, should customer have a dispute or financial hardship, the customer shall be given the opportunity to be heard. The hearing shall be held before the Director of Finance, his designee or in the absence of this position, the Board. In the event of a discontinuance of service, as provided in this subsection, the District may require as a condition precedent to the resumption of service that the customer pay:

1. The amount of the delinquent bill;
2. The cost of the District of discontinuing and resuming service; and
3. A deposit in an amount not exceeding the estimated amount of charges for two (2) months service.

The Director of Finance or in the absence of this position, the Board may negotiate a one-time repayment schedule (amortization) for up to six (6) months within any twelve (12) month period when in the opinion of the Director of Finance or the Board the customer can demonstrate financial hardship due to the recent loss of employment or other hardship condition.

C. **Closing Bills** - Closing bills are due and payable on the date which service is discontinued.

D. **Late Charges** - Delinquent bills shall be assessed a late charge at a rate of 10% and 1.5% per month interest for accounts delinquent beyond one (1) month. [Public Utilities Code 12811]. The late charge may be waived by the Director of Finance or in the absence of this position, the Board or the General Manager, when considered to be the best interest of the district and when a customer can present evidence of financial hardship or convincing information that timely payment found not have been reasonable expected.

E. **Absence of a Director of Finance and/or Public Works Director** - In the absence of a Director of Finance and/or Public Works Director being employed by the District the authority and responsibilities assigned these positions, as provided in this subsection, shall be divided between the Board, the General Manager and the outside billing and bookkeeping service, if such service is retained by the District as set forth by resolution of the Board.

#### 13.0.10. **Application for Service or Discontinuance of Service**

On provided forms, all applications for service must be completed, signed and submitted by the property owner along with the Grant Deed for the property to be serviced, the service connection fee as set by the District's Rate Schedule, and any applicable deposit to the Director of Finance or in

the absence of this position, to the General Manager or outside billing and bookkeeping service, if one is retained by the District before a new service may commence. On provided forms, all applications for discontinuance of service must be completed, signed and submitted by the property owner to the Director of Finance or in the absence of such a position, to the General Manager or outside billing and bookkeeping service, if one is retained by the District, before a service may be discontinued and a final billing statement issued for the account. The Director of Finance or in the absence of this position, the General Manager shall issue all orders for services, changes or discontinuances.

#### **13.0.20. Deposits, Establishment, and Reestablishment of Credit**