

RESOLUTION NO. 2019-15
A RESOLUTION OF THE BOARD OF DIRECTORS OF
THE PHELAN PINON HILLS COMMUNITY SERVICES DISTRICT
ESTABLISHING POLICIES FOR BOARD CONDUCT
AMONGST DIRECTORS AND WITH STAFF

WHEREAS, the Board of Directors of the Phelan Pinon Hills Community Services District finds as follows:

A. The Phelan Pinon Hills Community Services District ("the District") is a community services district organized and operating pursuant to California Government Code Section 61000 et seq.

B. The District is governed by an elected Board of Directors ("the Board") whose meetings are subject to the requirements of the Ralph M. Brown Act, California Government Code Section 54950 et seq. ("the Brown Act"), pursuant to California Government Code Section 61044.

C. The Board adopted Ordinance No. 2019-01 on January 2, 2019, establishing guidelines for the conduct of its public meetings and activities and imposing requirements upon itself which allow greater access to its meetings than prescribed by the Brown Act.

D. The purpose of this Resolution is to supplement Ordinance No. 2019-01 and to ensure that the Board's deliberations are conducted honorably and that its activities are performed in a manner that reflects a dedication to the highest standards of integrity so as to continue to earn the trust and confidence of the public served by the District.

THEREFORE, THE BOARD OF DIRECTORS of the Phelan Pinon Hills Community Services District does hereby resolve as follows:

Section 1. RELATIONS BETWEEN DIRECTORS.

1.1. **Duties.** The Board shall govern the District. The Board shall establish policies, direction, procedures and oversight for the operation of the District. The Board shall provide for the implementation of those policies, which is the responsibility of the District's General Manager. All members of the Board shall exercise their independent judgment on behalf of the entire District, including the residents, property owners, and the public as a whole in furthering the purposes and intent of the District.

1.2. Officers.

1.2.1. Within 45 days after each general District or unopposed election, the Board shall meet and elect the officers of the Board. The Board shall elect its officers annually at its second meeting in December.

1.2.2. The officers of the Board are President and Vice-President. The President shall preside over meetings of the Board and the Vice-President shall serve in the President's absence or inability to serve. The Board may create additional offices and elect members to those offices, provided no members of the Board shall hold more than one office.

1.3. Parliamentary Procedure.

1.3.1. A majority of the total membership of the Board shall constitute a quorum for the transaction of District business. Except as otherwise specifically provided by law, a majority of the total membership of the Board is required for the Board to take action. The Board shall act only by ordinance, resolution, or motion. The Board President shall have the same rights and obligations of the other Directors concerning voting procedures. The minutes of the Board shall record the aye and no votes taken by the members of the Board for the passage of all ordinances, resolutions, or motions. The Board shall keep a record of all its actions, including financial transactions.

1.3.2. Meetings of the Board shall be subject to the Brown Act and Ordinance No. 2019-01 (as may be amended from time to time). Rosenberg's Rules of Order shall provide general guidance for the conduct of the Board's business, except where otherwise provided by law, ordinance, resolution, or motion of the District, or otherwise inconsistent with the intent of the Board. The Board President (or committee chair) shall preserve order and decorum and will rule on all matters of procedure, with the advice of legal counsel. Questions of law may be referred to the District's legal counsel for opinion.

1.4. Committees. Any matter brought before the Board may, if deemed necessary, be referred to District staff or a committee of the Board composed of less than a quorum of the Board for review and recommendation. The Board may establish such standing and ad hoc committees as it deems necessary. The selection of the Board members to serve on such committees shall be

recommended by the Board President and approved by a majority of the Board. A review of the Board's committees shall be conducted on an annual basis.

1.4.1. Pursuant to Section 1 of Ordinance No. 2019-01, all meetings of standing committees of the Board shall be conducted in compliance with all applicable requirements of the Brown Act. Non-committee Board members may attend standing committee meetings, but shall not participate in the meetings.

1.4.2. Meetings of ad hoc committees of the Board may be exempt from the notice, agenda, and public participation requirements of the Brown Act as long as the committees substantially comply with the following guidelines: (1) The committee's duration should be restricted to a relatively short period of time; (2) The committee's purpose should be limited to a single and specific task; (3) The committee shall not be given any independent discretionary authority to make ultimate decisions on behalf of the Board with respect to the final resolution of the task; (4) The committee's charge should not be automatically renewed upon completion of its particular assignment or expiration of its fixed term; (5) The committee's meeting schedule should not be on a regular basis or established by formal action of the Board; (6) Public notice of the formation of the committee shall be given in a timely manner; and (7) Neither non-committee Board members nor select outside parties shall be invited or permitted to attend the committee meetings.

1.4.3 Disputes arising regarding the selection of a committee chairperson shall be settled by the Board President.

1.5. **Personal Conduct.** The business of the District is a team effort. All Board members should work together in a collaborative manner, assisting each other in conducting the affairs of the District. Directors shall, at all times, conduct themselves with courtesy to each other, to staff, and to members of the audience present at Board meetings. Directors shall defer to the President concerning the conduct of Board meetings, but shall be free to question and discuss items on the agenda. In turn, the Board President shall not exercise the privileges of the office in such a manner as to unfairly advance his or her own personal opinions or unduly prejudice the positions of other Board members. When responding to requests and concerns from the public and other District

customers, Board members should be courteous, responding to individuals in a positive manner and routing their questions through appropriate channels and to responsible management personnel. Board members should develop a working relationship with the District's General Manager wherein current issues, concerns, and District projects can be discussed comfortably and openly. Board members should function as a part of the whole. Issues should be brought to the attention of the entire Board, rather than to individual members selectively. Board members are responsible for monitoring the District's progress in attaining its goals and objectives, while pursuing its mission.

1.6. **Communication of Views and Positions.** The Board is committed to providing excellence in legislative leadership necessary to furnish the highest quality of government services to the public and to the District's customers. In order to achieve this goal, cooperative interaction between and among Board members is encouraged. As such, the following rules shall be observed:

1.6.1. Board members should refrain from discussing or commenting on District business on social media.

1.6.2. The dignity, style, values, and opinions of each Board member shall be respected. Responsiveness and attentive listening in communication is encouraged.

1.6.3. The needs of the public and the District's customers should be the priority of the Board.

1.6.4. Board members should commit themselves to emphasizing the positive, avoiding double talk, hidden agendas, gossip, backbiting, and other negative forms of interaction.

1.6.5. Board members 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, will be avoided.

1.6.6. Differing viewpoints are healthy in the decision-making process. Individuals have the right to disagree with ideas and opinions in a constructive and forthright manner. However, once the Board has taken action, individual Board members should commit to support said action and not create barriers to the implementation thereof.

1.7. **Board Discipline.** In the exercise of its discretion, the Board, by affirmative vote of four (4) of its members, may censure any of its members for a period of time deemed appropriate by said supermajority of the Board. Unless otherwise prohibited by law, the maximum penalty that may be imposed upon the censured member by said supermajority of the Board during the period of such censure shall be the following:

1.7.1. The suspension of all spending of District funds by the censured Board member and of all reimbursement from District funds of any costs incurred by the censured Board member, unless otherwise allowed by the Board.

1.7.2. The removal of the censured Board member from service as an officer of the Board, and/or on all committees and other assignments on behalf of the District and/or the Board, unless subsequently authorized by the Board.

1.7.3. The withholding of all compensation by the District to the censured Board member except as otherwise allowed for attending meetings of the Board and other meetings subsequently authorized by the Board.

Section 2. **RELATIONS WITH STAFF.**

2.1. **Interaction with Staff.**

2.1.1. **General.** The Board will deal with the administrative service of the District only through the General Manager. The General Manager is the Board's only link to operational achievement and conduct; all authority and accountability of staff is considered the authority and accountability of the General Manager. In the event the General Manager is unavailable, the next designated staff member would be accountable. Members of the Board will refrain from making requests directly to District employees (other than the General Manager) to undertake analyses, perform work assignments, or change the priority of work assignments. Additionally, Directors are to refrain from having open discussions regarding the District's operations or topics of a potentially sensitive nature with any staff member other than the General Manager, as doing so could undermine management, jeopardize the District's credibility, or even put the District at risk legally. The Board, as a whole, will not evaluate, either formally or informally, any staff member other than the General Manager. In seeking clarification on informational items, Directors should

contact the General Manager to obtain information needed to supplement, upgrade, or enhance their knowledge to improve legislative decision-making. Any Board member requests that require substantial work, as determined by the General Manager, will be addressed with the Board President.

2.1.2. **Division of Responsibilities.** The Board is responsible for setting District policy and procedures since each individual Director is accountable to the public as an elected official. The Board appoints the General Manager and defines the duties of the position. The Board is not to instruct management on the implementation of District policies.

a. The Board is responsible for: (1) Establishing policies, direction, procedures, and oversight, and approving programs to implement policies, during open public meetings; (2) Appointing a General Manager, who will be responsible for the management of all operations and affairs of the District; and (3) Delegating certain powers to the General Manager in the operation of District affairs.

b. The General Manager is responsible for: (1) Recommendation of policies, direction, procedure, and oversight to the Board; (2) Recommendation of programs and systems to the Board for implementation of District policies; (3) Carrying out policies and projects approved by the Board; (4) Arranging an orientation of District departments and facilities for all new Board members (and re-orientation for current Board members indicating interest) within 60 days of the Board member being sworn as a Director of the District; and (5) Serving as the District's official spokesperson unless the Board specifically directs otherwise.

2.1.3. **Board of Directors/General Manager**

a. The Board sets the policy, direction, procedure, and oversight for the District. The District's General Manager shall be responsible for all of the following: (1) The implementation of the policies established by the Board for the operation of the District; (2) The appointment, supervision, discipline, and dismissal of the District's employees, consistent with the employee relations system established by the Board; (3) The supervision of the District's facilities and services; and (4) The supervision of the District's finances. The Administrative Services Manager will oversee and maintain a system of auditing and accounting that will completely, and

at all times, show the financial condition of the District in accordance with generally accepted accounting principles and legal requirements. The Board will retain and periodically review the work of an auditor as an independent contractor of the District (other than the Administrative Services Manager), who will report to the Board on an annual basis the results of an audit of the District's books, records, and financial affairs.

b. The District's General Manager serves at the pleasure of the Board. The Board will provide policy, procedure, oversight, direction, and instructions to the General Manager on matters within the authority of the Board by majority vote of the Board during duly convened meetings of the Board of Directors.

c. Members of the Board will deal with matters within the authority of the General Manager through the General Manager, and not through other District employees. Members of the Board will refrain from making requests directly to District employees (other than the General Manager) to undertake analyses, perform other work assignments, or change the priority of work assignments.

2.1.4. **General Manager Performance Evaluation.** The Board will evaluate the General Manager's performance qualitatively in conjunction with the annual anniversary of the General Manager's hire date, using as guidelines the General Manager's stated annual objectives. Adjustments in the General Manager's remuneration or contract will be consistent with the Board's evaluation of performance and achievement of stated objectives.

2.2. **Treasurer.** Pursuant to Resolution No. 08-12 adopted by the Board on August 13, 2008, the Board has designated an alternative depository for District funds in place of the San Bernardino County Treasury and has appointed a District Treasurer to serve in place of the County Treasurer. The same person may be appointed by the Board to serve as both the General Manager and the District Treasurer. The District Treasurer shall serve at the pleasure of the Board. The Board shall set the compensation of the District Treasurer. The Board shall require the District Treasurer to be bonded. The District shall pay the cost of the bonds.

Section 3. **REVIEW AND AMENDMENT.**

Each year the Board shall review this Resolution to determine its effectiveness and the

necessity for its continued operation. The District's General Manager shall report to the Board on the operation of this Resolution, and make any recommendations deemed appropriate, including any proposed amendments. Upon conclusion of its review, the Board may take any action it deems appropriate concerning this Resolution. Nothing herein shall preclude the Board from taking action on the Resolution at times other than upon conclusion of the annual review. Any of the within rules not required by law may be suspended or changed by a majority of the members of the Board.

Section 4. **SEVERABILITY.**

If any provision of this Resolution, or the application thereof to any person or circumstances, is held invalid, such invalidity shall not affect other provisions or applications of this Resolution which can be given effect without the invalid provision or application, and to this end the provisions of this Resolution are declared to be severable.

Section 5. **EFFECTIVE DATE.**

The provisions of this Resolution shall supersede Resolution No. 2019-01, adopted by the Board on January 2, 2019, and shall take effect immediately upon adoption.

ADOPTED this 4th day of September, 2019.

AYES: Brandon, Hoffman, Johnson, Philips, Roberts

NOES:

ABSTAIN:

ABSENT:



Vice President, Board of Directors

ATTEST:



Secretary, Board of Directors