

RESOLUTION NO. OC SAN 21-XX

A RESOLUTION OF THE BOARD OF DIRECTORS OF
ORANGE COUNTY SANITATION DISTRICT
ESTABLISHING BOARD OF DIRECTORS PROTOCOLS

WHEREAS it is desired to establish Protocols for the Orange County Sanitation District Board of Directors.

NOW THEREFORE, the Board of Directors of the Orange County Sanitation District DOES HEREBY RESOLVE, DETERMINE AND ORDER:

Section 1: Protocols. That the following Protocols be adopted for the Orange County Sanitation District (Sanitation District) Board of Directors:

1. PURPOSE

The purpose for establishing Sanitation District Board of Directors (Director) Protocols are to provide an effective environment for the Board of Directors to provide strong leadership.

The Protocols set forth herein are not intended to limit the inherent power and general legal authority of the Board of Directors.

2. BOARD ORGANIZATION

Newly-elected Directors will be sworn into office by the Clerk of the Board prior to the first regular Board of Directors/Committee meeting attended following their agency's appointment. Immediately upon appointment, all members are subject to the provisions of the Brown Act. Newly appointed members shall not be allowed to participate in any meeting prior to being sworn in.

3. MISCELLANEOUS PROCEDURES

3.1 BOARD INTERACTION WITH OTHER PUBLIC AGENCIES

3.1.1 If a Director appears before another governmental agency or organization representing the Sanitation District, the Director should support and advocate the official Sanitation District position on an issue, not a personal viewpoint. If the Director is representing another organization whose position is different from the Sanitation District, the Director should

withdraw from voting on the issue if it significantly impacts or is detrimental to the Sanitation District's interests.

3.1.2 Directors should be clear about which organizations they represent and inform the Board Chairperson and the Board of Directors of their involvement.

3.2 BOARD INTERACTION WITH SANITATION DISTRICT STAFF

3.2.1 Requests for Staff Inquiry/Assistance

3.2.1.1 Questions for clarification, or to request additional information regarding an agenda item, should be directed to the Department Head, Assistant General Manager, or General Manager with a copy to the Clerk of the Board.

3.2.1.2 Directors should not direct Sanitation District staff to initiate any action, change a course of action, or any report that is significant in nature, nor should a Director initiate any project or study without the approval of a majority of the Steering Committee.

3.2.1.3 Requests to directly contact Sanitation District or Agency consultants, contractors, or outside legal counsel requesting information, research, or service should be directed to the General Manager.

3.3 UNDUE INFLUENCE ON SANITATION DISTRICT STAFF

3.3.1 Directors shall not attempt to influence the Sanitation District staff in the awarding of contracts, the selection of consultants, and the processing of permits during the solicitation process or prior to recommendation to the Board of Directors.

3.3.2 Sanitation District staff may support political candidates, but all such activities must be conducted away from the workplace. Directors should not solicit any type of political support (financial contributions, display of posters or lawn signs, name on support lists, etc.) from Sanitation District staff.

3.4 COMPLAINTS REGARDING PERFORMANCE OF STAFF

Any concerns by a member of the Board of Directors over the behavior or performance of a Sanitation District employee should be directed to the General Manager privately for discretion and to ensure the concern is resolved.

3.5 USE OF BOARD ROOM

The Clerk of the Board is responsible for maintaining a calendar on the use of the Board Room. Use of the Board Room by the Sanitation District Board of Directors, Committees, and other advisory bodies shall take precedence over any other group or agency. Favorable consideration shall be given to other governmental agencies, tours, and non-profit groups. No events of a commercial nature shall be allowed. No admission shall be charged. Regularly scheduled meetings by other agencies and groups shall be discouraged. When a question arises regarding permission for any group to use the facility, the Administration Manager or their designee shall have authority to make the final decision.

4. COMMUNICATIONS

4.1 PROCESSING OF MAIL

The Clerk of the Board shall open and date stamp all mail addressed to the Board of Directors. Such mail shall be electronically distributed by the Clerk of the Board to the Board Chairperson and subsequently to each Director. Correspondence addressed to the Board Chairperson which requires a response from staff shall be copied to all Directors.

4.2 COMPLAINT PROCESS

All complaints directed to the Board Chairperson or the Board of Directors shall be forwarded to the General Manager and the Clerk of the Board for tracking purposes. The General Manager and Board Chairperson shall provide direction for responding to the complaint and the Clerk of the Board will coordinate the response.

4.3 GENERAL BOARD COMMUNICATION

Directors should be aware that the insecurity of written notes, voicemail messages, and email and text/instant messaging technology allow words written or said to be distributed without

approval. All such correspondence should be treated as potentially “public” communication subject to inspection pursuant to the California Public Records Act.

4.4 REPRESENTATION AT CEREMONIAL FUNCTIONS

The Board Chairperson shall represent the Board of Directors at ceremonial functions. Should an individual Director, other than the Board Chairperson, be asked to make a ceremonial presentation or to attend an event on behalf of the Board, the Director should redirect the request to the Board Chairperson. The Board Chairperson may, at their own discretion, ask another Director to represent the Sanitation District at the function.

The Clerk of the Board maintains guidelines for issuing resolutions or certificates of commendation; congratulations, recognition, and condolences to be presented at meetings and ceremonial functions. Upon a request for acknowledgement, the Board Chairperson and the General Manager will determine if approval should be granted and notify the Clerk of the Board to proceed.

4.4 RESPONDING TO MEDIA INQUIRIES

The General Manager and the Sanitation District’s Administration Manager are the official spokespersons for the Sanitation District's position on routine and high-profile issues.

For purposes of consistency, if an individual Director is contacted by the media directly, the Director should notify and refer the media to the General Manager or Sanitation District’s Administration Manager prior to responding directly.

Section 2: This Resolution shall become effective immediately.

PASSED AND ADOPTED at a regular meeting of the Orange County Sanitation District Board of Directors held January 27, 2021.

David John Shawver
Board Chairman

ATTEST:

Kelly A. Lore, MMC
Clerk of the Board

APPROVED AS TO FORM:

Bradley R. Hogin
General Counsel

DRAFT

STATE OF CALIFORNIA)
) ss
COUNTY OF ORANGE)

I, Kelly A. Lore, Clerk of the Board of Directors of the Orange County Sanitation District, do hereby certify that the foregoing Resolution No. OC SAN 21-XX was passed and adopted at a regular meeting of said Board on the 27th day of January 2021, by the following vote, to wit:

AYES:
NOES:
ABSTENTIONS:
ABSENT:

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of Orange County Sanitation District this 27th day of January 2021.

Kelly A. Lore, MMC
Clerk of the Board of Directors
Orange County Sanitation District